

Shareholder Reports

You will receive semi-annual reports dated June 30 and annual reports dated December 31 each year. These reports contain additional information about the Fund's investments. The annual report contains a discussion of the market conditions and investment strategies that significantly affected the Fund's performance during its last fiscal year.

Statement of Additional Information

The SAI provides more detailed information about the Fund and is legally considered to be part of this prospectus.

How to Obtain Reports

You can get free copies of annual and semi-annual reports and SAIs on the Company's website at www.wilshirefunds.com. You may also request the annual and semi-annual reports, SAIs and other information about the Fund, and discuss your questions about the Fund, by contacting us at:

Wilshire Mutual Funds, Inc.
c/o DST Systems, Inc.
333 W. 11th Street
Kansas City, MO 64105

or by calling toll free 1-888-200-6796

You can also review and copy information about the Fund, including the annual and semi-annual reports and SAIs, at the Public Reference Room of the SEC. For information about the Public Reference Room call 1-202-551-8090. You can also obtain copies:

- For a duplicating fee, by writing to the Public Reference Section of the SEC, 100 F Street NE, Room 1580, Washington, D.C. 20549, or by email to publicinfo@sec.gov.
- Free from the SEC's EDGAR database on its internet website at <http://www.sec.gov>

The Company currently offers other classes of shares of the Fund in other prospectuses.

(Investment Company Act File No. 811-7076)

WIL-PS-007-0100



HORACE MANN CLASS SHARES

PROSPECTUS

MUTUAL FUNDS, INC.

**Horace Mann Class Shares
of
Wilshire 5000 Indexsm Fund
(formerly Dow Jones Wilshire 5000
Indexsm Portfolio)**

<http://www.wilshirefunds.com>

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As with all mutual funds, the Securities and Exchange Commission (the “SEC”) has not approved or disapproved any shares of these Portfolios or determined if this prospectus is accurate or complete. Any representation to the contrary is a criminal offense.

INTRODUCTION

This prospectus describes the Horace Mann Class Shares of the Wilshire 5000 IndexSM Fund (formerly known as the Dow Jones Wilshire 5000 IndexSM Portfolio) (the “Fund”) offered by the Wilshire Mutual Funds, Inc. (the “Company,” “we” or “us”).

The Fund’s investment objective is to replicate as closely as possible the performance of the Wilshire 5000 IndexSM (the “Index”) before the deduction of Fund expenses. The Fund’s investment objective may not be changed without approval of its shareholders in accordance with the Investment Company Act of 1940, as amended (the “1940 Act”). The Fund is not guaranteed to meet its investment objective.

On the following pages you will find important information about the Fund and its Horace Mann Class Shares, including:

- the main investment strategies used by Wilshire Associates Incorporated (“Wilshire”), the Fund’s investment adviser, and Los Angeles Capital Management and Equity Research (“LA Capital”), the Fund’s sub-adviser, in seeking to achieve the Fund’s investment objective;
- the main risks of an investment in the Fund;
- the Fund’s past investment performance measured on a year-by-year basis; and
- the fees and expenses that you will pay as a shareholder.

Shares of a Portfolio are not deposits or obligations of, or guaranteed or endorsed by, any bank. The shares are not insured or guaranteed by the Federal Deposit Insurance Corporation, the Federal Reserve Board, or any other government agency. You could lose money by investing in a Portfolio.

INVESTMENT AND RISK SUMMARY

Main Investment Strategies

- Invests primarily in the common stock of companies included in the Index that are representative of the Index.
- Uses enhanced “stratified sampling” techniques in an attempt to replicate the performance of the Index.
- Normally holds stocks representing at least 90% of the total market value of the Index.

The Index is an unmanaged index which measures the performance of all equity securities of U.S. headquartered companies with readily available market values. It includes over 4,500 stocks, with each stock weighted according to its market value. This means that companies having a larger stock capitalization will have a larger impact on the Index. The Index has been computed continuously since 1974, is published daily in many major U.S. newspapers and is the broadest performance measure of the U.S. equity market. The Fund normally holds stocks representing at least 90% of the Index’s total market value, which ranges between 1,000 and 2,500 common stocks.

Who May Want to Invest in the Fund

The Fund may appeal to you if:

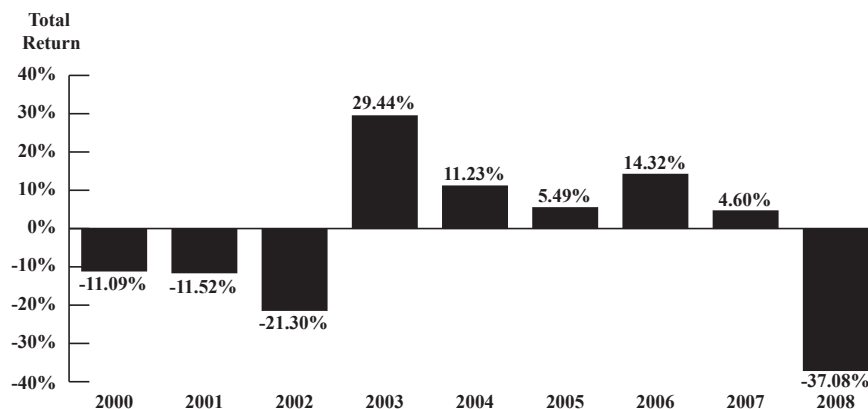
- you are a long-term investor;
- you seek growth of capital;
- you seek to capture investment returns that are representative of the entire U.S. equity market;
- you seek to potentially reduce risk through broad diversification across large and small capitalization stocks and value and growth stocks; or
- you seek an index fund which, unlike a traditional index fund, includes the common stocks of small- and mid-capitalization, as well as large capitalization companies.

Main Investment Risks

The Fund’s share price will fluctuate as a result of the changes in the market value of the securities it owns. All securities are subject to market, economic and business risks that cause market prices to fluctuate. Price fluctuations may not be related to the fundamental characteristics of the companies that issue securities. Because the Fund provides a broad exposure to the U.S. stock market rather than focusing on a distinct segment of the market, such as small capitalization value stocks, over time the Fund may be less volatile than a fund which focuses on a particular segment of the U.S. stock market.

PERFORMANCE AND FEE INFORMATION

The bar chart and the performance table below provide an indication of the risks of investing in the Fund by showing how the Horace Mann Class Shares have performed in the past and by showing how the Fund's Horace Mann Class Shares' average annual total returns compare to those of the Index. The bar chart and table assume reinvestment of dividends and distributions. The Fund's past investment performance (before and after taxes) does not necessarily indicate how it will perform in the future.



During the periods shown in the bar chart, the highest return for a quarter was 15.91% (quarter ended 6/30/03) and the lowest return for a quarter was -22.34% (quarter ended 12/31/08).

Average Annual Total Returns (periods ended December 31, 2008)

	1 year	5 years	Since inception ⁽¹⁾
Horace Mann Class Shares			
Return Before Taxes	-37.08%	-2.46%	-1.92%
Return After Taxes on Distributions ⁽²⁾	-37.45%	-2.82%	-2.28%
Return After Taxes on Distributions and Sale of Fund Shares	-24.11%	-2.25%	-1.79%
Wilshire 5000 Index ^{sm(3)}	-37.23%	-1.69%	-3.02%

(1) Inception date (commencement of investment operations) of the Horace Mann Class Shares was December 13, 1999.

(2) After-tax returns are calculated using the historical highest individual federal marginal income tax rates for each year in the period and do not reflect the impact of state and local taxes. Actual after-tax returns depend on an investor's tax situation and may differ from those shown. The after-tax returns shown are not relevant to investors who are tax exempt or hold their Fund shares through tax-deferred arrangements such as 401(k) plans or individual retirement accounts.

(3) The Wilshire 5000 Indexsm (name changed from Dow Jones Wilshire 5000 Indexsm effective March 31, 2009) is an unmanaged index which measures the performance of all U.S. headquartered equity securities with readily available price data. Reflects no deductions for fees, expenses or taxes. It is not possible to directly invest in an unmanaged index. Inception to date returns begin on December 31, 1999.

Fees and Expenses of the Horace Mann Class Shares

This table shows the fees and expenses you may pay when you buy and hold Horace Mann Class Shares of the Fund, based on actual 2008 expenses.

Annual Fund Operating Expenses (expenses that are deducted from the Fund's assets) as a percentage of average daily net assets*:

	Horace Mann Class
Management Fees	0.10%
Distribution and Service (12b-1) Fees	0.35%
Other Expenses	0.37%
Total Annual Fund Operating Expenses.....	0.82%

* The information in the table is based on amounts incurred during the Fund's most recent fiscal year. It is important to understand that a decline in the Fund's average net assets during the Fund's current fiscal year due to recent unprecedented market volatility or other factors could cause the Fund's expense ratio for the current fiscal year to be higher than the expense information presented.

Example:

This example helps you compare the cost of investing in the Horace Mann Class Shares of the Fund with the cost of investing in other mutual funds. The example assumes: (i) you invest \$10,000 for the periods shown, (ii) you reinvest all dividends and distributions in the Fund, (iii) you redeem all of your shares at the end of the periods shown, (iv) your investment has a 5% annual return, and (v) total annual Fund operating expenses remain the same. This example should not be considered to represent actual expenses or investment performance. Actual expenses and investment performance may be higher or lower than those shown.

	1 Year	3 Years	5 Years	10 Years
Horace Mann Class	\$ 84	\$ 262	\$ 455	\$ 1,014

MORE INFORMATION ABOUT INVESTMENTS AND RISKS

The Fund provides exposure to the U.S. stock market as a whole by investing primarily in the common stocks of companies included in the Index. The Index is an unmanaged capitalization weighted index of over 4,500 U.S. equity securities and includes all the U.S. common stocks regularly traded on the New York Stock Exchange (“NYSE”), the American Stock Exchange and the NASDAQ over-the-counter market. The Fund normally holds common stocks representing at least 90% of the Index’s total market value, which is between 1,000 and 2,500 common stocks.

LA Capital manages the Fund using an enhanced stratified sampling investment approach. Stratified sampling uses sector weighting and portfolio characteristic profiling to keep the Fund within acceptable parameter ranges relative to the benchmark.

Over time, LA Capital expects the correlation between the performance of the Index and the performance of the Fund to be over 90% before the deduction of the Fund’s expenses. A 100% correlation would indicate that the Fund’s performance exactly matches the performance of the Index. The Fund’s ability to track the Index’s performance will be affected by factors such as the Fund’s expenses, changes in stocks represented in the Index and the timing and amount of sales and redemptions of the Fund’s shares.

Securities Lending

The Fund may lend its investment securities in an amount of up to 331/3% of its total assets to approved institutional borrowers who need to borrow securities in order to complete certain transactions. Any loss in the market price of securities loaned by the Fund that occurs during the term of the loan would be borne by the Fund and would affect the Fund’s investment performance. Also, there may be delays in recovery of securities loaned or even a loss of rights in the collateral should the borrower of the securities fail financially while the loan is outstanding. However, loans will only be made to borrowers selected by the Fund’s delegate after a review of relevant facts and circumstances, including the creditworthiness of the borrower. The Fund’s Board of Directors (the “Board”) will make arrangements to vote or consent with respect to a material event affecting the Fund’s securities on loan.

Temporary Investments

During adverse market or economic conditions, or to meet large withdrawals, the Fund may temporarily invest all or a part of its assets in defensive investments. These investments include U.S. government securities and high quality U.S. dollar-denominated money market securities, including certificates of deposit, bankers’ acceptances, commercial paper, short-term debt securities and repurchase agreements. When following a defensive strategy the Fund is less likely to achieve its investment objective.

Risk Information

Investing in the Fund involves the following principal risks:

Equity Risk. The principal risk of investing in the Fund is equity risk. The prices of stocks held by the Fund may change due to general market and economic conditions, perceptions regarding the industries in which the companies participate and each company’s particular circumstances. Equity investments, including common stocks, tend to be more volatile than bonds and money market instruments. The value of the Fund’s shares will fluctuate due to movement in the collective returns of the individual securities held by the Fund. Because common stocks are subordinate to preferred stocks in a company’s capital structure, in a company liquidation, the claims of secured and unsecured creditors and owners of bonds and preferred stocks take precedence over the claims of those who own common stocks.

Index Risk. There is a risk that the Fund's investment performance may not match exactly the performance of the Index. Because the Fund does not hold every stock contained in the Index, the performance of the stocks held in the Fund may not track exactly the performance of the stocks held in the Index. Furthermore, unlike the Index, the Fund incurs management fees, 12b-1 fees, administrative expenses and transaction costs in trading stocks.

Disclosure of Fund Holdings

A description of the Company's policies and procedures relating to disclosure of portfolio holdings is available in the Fund's Statement of Additional Information ("SAI") and on the Company's website at www.wilshirefunds.com. The Fund's complete portfolio holdings data will be made available monthly on its website, generally on the first business day following the 20th calendar day after month end. Such information will remain available on the website until the information is filed with the SEC on Form N-Q or Form N-CSR (which is typically filed within 60 days of the end of the applicable quarter).

MANAGEMENT OF THE FUND

Investment Adviser

Wilshire is the investment adviser of the Fund. Wilshire, formed in 1972, is located at 1299 Ocean Avenue, Suite 700, Santa Monica, California 90401. As of December 31, 2008 Wilshire managed approximately \$24 billion in assets. Wilshire also provides investment technology products and investment consulting services.

Wilshire conducts its investment decision-making through an investment committee structure. The investment committee consists of senior level investment professionals with significant investment experience. The investment committee is currently comprised of Lawrence E. Davanzo, James Dunn, Helen Thompson, Josh Emanuel, Jeff Kriegisch, James St. Aubin, Bowen Campbell, Allen Kim, Jason Schwarz, J.J. Wilczewski, Victor Zhang and Luke O'Neil. Mr. Dunn is the Chairperson of the investment committee.

As a percentage of average daily net assets, the Fund paid Wilshire an advisory fee of 0.10% during the last fiscal year. The advisory agreement between the Company and Wilshire (the "Agreement") permits the Board and Wilshire to retain sub-advisers for the Fund in certain circumstances without stockholder approval. A discussion regarding the basis for the Board's approval of the Agreement is included in the Fund's annual report to shareholders dated December 31, 2008.

Wilshire may pay additional compensation, out of profits derived from its management fee and not as an additional charge to the Fund, to certain financial institutions (which may include banks, securities dealers and other industry professionals) for the sale and/or distribution of Fund shares or the retention and/or servicing of Fund investors and Fund shares ("revenue sharing"). These payments are in addition to any distribution or servicing fees payable under a 12b-1 or service plan of the Fund, any record keeping or sub-transfer agency fees payable by the Fund, or other fees described in the fee table or elsewhere in the prospectus or SAI. Examples of "revenue sharing" payments include, but are not limited to, payment to financial institutions for "shelf space" or access to a third party platform or Fund offering list or other marketing programs, including, but not limited to, inclusion of the Fund on preferred or recommended sales lists, mutual fund "supermarket" platforms and other formal sales programs; granting Wilshire access to the financial institutions sales force; granting Wilshire access to the financial institution's conferences and meetings; assistance in training and educating the financial institution's personnel; and obtaining other forms of marketing support. The level of revenue sharing payments made to financial institutions may be a fixed fee or based upon one or more of the following factors: gross sales, current asset and/or number of accounts of the Fund attributable to the financial institution, or other factors as agreed to by Wilshire and the financial institution or any combination thereof. The amount of these revenue sharing payments is determined at the discretion of Wilshire from time to time, may be substantial, and may be different for different financial institutions depending upon the services provided by the financial institution. Such payments may provide an incentive for the financial institution to make shares of the Fund available to its customers and may allow the Funds greater access to the financial institution's customers.

Investment Sub-Adviser

The SEC has issued an order (the "Order") to Wilshire, exempting it from the 1940 Act requirement to submit to shareholders new or materially amended sub-advisory agreements for their approval and reducing the amount of disclosure required to be provided regarding the fees paid to sub-advisers. The Order provides that Wilshire may identify, retain and compensate sub-advisers that are not "affiliated persons" of Wilshire, as defined in the 1940 Act, to manage all or portions of the Funds of the Company subject to the Board's approval. Wilshire is responsible for, among other things, setting each portfolio's investment strategy and structure, identifying sub-advisers, ongoing monitoring and evaluation of sub-advisers, implementing procedures to ensure that sub-advisers comply with each portfolio's investment objectives, policies, guidelines and restrictions, terminating sub-advisers (subject to the Board's approval) and reallocating assets among sub-advisers. Shareholders will be notified of, and provided with information regarding, Wilshire's retention of new sub-advisers or any material amendments to sub-advisory agreements, within 90 days of either occurrence.

Wilshire entered into a sub-advisory agreement with LA Capital, effective April 1, 2002, to manage the Fund subject to the supervision of Wilshire and the Board. LA Capital's fees are paid by Wilshire. LA Capital is located at 11150 Santa Monica Blvd., Suite 200, Los Angeles, CA 90025. As of December 31, 2008, LA Capital managed approximately \$4.38 billion in assets. Thomas D. Stevens, the President of LA Capital, is the primary portfolio manager of the Fund. From 1980 until LA Capital was formed in April 2002, Mr. Stevens was employed by Wilshire, where he served as a Senior Managing Director and Principal.

A discussion regarding the basis for the Board's approval of LA Capital's sub-advisory agreement is included in the Fund's annual report to shareholders dated December 31, 2008. The Fund's SAI also provides additional information about Mr. Stevens' compensation, other accounts managed by him and his ownership of Fund shares.

Service and Distribution Plan

The Fund has adopted a Service and Distribution Plan pursuant to Rule 12b-1 of the 1940 Act for its Horace Mann Class Shares (the "Plan"). The Plan authorizes payments by the Horace Mann Class Shares to reimburse SEI Investments Distribution Co. (the "Distributor") for its shareholder services expenses at an annual rate of up to 0.35% of the average daily net assets attributable to the Horace Mann Class Shares. Pursuant to a dealer agreement between the Distributor and Horace Mann Investors, Inc. ("Horace Mann"), the Distributor pays Horace Mann 0.35% of the average daily net assets attributable to the Horace Mann Class Shares for maintaining shareholder accounts and for providing services to holders of shares, such as answering shareholder inquiries regarding the Fund and providing shareholder reports and other information. Because the fees are paid out of the Fund's assets on an on-going basis, over time these fees will increase the cost of your investment and may cost more than other types of sales charges. Distribution expenses covered by the Plan include marketing and advertising expenses and the costs of printing prospectuses for prospective investors.

SHAREHOLDER INFORMATION

If you have questions about the Fund or your account you may call us at 1-888-200-6796 or the Horace Mann home office at 1-800-999-1030.

How to Purchase Fund Shares

You may buy Horace Mann Class Shares without a sales charge on any day when the NYSE is open for business (referred to as a business day). To purchase the Horace Mann Class Shares, contact us at 1-888-200-6796. We reserve the right to reject or limit any purchase order or suspend the offering of the Fund's shares if we believe it is in the Fund's best interests. The Fund does not issue share certificates.

Minimum Investments

The minimum initial investment in the Fund is \$1,000. Subsequent investments must be at least \$100. Lower minimums are available for the Horace Mann Scheduled Payment Plan, described below. We may change the initial and subsequent minimum investment requirements at any time.

You may purchase shares as follows:

(1) Horace Mann Scheduled Payment Plan. The Horace Mann Scheduled Payment Plan permits you to purchase shares (minimum of \$50 per transaction) at regular intervals. This service may provide you with a convenient way to invest for long-term and intermediate financial goals. You may purchase shares by electronically transferring funds from your bank account debited in a specified amount, and shares purchased, either (i) once a month on the first or fifteenth day, or (ii) twice a month on both days. Your account must be at a bank which is an Automated Clearing House member.

You may establish a Scheduled Payment Plan by either checking the appropriate box on the Account Application or filing an authorization form with us. You may obtain the necessary authorization form, cancel your participation in this privilege or change the amount of purchase at any time (i) by mailing a letter to Wilshire Mutual Funds, Inc. — Horace Mann Class

Shares, c/o DST Systems, Inc., P.O. Box 219512, Kansas City, MO 64121-9512, or (ii) by calling us at 1-888-200-6796. We may modify or terminate this privilege at any time or charge a service fee. No such fee currently is contemplated.

(2) Wire Payments. You can pay by wire if your bank account is maintained at a commercial bank that is a member of the Federal Reserve System or any other bank having a correspondent bank in New York City. Send funds by wire to:

UMB Bank
ABA No: 1010000695
Wilshire Mutual Funds, Inc.
DDA: 9871737314
FFC: [Insert shareholder name(s) and account number]

If your initial purchase of the Fund's shares is by wire, please call 1-888-200-6796 after completing your wire payment to obtain your Fund account number. Please include your Fund account number on the Account Application and promptly mail the Account Application to us, as no redemptions will be permitted until the Account Application is received.

(3) Checks. Checks should be made payable to "Wilshire Mutual Funds, Inc. — Horace Mann Class Shares" and mailed to:

Wilshire Mutual Funds, Inc.
P.O. Box 218512
Kansas City, MO 64121-9512

If you are sending via overnight courier:

Wilshire Mutual Funds, Inc.
c/o DST Systems, Inc.
333 W. 11th Street
Kansas City, MO 64105

Your initial investment should be accompanied by a completed and signed Account Application. No investment may be made with third party checks, credit cards, credit card checks, cash, traveler's checks, money orders, bank drafts and/or cashier's checks.

How to Sell Fund Shares

You may sell your shares back to the Fund (known as redeeming shares) on any business day without a redemption fee. Please note that the Company seeks to prohibit short-term trading, as described under "Right to Reject Purchase or Exchange Orders" below, and if you redeem newly purchased shares, the Company reserves the right to reject any further purchase orders from you. The Fund may temporarily stop redeeming its shares when the NYSE is closed or when trading on the NYSE is restricted, when an emergency exists and the Fund cannot sell its shares or accurately determine the value of its assets, or if the SEC orders the Fund to suspend redemptions. We reserve the right to impose a redemption fee in the future.

You may redeem your shares in the Fund as follows:

(1) By Telephone. You may redeem your shares by telephone if you have checked the appropriate box on your Account Application or you have filed a Shareholder Services Form with us authorizing telephone redemption. Call 1-888-200-6796 with your account number, the amount of redemption and instructions as to how you wish to receive your funds.

- **Telephone Redemption by Check.** We will make checks payable to the name in which the account is registered and normally will mail the check to you at your address of record within seven days after we receive your request. Any request for redemption proceeds made within 60 days of changing your address of record must be in writing with the signature guaranteed.
- **Telephone Redemption by Wire.** We accept telephone requests for wire redemptions of at least \$1,000 for the Fund. We will send a wire to either a bank designated on your Account Application or in a subsequent letter with a

guaranteed signature. Your designated bank must be a member of the Federal Reserve System or a correspondent bank. We normally wire proceeds on the next business day after we receive your request.

- **Automated Clearing House (ACH) Redemptions.** Redemption proceeds can be sent to your bank account by ACH transfer. You can elect this option by completing the appropriate section of the Account Application. There is no minimum per ACH transfer.

(2) By Mail. You may also sell your shares by mailing a request to Wilshire Mutual Funds, Inc. — Horace Mann Class Shares, c/o DST Systems, Inc., P.O. Box 219512, Kansas City, MO 64121-9512. If you are mailing by overnight courier, send the request to Wilshire Mutual Funds, Inc., c/o DST Systems, Inc., 333 W. 11th Street, Kansas City, MO 64105. We normally will mail a check to you at your address of record within seven days after we receive your request. Your letter should state that you are redeeming Horace Mann Class Shares of the Wilshire 5000 Indexsm Fund, the dollar amount or number of shares you are redeeming and your account number. You must sign the letter in exactly the same way the account is registered and if there is more than one owner of shares, all owners must sign. We require a signature guarantee for each signature on your redemption letter (i) if you redeem more than \$50,000, (ii) if proceeds are to be paid to someone other than the registered holder of shares, or (iii) if the investor's address of record has changed within the past 60 days.

Signature Guarantees. A signature guarantee is a widely accepted way to protect shareholders by verifying a signature in certain circumstances. If required, a signature guarantee can be obtained from any of the following institutions: a national or state bank, a trust company, a federal savings and loan association, or a broker-dealer that is a member of a national securities exchange. A notarized signature is not sufficient.

Involuntary Redemption. We may redeem all shares in your account if their value falls below \$500 as a result of redemptions (but not as a result of a decline in their net asset value ("NAV")). We will notify you in writing and give you 45 days to increase the value of your account to at least \$500.

Redemption Proceeds. You cannot redeem shares until we have received your Account Application. If you purchased your shares by check, you may not redeem shares until the check clears, which may take up to 15 business days following purchase. Although we will delay the processing of the redemption until the check clears, your shares will be valued at the next determined NAV after we receive your redemption order.

The Fund may pay your redemption proceeds wholly or partly in securities. This would happen only in the rare instance that Wilshire and LA Capital believe it would be in the Fund's best interests not to pay redemption proceeds in cash. When you sell these securities you will pay brokerage commissions.

If you choose to receive distributions in cash and distribution checks are returned as undeliverable, or remain uncashed for six months, we will change your account so that all future distributions are reinvested in the Fund. Checks that remain uncashed for six months will be canceled and the money reinvested in the Fund. No interest is paid during the time a redemption check is outstanding.

Telephone Transactions. If you authorize telephone transactions, bear in mind that you may be responsible for any fraudulent telephone transaction in your account so long as the Company and its service providers follow reasonable procedures to protect against unauthorized transactions. All telephone calls are recorded for your protection and you will be asked for information to verify your identification. If you are unable to reach us by telephone (for example, after normal business hours or during periods of unusual market activity), consider placing your order by mail.

Pricing of Shares

When you purchase Horace Mann Class Shares of the Fund, the price you pay per share is the NAV of the shares next determined after we receive your purchase order in good order. Similarly, the price you receive when you redeem your shares is the NAV of the shares next determined after we receive your redemption request in good order. We calculate the NAV per share at the close of regular trading on the NYSE (generally, 4:00 p.m. Eastern time) on each business day. NAV per share is calculated by adding the value of the individual securities and other assets held by the Fund and attributable to the Horace

Mann Class Shares, subtracting the liabilities of the Horace Mann Class Shares, and dividing by the total number of Horace Mann Class Shares outstanding.

A security listed or traded on a domestic exchange is valued at its last sales price on the exchange where it is principally traded. In the absence of a current quotation, the security is valued at the mean between the last bid and asked prices on the exchange. Securities traded on the Nasdaq system are valued at the Nasdaq official closing price. If there is no Nasdaq official closing price available, the most recent bid quotation is used. Securities traded over-the-counter (other than on Nasdaq) are valued at the last current sale price. Equity securities primarily traded on a foreign exchange or market are valued daily at the price, which is an estimate of the fair value price, as provided by an independent pricing service. Debt securities that have a remaining maturity of 60 days or less are valued at prices supplied by the Company's pricing agent, if available, and otherwise are valued at amortized cost. When market quotations are not readily available, securities are valued according to procedures established by the Board or are valued at fair value as determined in good faith by the Pricing Committee, whose members include at least two representatives of the Adviser, one of whom is an officer of the Company or the Company's Valuation Committee. Securities whose value does not reflect fair value because a significant valuation event has occurred may be valued at fair value by the Pricing Committee or the Valuation Committee. The value of fair valued securities may be different from the last sales price (or the mean between the last bid and asked prices), and there is no guarantee that a fair valued security will be sold at the price at which the Fund is carrying the security.

Anti-Money Laundering Program

The Company is required to comply with various federal anti-money laundering laws and regulations. Consequently, the Company may be required to hold the account of an investor if the investor appears to be involved in suspicious activity or if certain account information matches information on government lists of known terrorists or other suspicious persons, or the Company may be required to transfer the account or proceeds of the account to a government agency.

Federal law requires the Company to obtain, verify and record identifying information, which may include the name, street address, date of birth, taxpayer identification number or other identifying information for investors who open an account with the Fund. The Company may also ask to see other identifying documents. Applications without this information may not be accepted and orders will not be processed. The Company reserves the right to place limits on transactions in any account until the identity of the investor is verified; to refuse an investment in the Fund or involuntarily redeem an investor's shares and close an account in the event that an investor's identity is not verified; or suspend the payment of withdrawal proceeds if it is deemed necessary to comply with anti-money laundering regulations. The Company and its agents will not be responsible for any loss resulting from the investor's delay in providing all required identifying information or from closing an account and redeeming an investor's shares when an investor's identity cannot be verified.

Right to Reject Purchase Orders

You should make purchases for investment purposes only. Short-term or other excessive trading into and out of the Fund may harm performance by disrupting portfolio management strategies and by increasing expenses. Accordingly, the Board has adopted a policy pursuant to which the Company attempts to prohibit market timing. The Company does not accommodate market timing and reserves the right to restrict, reject or cancel, without any prior notice, any purchase order, including transactions representing excessive trading. In general, the Company considers redemptions of shares within five days of a purchase to be excessive, although exceptions may be made for certain redemptions that do not indicate market timing strategies, such as portfolio rebalancing programs of institutional investors and systematic withdrawal programs, subject to approval by the Company's Chief Compliance Officer. To the extent practicable, such restrictions are applicable to omnibus accounts, as well as accounts held by shareholders directly with the Company. Wilshire contractually requires that financial intermediaries which hold omnibus accounts in the Fund provide best efforts in assisting Wilshire in determining whether any market timing activity is occurring, and allowing Wilshire to reject trades from any individuals engaging in what it deems to be excessive trading.

Shareholders seeking to engage in excessive trading practices may use a variety of strategies to avoid detection and, despite the efforts of the Company to prevent excessive trading, there is no guarantee that the Company or its agents will be able to identify such shareholders or curtail their trading practices. The ability of the Company and its agents to detect and curtail excessive trading practices may also be limited by operational systems and technological limitations.

DIVIDEND AND DISTRIBUTION INFORMATION

The Fund intends to pay any dividends and capital gain distributions at least once a year. Dividends or capital gains distributions of the Fund will be automatically reinvested at NAV in additional Horace Mann Class Shares of the Fund or you may elect to receive them in cash. This election will be made at the time you complete your Account Application. You may change this election by notifying us in writing at any time before the record date for a particular dividend or distribution. There are no sales or other charges for the reinvestment of dividends and capital gains distributions. There is no fixed dividend rate, and there can be no assurance that the Fund will pay any dividends or realize any capital gains. Dividends and distributions may differ for different classes of shares of the Fund.

The value of your Horace Mann Class Shares will be reduced by the amount of any dividends and distributions. If you purchase shares shortly before the record date for a dividend or distribution of capital gains, you will pay the full price for the shares and receive some portion of the price back as a taxable dividend or distribution.

FEDERAL INCOME TAX INFORMATION

The Fund's distributions will consist of net investment income and capital gains, which are generally taxable to you at different rates depending on the length of time the Fund holds its assets. Dividends out of net investment income and distributions of realized short-term capital gains are taxable to you as ordinary income. Distributions of net long-term capital gains are taxable to you at long-term capital gain rates. The Fund's distributions may be subject to federal, state or local taxes whether you receive them in cash or reinvest them in additional shares of the Fund. Foreign shareholders may be subject to special withholding requirements.

This summary of federal income tax consequences is intended as general information only. You should consult a tax adviser concerning the tax consequences of your investment in the Fund in light of your particular circumstances.

FINANCIAL HIGHLIGHTS

The following financial highlights table is intended to help you understand the financial performance of the Horace Mann Class Shares of the Fund for the past five years. Certain information reflects the financial performance of a single share of the Fund. The total returns in the table represent the rate that an investor would have earned or lost on an investment in the Fund (assuming reinvestment of all dividends and distributions). This information has been audited by PricewaterhouseCoopers, LLP, independent registered public accounting firm whose report, along with the Fund's financial statements and related notes, is included in the annual report, which is available on request.

Wilshire 5000 Indexsm Fund

For a Fund Share Outstanding Throughout Each Period.

	Horace Mann Class Shares				
	Year Ended 12/31/08	Year Ended 12/31/07	Year Ended 12/31/06	Year Ended 12/31/05	Year Ended 12/31/04
Net asset value, beginning of period.....	\$ 12.38	\$ 11.99	\$ 10.57	\$ 10.08	\$ 9.15
Income/(loss) from investment operations:					
Net investment income ⁽¹⁾	0.15	0.14	0.12	0.08	0.08
Net realized and unrealized gain/(loss) on investments..	(4.75)	0.41	1.39	0.47	0.95
Total from investment operations	<u>(4.60)</u>	<u>0.55</u>	<u>1.51</u>	<u>0.55</u>	<u>1.03</u>
Less distributions:					
From net investment income	(0.12)	(0.16)	(0.09)	(0.06)	(0.10)
Total distributions	<u>(0.12)</u>	<u>(0.16)</u>	<u>(0.09)</u>	<u>(0.06)</u>	<u>(0.10)</u>
Net asset value, end of period.....	<u>\$ 7.66</u>	<u>\$ 12.38</u>	<u>\$ 11.99</u>	<u>\$ 10.57</u>	<u>\$ 10.08</u>
Total return	<u>(37.08)%</u>	<u>4.60%</u>	<u>14.32%</u>	<u>5.49%</u>	<u>11.23%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of period (in 000's).....	\$ 952	\$ 1,593	\$ 1,817	\$ 1,891	\$ 1,964
Operating expenses excluding custody earnings credit...	0.82%	0.74%	0.77%	0.89%	0.97%
Operating expenses including reimbursement/waiver/custody earnings credit	0.82%	0.74%	0.77%	0.89%	0.97%
Operating expenses excluding reimbursement/waiver/custody earnings credit	0.82%	0.74%	0.77%	0.89%	0.97%
Net investment income	1.41%	1.14%	1.05%	0.82%	0.87%
Portfolio turnover rate	52%	60%	69%	46%	31%

⁽¹⁾ The selected per share data was calculated using the average shares outstanding method for the period.

