

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

ROYCE VALUE TRUST INC
Form N-CSRS/A
October 01, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM N-CSR

CERTIFIED AMENDED REPORT
OF
REGISTERED MANAGEMENT INVESTMENT COMPANIES

Investment Company Act file number: 811-04875

Name of Registrant: Royce Value Trust, Inc.

Address of Registrant: 1414 Avenue of the Americas
New York, NY 10019

Name and address of agent for service: John E. Denneen, Esquire
1414 Avenue of the Americas
New York, NY 10019

Registrant's telephone number, including area code: (212) 486-1445

Date of fiscal year end: December 31

Date of reporting period: January 1, 2003 - June 30, 2003

ITEM 1: REPORTS TO SHAREHOLDERS

ROYCE VALUE TRUST, INC.

SCHEDULE OF INVESTMENTS

JUNE 30, 2003 (UNAUDITED)

COMMON STOCKS - 91.1%

	SHARES	VALUE
	-----	-----
CONSUMER PRODUCTS - 7.0%		
Apparel and Shoes - 2.5%		
Jones Apparel Group (a)	81,500	\$ 2,384,690
K-Swiss Cl. A	119,000	4,107,880
Nautica Enterprises (a)	83,700	1,073,871
Oshkosh B'Gosh Cl. A	104,300	2,816,100
Polo Ralph Lauren Cl. A	150,000	3,868,500
Timberland Company Cl. A (a)	10,000	528,600
WEYCO GROUP	112,664	5,183,671
Wolverine World Wide	94,400	1,818,144

		21,781,456

Collectibles - 0.2%		
The Boyds Collection (a)	234,200	1,103,082
Enesco Group (a)	117,200	867,280

		1,970,362

Food/Beverage/Tobacco - 0.6%

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

800 JR Cigar (a,e)	172,400	2,241,200
Hain Celestial Group (a)	37,800	604,422
Hershey Creamery	709	1,772,500
Lancaster Colony	16,900	653,354

		5,271,476

Home Furnishing/Appliances - 1.1%		
Bassett Furniture Industries	116,675	1,549,444
Falcon Products (a,c)	782,600	3,310,398
La-Z-Boy (d)	68,200	1,526,316
Lifetime Hoan (d)	295,327	2,250,392
Natuzzi ADR (b)	62,200	498,844

		9,135,394

Publishing - 0.5%		
Martha Stewart Living Omnimedia Cl. A (a,d)	6,000	56,340
Scholastic Corporation (a)	130,000	3,871,400

		3,927,740

Sports and Recreation - 0.7%		
Callaway Golf	35,000	462,700
Coachmen Industries	67,700	809,015
Fleetwood Enterprises (a,d)	234,300	1,733,820
Monaco Coach (a)	141,050	2,162,296
Thor Industries	22,100	902,122

		6,069,953

Other Consumer Products - 1.4%		
Blyth	54,700	1,487,840
Burnham Corporation Cl. B	18,000	859,500
Fossil (a)	15,000	353,400
Lazare Kaplan International (a)	103,600	600,880
Matthews International Cl. A	196,000	4,852,960
Oakley (a)	243,100	2,861,287
Scotts (The) Cl. A (a)	20,000	990,000

		12,005,867

TOTAL (Cost \$42,721,425)		60,162,248
		=====
CONSUMER SERVICES - 5.1%		
Leisure/Entertainment - 0.5%		
Ascent Media Group Cl. A (a,d)	380,900	472,316
Corus Entertainment Cl. B (a,d)	22,000	370,920
Gemstar-TV Guide International (a)	215,100	1,094,859
Hasbro	50,000	874,500
Magna Entertainment Cl. A (a)	198,800	994,000
Shuffle Master (a,d)	5,000	146,950
TiVo (a)	17,000	209,950

		4,163,495

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Restaurants/Lodgings - 1.4%		
Benihana Cl. A (a,d)	57,500	759,000
CEC Entertainment (a)	30,000	1,107,900
Four Seasons Hotels (d)	80,000	3,460,800
IHOP CORPORATION (d)	161,700	5,104,869
Jack in the Box (a)	10,000	223,000
Prime Hospitality (a,d)	106,100	711,931
Ryan's Family Steak Houses (a,d)	48,900	684,600

		12,052,100

Retail Stores - 2.3%		
Big Lots (a)	307,200	4,620,288
Charming Shoppes (a,d)	803,400	3,992,898
Claire's Stores	127,700	3,238,472
Payless ShoeSource (a)	289,600	3,620,000
Stein Mart (a)	192,800	1,154,872
Urban Outfitters (a,d)	83,800	3,008,420

		19,634,950

Other Consumer Services - 0.9%		
ITT Educational Services (a)	120,000	3,510,000
Sotheby's Holdings Cl. A (a,d)	540,200	4,019,088
Strayer Education	10,000	794,500

		8,323,588

TOTAL (Cost \$42,102,506)		44,174,133
		=====
FINANCIAL INTERMEDIARIES - 9.3%		
Banking - 2.3%		
BOK Financial (a)	125,561	4,842,888
Farmers & Merchants Bank of Long Beach	1,266	4,665,210
First National Bank Alaska	2,130	3,197,130
Mechanics Bank	200	3,500,000
Mercantile Bankshares	20,000	787,600
NetBank	70,000	921,200
Oriental Financial Group	79,750	2,048,777

		19,962,805

Insurance - 6.3%		
Argonaut Group (a)	187,000	2,305,710
ERIE INDEMNITY COMPANY CL. A	169,900	7,008,375
Everest Re Group	12,600	963,900
Fidelity National Financial	12,843	395,051
First American	31,700	835,295
Leucadia National	51,500	1,911,680
Markel Corporation (a)	4,200	1,075,200
Montpelier Re Holdings (a)	53,000	1,674,800
NYMAGIC	85,200	1,726,152
Navigators Group (a)	83,200	2,481,024
PICO Holdings (a)	154,300	2,005,900
PMA Capital Cl. A (d)	231,700	2,912,469
PXRE Group	176,551	3,495,710
Philadelphia Consolidated Holding (a)	35,000	1,414,000
The Phoenix Companies (d)	81,900	739,557
PROASSURANCE CORPORATION (a)	202,070	5,453,869

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

RLI	118,724	3,906,020
Reinsurance Group of America (d)	30,000	963,000
Trenwick Group (a,d)	212,260	65,801
Wesco Financial	9,850	3,073,200

38

ROYCE VALUE TRUST, INC.

SCHEDULE OF INVESTMENTS JUNE 30, 2003 (UNAUDITED)

	SHARES	VALUE
	-----	-----
FINANCIAL INTERMEDIARIES (CONTINUED)		
Insurance (continued)		
WHITE MOUNTAINS INSURANCE GROUP (d)	16,900	\$ 6,675,500
Zenith National Insurance (d)	106,900	3,046,650

		54,128,863

Securities Brokers - 0.6%		
E*TRADE Group (a)	575,000	4,887,500
Knight Trading Group (a)	115,000	715,300

		5,602,800

Other Financial Intermediaries - 0.1%		
Chicago Mercantile Exchange (d)	10,000	696,300

TOTAL (Cost \$50,876,045)		80,390,768
		=====
FINANCIAL SERVICES - 6.2%		
Information and Processing - 2.1%		
BARRA (a)	42,200	1,506,540
eFunds Corporation (a)	167,675	1,933,293
FACTSET RESEARCH SYSTEMS (d)	140,000	6,167,000
Fair Isaac	5,190	267,025
Global Payments	61,500	2,183,250
Moody's Corporation	50,000	2,635,500
National Processing (a,d)	20,000	321,600
SEI Investments	93,200	2,982,400

		17,996,608

Insurance Brokers - 1.0%		
Brown & Brown	20,000	650,000
Crawford & Co. Cl. A	297,350	1,442,147
Crawford & Co. Cl. B	75,300	369,723
Gallagher (Arthur J.) & Company	106,200	2,888,640
Hilb, Rogal & Hamilton	105,550	3,592,922

		8,943,432

Investment Management - 2.7%		

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Affiliated Managers Group (a,d)	60,000	3,657,000
Alliance Capital Management Holding L.P.	139,000	5,073,500
BKF Capital Group (a)	94,000	2,052,020
BlackRock Cl. A (a,d)	35,000	1,576,400
Eaton Vance	80,200	2,534,320
Federated Investors Cl. B	35,000	959,700
Neuberger Berman (d)	105,000	4,190,550
Nuveen Investments Cl. A	119,200	3,247,008

		23,290,498

Other Financial Services - 0.4%		
PRG-Schultz International (a,d)	284,200	1,676,780
Van der Moolen Holding ADR (b)	119,000	1,642,200

		3,318,980

TOTAL (Cost \$37,351,067)		53,549,518
		=====
HEALTH - 8.1%		
Commercial Services - 1.5%		
IDEXX Laboratories (a)	104,100	3,506,088
PAREXEL International (a,d)	277,700	3,873,915
Pharmaceutical Product Development (a)	10,000	287,300
Quintiles Transnational (a)	130,300	1,848,957
Sybron Dental Specialties (a,d)	21,000	495,600
The TriZetto Group (a)	190,200	1,148,808
Young Innovations (a)	77,550	2,210,175

		13,370,843

Drugs and Biotech - 2.3%		
Abgenix (a,d)	38,000	398,620
Affymetrix (a,d)	96,600	\$ 1,903,986
Antigenics (a,d)	38,500	443,520
Applera Corporation - Celera		
Genomics Group (a)	199,200	2,055,744
Biopure Corporation Cl. A (a,d)	43,200	263,952
BioSource International (a)	1,600	11,040
Celgene Corporation (a)	40,000	1,216,000
Cephalon (a)	4,900	201,684
Cerus Corporation (a)	21,700	163,401
Chiron Corporation (a)	21,800	953,096
DUSA Pharmaceuticals (a)	79,700	200,047
Endo Pharmaceuticals Holdings (a)	120,000	2,030,400
Genzyme Corporation - General Division (a)	28,000	1,170,400
Human Genome Sciences (a)	90,000	1,144,800
IDEC Pharmaceuticals (a,d)	28,100	955,400
Invitrogen Corporation (a)	40,000	1,534,800
Lexicon Genetics (a)	256,200	1,719,102
Millennium Pharmaceuticals (a)	50,000	786,500
Perrigo Company	169,900	2,657,236
Shire Pharmaceuticals Group ADR (a,b)	20,853	410,804

		20,220,532

Health Services - 1.3%		
Accredo Health (a)	8,705	189,769
Albany Molecular Research (a)	65,000	981,500
First Consulting Group (a)	315,900	1,475,253

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Gene Logic (a,d)	138,100	824,457
Gentiva Health Services (a)	30,150	271,350
Health Management Associates Cl. A	27,400	505,530
+IMPATH (a,d)	93,000	1,315,020
Lincare Holdings (a)	24,600	775,146
Manor Care (a)	58,300	1,458,083
MedQuist (a)	73,893	1,495,594
On Assignment (a)	293,200	1,172,800
Quovadx (a)	168,400	503,516

		10,968,018

Personal Care - 0.6%		
Ocular Sciences (a,d)	177,500	3,523,375
Regis	57,200	1,661,660

		5,185,035

Surgical Products and Devices - 2.4%		
Allied Healthcare Products (a)	60,000	214,200
ARROW INTERNATIONAL	151,100	6,671,065
CONMED Corporation (a)	38,500	703,010
Datascope	34,000	1,009,460
Diagnostic Products	25,000	1,026,250
Haemonetics (a)	92,900	1,737,230
Invacare	100,000	3,300,000
Novoste (a)	66,500	399,000
STERIS (a)	48,600	1,122,174
Varian Medical Systems (a)	60,800	3,500,256
Zoll Medical (a)	20,200	677,912

		20,360,557

TOTAL (Cost \$60,623,736)		70,104,985
		=====
INDUSTRIAL PRODUCTS - 13.4%		
Building Systems and Components - 1.1%		
Decker Manufacturing	6,022	198,726
Preformed Line Products Company	131,600	1,928,598
SIMPSON MANUFACTURING (a,d)	190,400	6,968,640

		9,095,964

39

ROYCE VALUE TRUST, INC.

SCHEDULE OF INVESTMENTS

JUNE 30, 2003 (UNAUDITED)

	SHARES	VALUE
	-----	-----
INDUSTRIAL PRODUCTS (CONTINUED)		
Construction Materials - 1.8%		
ASH GROVE CEMENT COMPANY CL. B	50,518	\$ 5,961,124
ElkCorp	25,000	562,500

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

FLORIDA ROCK INDUSTRIES	153,800	6,348,864
Oregon Steel Mills (a)	247,900	718,910
Synalloy Corporation (a,c)	345,000	1,873,350

		15,464,748

Industrial Components - 1.8%		
Bel Fuse Cl. A	53,200	1,090,600
Belden (d)	95,800	1,522,262
C & D Technologies	50,000	718,000
Donaldson Company	26,000	1,155,700
Kaydon Corporation	171,200	3,560,960
Penn Engineering & Manufacturing	251,600	3,434,340
Penn Engineering & Manufacturing Cl. A	77,600	942,064
PerkinElmer	135,000	1,864,350
Powell Industries (a)	57,400	840,336
Woodhead Industries	45,400	568,408

		15,697,020

Machinery - 3.5%		
Cognex Corporation (a)	163,400	3,651,990
COHERENT (a)	233,700	5,534,016
Federal Signal (d)	58,600	1,029,602
Graco	26,550	849,600
Lincoln Electric Holdings	237,880	4,855,131
National Instruments (a,d)	41,100	1,552,758
Nordson Corporation	172,200	4,106,970
Oshkosh Truck	13,000	771,160
PAXAR Corporation (a)	370,100	4,071,100
Woodward Governor	83,600	3,594,800

		30,017,127

Paper and Packaging - 0.4%		
Peak International (a)	408,400	1,816,972
Sealed Air (a)	34,000	1,620,440

		3,437,412

Pumps, Valves and Bearings - 0.7%		
Baldor Electric	62,900	1,295,740
ConBraCo Industries	7,630	587,510
Denison International ADR (a,b)	79,400	1,528,450
Franklin Electric	23,600	1,313,340
NN	127,100	1,609,086

		6,334,126

Specialty Chemicals and Materials - 1.2%		
Arch Chemicals	38,200	729,620
CFC International (a)	123,500	666,900
Commercial Metals	5,000	88,950
Hawkins	301,278	3,018,806
MACDERMID	211,631	5,565,895

		10,070,171

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Textiles - 0.4%		
Fab Industries (a)	209,800	1,930,160
Unifi (a)	285,100	1,767,620

		3,697,780

Other Industrial Products - 2.5%		
BHA Group Holdings	187,252	3,709,462
Brady Corporation Cl. A	129,400	4,315,490
Diebold	100,000	4,325,000
IMPCO Technologies (a)	15,500	95,480
KIMBALL INTERNATIONAL CL. B	334,880	5,224,128
Maxwell Technologies (a,d)	21,500	123,840
Myers Industries	52,727	500,907
Peerless Mfg. (a,c)	158,600	1,752,530
Quantum Fuel Systems Technologies		
Worldwide (a,d)	15,500	34,565
Steelcase Cl. A (d)	82,500	970,200
Trinity Industries (d)	20,000	370,200

		21,421,802

TOTAL (Cost \$83,669,214)		115,236,150
		=====
INDUSTRIAL SERVICES - 13.4%		
Advertising/Publishing - 0.7%		
Catalina Marketing (a,d)	60,000	1,059,000
Cordiant Communications Group ADR (a,b)	100,000	28,000
Grey Global Group	3,817	2,948,671
Interpublic Group of Companies (a)	155,000	2,073,900

		6,109,571

Commercial Services - 5.0%		
ABM Industries (d)	119,200	1,835,680
ALLIED WASTE INDUSTRIES (a)	569,800	5,726,490
Carlisle Holdings (a)	204,900	676,170
Central Parking (d)	171,400	2,118,504
Convergys Corporation (a)	156,000	2,496,000
Core Laboratories (a)	125,200	1,352,160
Cornell Companies (a)	124,400	1,883,416
Covance (a)	132,700	2,401,870
Hewitt Associates Cl. A (a)	40,000	942,000
+Hudson Highland Group (a,d)	11,174	212,418
iGATE Corporation (a)	144,500	501,415
Iron Mountain (a)	127,450	4,727,120
Korn/Ferry International (a)	189,400	1,534,140
Learning Tree International (a,d)	53,400	834,642
MPS Group (a)	539,300	3,710,384
Manpower	55,800	2,069,622
Metro One Telecommunications (a,d)	25,000	129,000
Monster Worldwide (a)	149,000	2,939,770
New Horizons Worldwide (a)	136,500	584,220
RemedyTemp Cl. A (a,d)	78,500	724,555
Renaissance Learning (a,d)	10,000	219,000
Spherion Corporation (a)	109,000	757,550
TRC Companies (a,d)	53,000	782,280
United Stationers (a)	23,000	831,910

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Wackenhut Corrections (a)	21,100	289,281
Watson Wyatt & Company Holdings Cl. A (a)	45,000	1,043,100
West Corporation (a)	75,000	1,998,750
		43,321,447
Engineering and Construction - 0.5%		
EMCOR Group (a)	15,000	740,400
Jacobs Engineering Group (a)	20,000	843,000
McDermott International (a)	71,000	449,430
Washington Group International (a)	100,000	2,196,000
		4,228,830
Food/Tobacco Processors - 0.9%		
FARMER BROS.	15,000	5,089,350
MGP Ingredients	321,200	2,805,682
		7,895,032

40

ROYCE VALUE TRUST, INC.

SCHEDULE OF INVESTMENTS JUNE 30, 2003 (UNAUDITED)

	SHARES	VALUE
	-----	-----
INDUSTRIAL SERVICES (CONTINUED)		
Industrial Distribution - 1.1%		
Central Steel & Wire	3,699	\$ 1,387,125
RITCHIE BROS. AUCTIONEERS (a)	155,200	5,976,752
Strategic Distribution (a)	115,000	1,870,015
		9,233,892
Printing - 1.5%		
Bowne & Co.	383,100	4,991,793
Ennis Business Forms	62,700	912,285
Moore Wallace (a)	90,700	1,331,476
NEW ENGLAND BUSINESS SERVICE	178,300	5,349,000
		12,584,554
Transportation and Logistics - 3.1%		
Airborne	100,000	2,090,000
AirNet Systems (a)	219,000	886,950
Atlas Air Worldwide Holdings (a,d)	210,000	308,700
Brink's Company (The)	137,278	2,000,140
C. H. Robinson Worldwide	40,000	1,422,400
CNF	62,600	1,588,788
Continental Airlines Cl. B (a,d)	150,000	2,245,500
EGL (a,d)	198,525	3,017,580

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Forward Air (a,d)	148,000	3,754,760
Frozen Food Express Industries (a)	306,635	968,967
Hub Group Cl. A (a)	77,000	676,060
Landstar System (a)	33,800	2,124,330
Patriot Transportation Holding (a)	136,300	3,842,297
UTI Worldwide	45,000	1,403,550

		26,330,022

Other Industrial Services - 0.6%		
Landauer	117,900	4,931,757
Republic Services (a)	18,600	421,662

		5,353,419

TOTAL (Cost \$90,768,813)		115,056,767
		=====
NATURAL RESOURCES - 6.6%		
Energy Services - 2.7%		
Carbo Ceramics (d)	105,600	3,933,600
ENSCO International	6,443	173,317
Global Industries (a)	119,500	575,990
Hanover Compressor Company (a)	175,000	1,977,500
Helmerich & Payne	98,400	2,873,280
Input/Output (a)	540,100	2,905,738
Precision Drilling (a)	37,500	1,416,000
TETRA Technologies (a)	49,000	1,452,850
Tidewater	21,600	634,392
Universal Compression Holdings (a)	115,000	2,398,900
Willbros Group (a)	485,600	5,045,384

		23,386,951

Oil and Gas - 2.0%		
Tom Brown (a)	76,000	2,112,040
+Chesapeake Energy (d)	73,000	737,300
Cimarex Energy (a)	138,170	3,281,537
Denbury Resources (a)	352,600	4,735,418
EOG Resources	5,000	209,200
EnCana Corporation	21,638	830,250
Husky Energy	85,000	1,097,179
PetroCorp (a)	154,900	1,727,135
Prima Energy (a)	17,500	365,400
Toreador Resources (a)	100,300	301,903
Veritas DGC (a)	123,000	1,414,500
Vintage Petroleum	48,300	544,824

		17,356,686

Precious Metals and Mining - 0.7%		
AngloGold ADR (b,d)	111,900	3,569,610
Glamis Gold (a)	115,000	1,319,050
Gold Fields ADR (b)	57,800	704,004
MK Gold (a)	517,900	393,604
Stillwater Mining (a)	60,000	308,400

		6,294,668

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Real Estate - 1.2%		
Alico	52,000	1,283,880
Chelsea Property Group	55,000	2,217,050
Consolidated-Tomoka Land	13,564	340,728
Public Storage	45,000	1,524,150
Trammell Crow Company (a)	432,400	4,587,764

		9,953,572

TOTAL (Cost \$41,719,336)		56,991,877
		=====
TECHNOLOGY - 20.2%		
Aerospace/Defense - 0.9%		
Curtiss-Wright (d)	58,300	3,684,560
Ducommun (a)	117,200	1,652,520
Herley Industries (a)	32,000	543,360
Integral Systems (a)	74,800	1,487,024

		7,367,464

Components and Systems - 5.4%		
Adaptec (a,d)	99,500	774,110
Advanced Digital Information (a)	79,000	789,210
American Power Conversion	231,200	3,604,408
Analogic Corporation	5,000	243,800
Catapult Communications (a)	75,100	797,562
Dionex Corporation (a)	89,000	3,537,750
Excel Technology (a)	168,500	3,846,855
Imation Corporation	35,700	1,350,174
InFocus Corporation (a)	79,000	372,880
KEMET Corporation (a,d)	135,000	1,363,500
Kronos (a)	35,850	1,821,538
Methode Electronics Cl. A	50,000	537,500
Newport Corporation (a,d)	102,600	1,518,480
Pemstar (a,d)	220,000	921,800
Perceptron (a)	397,400	2,384,400
Radiant Systems (a)	47,500	320,150
Rainbow Technologies (a)	116,900	983,129
REMEC (a,d)	214,200	1,490,832
Scitex (a)	245,700	624,078
Storage Technology (a)	90,000	2,316,600
Symbol Technologies	304,900	3,966,749
TTM Technologies (a)	280,500	1,315,545
Technitrol (a)	285,900	4,302,795
Tektronix (a)	65,000	1,404,000
Vishay Intertechnology (a)	83,900	1,107,480
Zebra Technologies Cl. A (a)	62,500	4,699,375

		46,394,700

Distribution - 2.5%		
Anixter International (a,d)	41,900	981,717
Arrow Electronics (a)	316,100	4,817,364
AVNET (a,d)	405,355	5,139,901
Benchmark Electronics (a)	45,400	1,396,504

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

ROYCE VALUE TRUST, INC.

SCHEDULE OF INVESTMENTS JUNE 30, 2003 (UNAUDITED)

	SHARES	VALUE
	-----	-----
TECHNOLOGY (CONTINUED)		
Distribution (continued)		
Brightpoint (a)	11,286	\$ 138,818
Insight Enterprises (a)	71,500	719,290
Plexus (a)	274,600	3,166,138
TECH DATA (a)	200,500	5,355,355

		21,715,087

Internet Software and Services - 0.8%		
CNET Networks (a)	265,400	1,653,442
CryptoLogic (a)	202,000	1,510,960
CyberSource Corporation (a)	10,000	27,400
DoubleClick (a)	166,700	1,541,975
EarthLink (a)	122,700	968,103
+Overture Services (a,d)	5,000	90,650
RealNetworks (a)	85,400	579,012
+Satyam Computer Services ADR (b,d)	20,000	198,600
Stamps.com (a)	80,300	385,440
Vastera (a)	15,000	89,550

		7,045,132

IT Services - 4.3%		
American Management Systems (a)	331,900	4,739,532
Answerthink (a)	655,000	1,264,150
BearingPoint (a)	486,000	4,689,900
CIBER (a)	70,000	491,400
Covansys Corporation (a)	251,600	772,412
DiamondCluster International Cl. A (a)	288,900	1,071,819
Forrester Research (a)	91,500	1,496,940
Gartner Cl. A (a)	166,000	1,258,280
CGI Group Cl. A (a)	106,700	642,334
KEANE (a)	497,000	6,774,110
MAXIMUS (a,d)	113,000	3,122,190
Perot Systems Cl. A (a)	165,100	1,875,536
QRS Corporation (a)	57,500	304,750
Sapient Corporation (a)	1,124,400	3,114,588
Syntel (a)	72,400	1,138,852
Unisys Corporation (a)	325,000	3,991,000

		36,747,793

Semiconductors and Equipment - 2.9%		
Artisan Components (a)	15,000	339,150
BE Semiconductor Industries (a)	58,000	310,300
Credence Systems (a)	10,600	89,782
Cymer (a,d)	14,500	464,145
DSP Group (a)	115,000	2,475,950
DuPont Photomasks (a)	35,000	659,050
Electroglas (a,d)	281,700	369,027

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Exar Corporation (a)	92,300	1,461,109
Fairchild Semiconductor Cl. A (a)	183,000	2,340,570
GlobespanVirata (a)	85,000	701,250
Helix Technology (d)	51,900	686,637
Integrated Circuit Systems (a,d)	135,000	4,243,050
Intevac (a,d)	216,650	1,455,888
Kulicke & Soffa Industries (a)	105,800	676,062
Lattice Semiconductor (a)	264,000	2,172,720
Mentor Graphics (a,d)	225,700	3,268,136
National Semiconductor (a)	43,200	851,904
Novellus Systems (a)	12,000	439,452
NVIDIA Corporation (a)	14,000	322,140
ParthusCeva (a)	31,666	258,078
Semitool (a)	50,000	246,500
Veeco Instruments (a,d)	65,000	1,106,950

		24,937,850

Software - 1.9%		
Adobe Systems	30,000	962,100
ANSYS (a)	45,500	1,415,050
Aspen Technology (a,d)	27,100	130,080
Autodesk	251,000	4,056,160
Business Objects ADR (a,b,d)	25,500	559,725
JDA Software Group (a)	149,900	1,677,381
MRO Software (a)	46,000	396,980
MSC.Software (a,d)	42,600	287,124
Macromedia (a)	61,600	1,296,064
Manugistics Group (a,d)	49,200	202,212
Novell (a)	146,000	449,680
Phoenix Technologies (a,d)	40,900	231,085
Progress Software (a)	50,500	1,046,865
SPSS (a)	107,500	1,799,550
Transaction Systems Architects Cl. A (a)	237,300	2,126,208

		16,636,264

Telecommunication - 1.5%		
ADC Telecommunications (a)	113,000	263,064
ADTRAN (a)	40,000	2,040,800
Allegiance Telecom (a,d)	2,016,700	110,918
Anaren (a,d)	30,000	281,100
Andrew Corporation (a)	30,000	276,000
Arris Group (a,d)	70,000	347,200
Comverse Technology (a)	30,000	450,900
Globecomm Systems (a)	233,700	766,536
IDT Corporation (a,d)	25,000	447,500
IDT Corporation Cl. B (a)	40,000	704,000
Inet Technologies (a)	65,000	648,050
Level 3 Communications (a,d)	408,400	2,711,776
Liberty Satellite & Technology Cl. A (a,d)	196,530	510,978
PECO II (a)	93,600	58,781
Plantronics (a)	55,100	1,194,017
Polycom (a,d)	37,000	512,820
Sycamore Networks (a)	38,000	145,540
Time Warner Telecom Cl. A (a)	204,000	1,299,480

		12,769,460

TOTAL (Cost \$167,662,238)		173,613,750

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

=====		
UTILITIES - 0.1%		
Southern Union (a)	10,000	169,400

TOTAL (Cost \$132,500)		169,400
=====		
MISCELLANEOUS - 1.7%		
TOTAL (Cost \$11,930,853)		14,181,950
=====		
TOTAL COMMON STOCKS		
(Cost \$629,557,734)		783,631,546
=====		
PREFERRED STOCKS - 0.1%		
Aristotle Corporation 11.00% Conv.	4,800	33,888
SVB Capital I 8.25%	20,000	499,980

TOTAL PREFERRED STOCKS		
(Cost \$531,005)		533,868
=====		

42

ROYCE VALUE TRUST, INC.

SCHEDULE OF INVESTMENTS JUNE 30, 2003 (UNAUDITED)

	PRINCIPAL AMOUNT	VALUE
	-----	-----
CORPORATE BONDS - 0.2%		
Dixie Group 7.00%		
Conv. Sub. Deb. due 5/15/12	\$ 537,000	\$ 322,200
Richardson Electronics 7.25%		
Conv. Sub. Deb. due 12/15/06	1,319,000	1,081,580

TOTAL CORPORATE BONDS		
(Cost \$1,544,984)		1,403,780
=====		
U.S. TREASURY OBLIGATIONS - 3.2%		
U.S. Treasury Notes		
5.625%, due 2/15/06	25,000,000	27,649,425

TOTAL U.S. TREASURY OBLIGATIONS		
(Cost \$27,453,124)		27,649,425
=====		
REPURCHASE AGREEMENT - 5.4%		
State Street Bank & Trust Company,		
0.30% dated 6/30/03, due 7/1/03,		
maturity value \$46,399,387		
(collateralized by U.S. Treasury Notes,		
1.75% due 12/31/04, valued at \$47,329,137)		
(Cost \$46,399,000)		\$ 46,399,000
		=====
TOTAL INVESTMENTS - 100.0%		
(Cost \$705,485,847)		859,617,619

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

LIABILITIES LESS CASH AND OTHER ASSETS -	(396,423)
PREFERRED STOCK	(160,000,000)
NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS	\$ 699,221,196

-
- (a) Non-income producing.
 - (b) American Depository Receipt.
 - (c) At June 30, 2003, the Fund owned 5% or more of the Company's outstanding voting securities thereby making the Company an Affiliated Company as that term is defined in the Investment Company Act of 1940.
 - (d) A portion of these securities were on loan at June 30, 2003. Total market value of loaned securities at June 30, 2003 was \$33,925,944.
 - (e) A security for which market quotations are no longer readily available represents 0.3% of investments. This security has been valued at its fair value under procedures established by the Fund's Board of Directors.
- + New additions in 2003.
BOLD INDICATES THE FUND'S LARGEST 20 EQUITY HOLDINGS IN TERMS OF JUNE 30, 2003 MARKET VALUE.

INCOME TAX INFORMATION: The cost of total investments for Federal income tax purposes was \$709,157,702. At June 30, 2003, net unrealized appreciation for all securities was \$150,459,917, consisting of aggregate gross unrealized appreciation of \$228,856,672 and aggregate gross unrealized depreciation of \$78,396,755. The primary differences in book and tax basis cost is the timing of the recognition of losses on securities sold and amortization of discount for book and tax purposes.

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

ROYCE VALUE TRUST, INC.

STATEMENT OF ASSETS AND LIABILITIES JUNE 30, 2003 (UNAUDITED)

ASSETS:	
Investments at value (identified cost \$659,086,847)	\$813,218,619
Repurchase agreement (at cost and value)	46,399,000
Cash	126
Collateral from brokers on securities loaned	36,246,784
Receivable for investments sold	612,103
Receivable for dividends and interest	929,758
<hr style="border-top: 1px dashed black;"/>	
Total Assets	897,406,379
<hr style="border-top: 1px dashed black;"/>	
LIABILITIES:	
Payable for collateral on securities loaned	36,246,784
Payable for investments purchased	637,532
Payable for investment advisory fee	809,646
Preferred dividends accrued but not yet declared	266,225
Accrued expenses	224,996
<hr style="border-top: 1px dashed black;"/>	

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Total Liabilities	38,185,183

PREFERRED STOCK:	
7.80% Cumulative Preferred Stock - \$0.001 par value, \$25 liquidation value per share; 2,400,000 shares outstanding	60,000,000
7.30% Tax-Advantaged Cumulative Preferred Stock - \$0.001 par value, \$25 liquidation value per share; 4,000,000 shares outstanding	100,000,000

Total Preferred Stock	160,000,000

NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS	\$699,221,196

ANALYSIS OF NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS:	
Par value of Common Stock - \$0.001 per share; 48,820,755 shares outstanding (150,000,000 shares authorized)	\$ 48,821
Additional paid-in capital	566,557,501
Accumulated net investment loss	(895,291)
Accumulated net realized gain on investments	15,009,715
Net unrealized appreciation on investments	154,131,809
Quarterly and accrued distributions	(35,631,359)

Net Assets applicable to Common Stockholders (net asset value per share - \$14.32)	\$699,221,196

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

44

ROYCE VALUE TRUST, INC.

STATEMENT OF OPERATIONS SIX MONTHS ENDED JUNE 30, 2003 (UNAUDITED)

INVESTMENT INCOME:	
Income:	
Dividends	\$ 2,629,376
Interest	851,553

Total income	3,480,929

Expenses:	
Investment advisory fees	4,482,527
Stockholder reports	176,214
Custody and transfer agent fees	104,025
Administrative and office facilities expenses	58,433
Directors' fees	55,391
Professional fees	46,220
Other expenses	70,077

Total expenses	4,992,887
Fees waived by investment advisor	(616,667)

Net expenses	4,376,220

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Net investment income (loss)	(895,291)

REALIZED AND UNREALIZED GAIN ON INVESTMENTS:	
Net realized gain on investments	18,822,862
Net change in unrealized appreciation on investments	84,176,771

Net realized and unrealized gain on investments	102,999,633

NET INCREASE IN NET ASSETS RESULTING FROM INVESTMENT OPERATIONS	102,104,342

DISTRIBUTIONS TO PREFERRED STOCKHOLDERS	(5,990,000)

NET INCREASE IN NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS RESULTING FROM INVESTMENT OPERATIONS	\$ 96,114,342

STATEMENTS OF CHANGES IN NET ASSETS

	Six months ended June 30, 2003 (unaudited)	Year ended December 31, 2002
	-----	-----
INVESTMENT OPERATIONS:		
Net investment loss	\$ (895,291)	\$ (583,347)
Net realized gain on investments	18,822,862	62,933,497
Net change in unrealized appreciation on investments	84,176,771	(156,381,089)

Net increase (decrease) in net assets resulting from investment operations	102,104,342	(94,030,939)

DISTRIBUTIONS TO PREFERRED STOCKHOLDERS:		
Net investment income	-	(581,030)
Net realized gain on investments	-	(11,398,970)
Quarterly distributions*	(5,990,000)	-

Total distributions to Preferred Stockholders	(5,990,000)	(11,980,000)

NET INCREASE (DECREASE) IN NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS RESULTING FROM INVESTMENT OPERATIONS	96,114,342	(106,010,939)

DISTRIBUTIONS TO COMMON STOCKHOLDERS:		
Net investment income	-	(2,981,664)
Net realized gain on investments	-	(58,496,049)
Quarterly distributions*	(29,375,135)	-

Total distributions to Common Stockholders	(29,375,135)	(61,477,713)

CAPITAL STOCK TRANSACTIONS:		
Proceeds from rights offering	54,505,909	-
Reinvestment of distributions to Common Stockholders	17,200,457	39,123,307

Total capital stock transactions	71,706,366	39,123,307

NET INCREASE (DECREASE) IN NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS	138,445,573	(128,365,345)

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS:

Beginning of period	560,775,623	689,140,968
End of period (including accumulated net investment loss of \$895,291 in 2003)	\$699,221,196	\$ 560,775,623

*To be allocated to net investment income and capital gains at year-end.

THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF THESE FINANCIAL STATEMENTS.

45

ROYCE VALUE TRUST, INC.

FINANCIAL HIGHLIGHTS

This table is presented to show selected data for a share of Common Stock outstanding throughout each period, and to assist stockholders in evaluating the Fund's performance for the periods presented.

	Six months ended June 30, 2003 (unaudited)	Years ended December 31,				
		2002	2001	2000	1999	1998
NET ASSET VALUE, BEGINNING OF PERIOD	\$13.22	\$17.31	\$16.56	\$15.77	\$15.72	\$16.56
INVESTMENT OPERATIONS:						
Net investment income (loss)	(0.02)	(0.02)	0.05	0.18	0.26	0.02
Net realized and unrealized gain (loss) on investments	1.97	(2.25)	2.58	2.58	1.65	0.02
Total investment operations	1.95	(2.27)	2.63	2.76	1.91	0.04
DISTRIBUTIONS TO PREFERRED STOCKHOLDERS:						
Net investment income	-	(0.01)	(0.01)	(0.03)	(0.04)	(0.01)
Net realized gain on investments	-	(0.28)	(0.30)	(0.30)	(0.32)	(0.01)
Quarterly distributions*	(0.13)	-	-	-	-	-
Total distributions to Preferred Stockholders	(0.13)	(0.29)	(0.31)	(0.33)	(0.36)	(0.02)
NET INCREASE (DECREASE) IN NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS RESULTING FROM INVESTMENT OPERATIONS	1.82	(2.56)	2.32	2.43	1.55	0.06
DISTRIBUTIONS TO COMMON STOCKHOLDERS:						
Net investment income	-	(0.07)	(0.05)	(0.13)	(0.15)	(0.01)
Net realized gain on investments	-	(1.44)	(1.44)	(1.35)	(1.22)	(0.01)
Quarterly distributions*	(0.65)	-	-	-	-	-
Total distributions to Common Stockholders	(0.65)	(1.51)	(1.49)	(1.48)	(1.37)	(0.02)
CAPITAL STOCK TRANSACTIONS:						
Effect of reinvestment of distributions by						

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Common Stockholders	(0.00)	(0.02)	(0.08)	(0.16)	(0.13)	(0.00)
Effect of rights offering or Preferred Stock offering	(0.07)	-	-	-	-	(0.00)
Total capital stock transactions	(0.07)	(0.02)	(0.08)	(0.16)	(0.13)	(0.00)
NET ASSET VALUE, END OF PERIOD	\$14.32	\$13.22	\$17.31	\$16.56	\$15.77	\$15.77
MARKET VALUE, END OF PERIOD	\$14.94	\$13.25	\$15.72	\$14.438	\$13.063	\$13.063
TOTAL RETURN (a):						
Market Value	18.4%***	(6.9)%	20.0%	22.7%	5.7%	5.7%
Net Asset Value	13.8%***	(15.6)%	15.2%	16.6%	11.7%	11.7%
RATIOS BASED ON AVERAGE NET ASSETS APPLICABLE TO COMMON STOCKHOLDERS:						
Total expenses (b,c)	1.47%**	1.72%	1.61%	1.43%	1.39%	1.39%
Management fee expense	1.30%**	1.56%	1.45%	1.25%	1.18%	1.18%
Other operating expenses	0.17%**	0.16%	0.16%	0.18%	0.21%	0.21%
Net investment income (loss)	(0.30)%**	(0.09)%	0.35%	1.18%	1.47%	1.47%
SUPPLEMENTAL DATA:						
Net Assets Applicable to Common Stockholders, End of Period (in thousands)	\$699,221	\$560,776	\$689,141	\$623,262	\$552,928	\$516,000
Liquidation Value of Preferred Stock, End of Period (in thousands)	\$160,000	\$160,000	\$160,000	\$160,000	\$160,000	\$160,000
Portfolio Turnover Rate	12%	35%	30%	36%	41%	41%
PREFERRED STOCK:						
Total shares outstanding	6,400,000	6,400,000	6,400,000	6,400,000	6,400,000	6,400,000
Asset coverage per share	\$134.25	\$112.62	\$132.68	\$122.38	\$111.40	\$105.00
Liquidation preference per share	\$25.00	\$25.00	\$25.00	\$25.00	\$25.00	\$25.00
Average market value per share:						
7.80% Cumulative (d)	\$26.09	\$26.37	\$25.70	\$23.44	\$24.98	\$25.00
7.30% Tax-Advantaged Cumulative (d)	\$25.60	\$25.82	\$25.37	\$22.35	\$24.24	\$25.00

- (a) The Market Value Total Return is calculated assuming a purchase of Common Stock on the opening of the first business day and a sale on the closing of the last business day of each period reported. Dividends and distributions, if any, are assumed for the purposes of this calculation to be reinvested at prices obtained under the Fund's Distribution Reinvestment and Cash Purchase Plan. Net Asset Value Total Return is calculated on the same basis, except that the Fund's net asset value is used on the purchase and sale dates instead of market value.
- (b) Expense ratios based on total average net assets including liquidation value of Preferred Stock were 1.16%, 1.38%, 1.30%, 1.12%, 1.06% and 1.06% for the periods ended June 30, 2003 and December 31, 2002, 2001, 2000, 1999 and 1998, respectively.
- (c) Expense ratios based on average net assets applicable to Common Stockholders before waiver of fees by the investment adviser would have been 1.67%, 1.82%, 1.65%, 1.51%, 1.48% and 1.34% for the periods ended June 30, 2003 and December 31, 2002, 2001, 2000, 1999 and 1998, respectively.
- (d) The average of month-end market values during the period.

* To be allocated to net investment income and capital gains at year-end.
 ** Annualized.
 *** Not annualized.

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

NOTES TO FINANCIAL STATEMENTS (UNAUDITED)

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Royce Value Trust, Inc. ("the Fund") was incorporated under the laws of the State of Maryland on July 1, 1986 as a diversified closed-end investment company. The Fund commenced operations on November 26, 1986.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

VALUATION OF INVESTMENTS:

Securities are valued as of the close of trading on the New York Stock Exchange (generally 4:00 p.m. Eastern time) on the valuation date. Securities listed on an exchange or on the Nasdaq National Market System (NMS) are valued on the basis of the last reported sale prior to the time the valuation is made or, if no sale is reported for such day, at their bid price for exchange-listed securities and at the average of their bid and asked prices for Nasdaq NMS securities. Other over-the-counter securities for which market quotations are readily available are valued at their bid price. Securities for which market quotations are not readily available are valued at their fair value under procedures established by the Fund's Board of Directors. Bonds and other fixed income securities may be valued by reference to other securities with comparable ratings, interest rates and maturities, using established independent pricing services.

INVESTMENT TRANSACTIONS AND RELATED INVESTMENT INCOME:

Investment transactions are accounted for on the trade date. Dividend income is recorded on the ex-dividend date and any non-cash dividend income is recorded at the fair market value of the securities received. Interest income is recorded on the accrual basis. Realized gains and losses from investment transactions are determined on the basis of identified cost for book and tax purposes.

EXPENSES:

The Fund incurs direct and indirect expenses. Expenses directly attributable to the Fund are charged to the Fund's operations, while expenses applicable to more than one of the Royce Funds are allocated in an equitable manner. Allocated personnel and occupancy costs related to The Royce Funds are included in administrative and office facilities expenses. The Fund has adopted a deferred fee agreement that allows the Fund's Directors to defer the receipt of all or a portion of Directors' Fees otherwise payable. The deferred fees are invested in certain Royce Funds until distributed in accordance with the agreement.

TAXES:

As a qualified regulated investment company under Subchapter M of the Internal Revenue Code, the Fund is not subject to income taxes to the extent that it distributes substantially all of its taxable income for its fiscal year. The Schedule of Investments includes information regarding income taxes under the caption "Income Tax Information".

DISTRIBUTIONS:

The Fund currently has a policy of paying quarterly distributions on the Fund's Common Stock. Distributions are currently being made at the annual rate of 9% of the rolling average of the prior four calendar quarter-end NAVs of

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

the Fund's Common Stock, with the fourth quarter distribution being the greater of 2.25% of the rolling average or the distribution required by IRS regulations. Distributions to Preferred Stockholders are recorded on an accrual basis and paid quarterly. Distributions are determined in accordance with income tax regulations that may differ from accounting principles generally accepted in the United States of America. Permanent book and tax basis differences relating to stockholder distributions will result in reclassifications within the capital accounts. Undistributed net investment income may include temporary book and tax basis differences, which will reverse in a subsequent period. Any taxable income or gain remaining undistributed at fiscal year end is distributed in the following year.

REPURCHASE AGREEMENTS:

The Fund enters into repurchase agreements with respect to its portfolio securities solely with State Street Bank and Trust Company ("SSB&T"), the custodian of its assets. The Fund restricts repurchase agreements to maturities of no more than seven days. Securities pledged as collateral for repurchase agreements, which are held by SSB&T until maturity of the repurchase agreements, are marked-to-market daily and maintained at a value at least equal to the principal amount of the repurchase agreement (including accrued interest). Repurchase agreements could involve certain risks in the event of default or insolvency of SSB&T, including possible delays or restrictions upon the ability of the Fund to dispose of the underlying securities.

SECURITIES LENDING:

The Fund loans securities to qualified institutional investors for the purpose of realizing additional income. This income is included in interest income. Collateral on all securities loaned for the Fund is accepted in cash and is invested temporarily, typically, and specifically at June 30, 2003, in a registered money market fund, by the custodian. The collateral is equal to at least 100% of the current market value of the loaned securities.

47

ROYCE VALUE TRUST, INC.

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

CAPITAL STOCK:

The Fund currently has two issues of Preferred Stock outstanding: 7.80% Cumulative Preferred Stock and 7.30% Tax-Advantaged Cumulative Preferred Stock. Both issues of Preferred Stock have a liquidation preference of \$25.00 per share.

Under the Investment Company Act of 1940, the Fund is required to maintain an asset coverage of at least 200% for the Preferred Stock. In addition, pursuant to the Rating Agency Guidelines established by Moody's, the Fund is required to maintain a certain discounted asset coverage. The Fund has met these requirements since issuing Preferred Stock.

The Fund is required to allocate long-term capital gain distributions and other types of income proportionately to distributions made to holders of shares of Common Stock and Preferred Stock. To the extent that distributions are not paid from long-term capital gains, net investment income or net short-term capital gains, they will represent a return of capital.

The Fund issued 1,313,310 and 2,615,641 shares of Common Stock as reinvestment of distributions by Common Stockholders for the six months ended June 30, 2003 and the year ended December 31, 2002, respectively.

During the quarter ended March 31, 2003, the Fund completed a rights

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

offering of 5,090,083 shares to its stockholders at the rate of one share for each 10 rights held by the stockholders of record on January 28, 2003. These shares were priced at \$10.77, which was \$0.50 below the last reported sale price on the New York Stock Exchange on March 11, 2003. 34.5% of the offering was subscribed for through primary subscription. The remaining shares were purchased by those stockholders who subscribed with their primary rights and who also elected to purchase additional shares using over-subscription rights.

INVESTMENT ADVISORY AGREEMENT:

As compensation for its services under the Investment Advisory Agreement, Royce & Associates, LLC ("Royce") receives a fee comprised of a Basic Fee ("Basic Fee") and an adjustment to the Basic Fee based on the investment performance of the Fund in relation to the investment record of the S&P 600 SmallCap Index ("S&P 600").

The Basic Fee is a monthly fee equal to 1/12 of 1% (1% on an annualized basis) of the average of the Fund's month-end net assets applicable to Common Stockholders plus the liquidation value of Preferred Stock for the rolling 60-month period ending with such month. The Basic Fee for each month is increased or decreased at the rate of 1/12 of .05% for each percentage point that the investment performance of the Fund exceeds, or is exceeded by, the percentage change in the investment record of the S&P 600 for the performance period by more than two percentage points. The maximum increase or decrease in the Basic Fee for any month may not exceed 1/12 of .5%. Accordingly, for each month, the maximum monthly fee rate as adjusted for performance is 1/12 of 1.5% and is payable if the investment performance of the Fund exceeds the percentage change in the investment record of the S&P 600 by 12 or more percentage points for the performance period, and the minimum monthly fee rate as adjusted for performance is 1/12 of .5% and is payable if the percentage change in the investment record of the S&P 600 exceeds the investment performance of the Fund by 12 or more percentage points for the performance period.

Notwithstanding the foregoing, Royce is not entitled to receive any fee for any month when the investment performance of the Fund for the rolling 36-month period ending with such month is negative. In the event that the Fund's investment performance for such a performance period is less than zero, Royce will not be required to refund to the Fund any fee earned in respect of any prior performance period.

Royce has voluntarily committed to waive the portion of its investment advisory fee attributable to an issue of the Fund's Preferred Stock for any month in which the Fund's average annual NAV total return since issuance of the Preferred Stock fails to exceed the applicable Preferred Stock dividend rate.

For the six months ended June 30, 2003, the Fund accrued and paid Royce advisory fees totaling \$3,865,860, which is net of \$616,667 voluntarily waived by Royce.

PURCHASES AND SALES OF INVESTMENT SECURITIES:

For the six months ended June 30, 2003, the cost of purchases and proceeds from sales of investment securities, other than short-term securities, amounted to \$87,757,204 and \$87,320,273, respectively.

TRANSACTIONS IN SHARES OF AFFILIATED COMPANIES:

An "Affiliated Company", as defined in the Investment Company Act of 1940, is a company in which a Fund owns 5% or more of the company's outstanding voting securities. The Fund effected the following transactions in shares of such companies during the six months ended June 30, 2003:

Purchases	Sales
-----------	-------

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

Affiliated Company	Shares	Cost	Shares	Cost	Realized Gain (Loss)	Dividend I
Falcon Products	405,600	\$1,635,894	--	--	--	--
McLeodUSA	--	--	--	--	--	--
Peerless Mfg.	--	--	--	--	--	--
Synalloy Corporation	345,000	1,797,450	--	--	--	--

48

ROYCE VALUE TRUST, INC.

NOTES TO FINANCIAL STATEMENTS (UNAUDITED) (CONTINUED)

PREFERRED STOCK PRESENTATION:

To reflect recent accounting guidance from the Securities and Exchange Commission, the Statement of Assets and Liabilities has been modified to present the liquidation value of Preferred Stock below Liabilities and above Net Assets Applicable to Common Stockholders. As revised, Preferred Stock is no longer included as a net asset of the Fund. Likewise, the Statement of Operations, the Statement of Changes in Net Assets, and the Financial Highlights have been revised to show distributions to Preferred Stockholders as a component of the net decrease in net assets applicable to Common Stockholders resulting from investment operations. These modifications do not change the amount of net assets applicable to Common Stockholders, the net asset value per share of Common Stock, or the total return per share of Common Stock.

49

ITEM 2: CODE(S) OF ETHICS - NOT APPLICABLE TO THIS AMENDED SEMI-ANNUAL REPORT.

ITEM 3: AUDIT COMMITTEE FINANCIAL EXPERT - NOT APPLICABLE TO THIS AMENDED SEMI-ANNUAL REPORT.

ITEM 4: PRINCIPAL ACCOUNTANT FEES AND SERVICES - NOT APPLICABLE TO THIS AMENDED SEMI-ANNUAL REPORT.

ITEM 5: AUDIT COMMITTEE OF LISTED REGISTRANTS. NOT APPLICABLE TO THIS AMENDED SEMI-ANNUAL REPORT.

ITEM 6: RESERVED.

ITEM 7: DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES -

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

In June 2003, in response to rules adopted by the Commission, Royce adopted written proxy voting policies and procedures (the "Proxy Voting Procedures") for itself, the Fund, and all The Royce Funds and clients accounts for which Royce is responsible for voting proxies. The Board of Directors of the Fund has delegated all proxy voting decisions to Royce. In voting proxies, Royce is guided by general fiduciary principles. Royce's goal is to act prudently, solely in the best interest of the beneficial owners of the accounts it manages. Royce attempts to consider all factors of its vote that could affect the value of the investment and will vote proxies in the manner it believes will be consistent with efforts to enhance and/or protect stockholder value.

Royce personnel are responsible for monitoring receipt of all proxies and ensuring that proxies are received for all securities for which Royce has proxy voting responsibility. Royce divides proxies into "regularly recurring" and "non-regularly recurring" matters. Examples of regularly recurring matters include non-contested elections of directors and non-contested approvals of independent auditors. Regularly recurring matters are usually voted as recommended by the issuer's board of directors or management. Non-regularly recurring matters are brought to the attention of portfolio manager(s) for the applicable account(s) and, after giving consideration to advisories provided by an independent third party research firm, the portfolio manager(s) directs that such matters be voted in a way that he believes should better protect or enhance the value of the investment. If the portfolio manager determines that information relating to a proxy requires additional analysis, is missing, or is incomplete, the portfolio manager will give the proxy to an analyst or another portfolio manager for review and analysis. Under certain circumstances, Royce may vote against a proposal from the issuer's board of directors or management. Royce's portfolio managers decide these issues on a case-by-case basis. A Royce portfolio manager may, on occasion, decide to abstain from voting a proxy or a specific proxy item when such person concludes that the potential benefit of voting is outweighed by the cost or when it is not in the client's best interest to vote.

In furtherance of Royce's goal to vote proxies in the best interests of its clients, Royce follows specific procedures outlined in the Proxy Voting Procedures to identify, assess and address material conflicts that may arise between Royce's interests and those of its clients before voting proxies on behalf of such clients. In the event such a material conflict of interest is identified, the proxy will be voted by Royce in accordance with the recommendation given by an independent third party research firm.

ITEM 8: RESERVED.

ITEM 9: CONTROLS AND PROCEDURES.

(a) Disclosure Controls and Procedures. The Principal Executive and Financial Officers concluded that the Registrant's Disclosure Controls and Procedures are effective based on their evaluation of the Disclosure Controls and Procedures as of a date within 90 days of the filing date of this amended report.

(b) Internal Controls. There were no significant changes in Registrant's internal controls or in other factors that could significantly affect these controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

ITEM 10: EXHIBITS ATTACHED HERETO. (ATTACH CERTIFICATIONS AS EXHIBITS)

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be

Edgar Filing: ROYCE VALUE TRUST INC - Form N-CSRS/A

signed on its behalf by the undersigned, thereunto duly authorized.

ROYCE VALUE TRUST, INC.

BY: /s/ Charles M. Royce
CHARLES M. ROYCE
PRESIDENT

Date: October 1, 2003

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this amended report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

ROYCE VALUE TRUST, INC.

BY: /s/ Charles M. Royce
CHARLES M. ROYCE
PRESIDENT

Date: October 1, 2003

ROYCE VALUE TRUST, INC.

BY: /s/ John D. Diederich
JOHN D. DIEDERICH
CHIEF FINANCIAL OFFICER

Date: October 1, 2003