

**This following information is excerpted from Form N-Q for the unaudited period ending September 30, 2011.**

**For a copy of the complete Form N-Q go to:**

**<http://sec.gov/Archives/edgar/data/1007226/000119312511324440/d261960dnq.htm>.**



PORTFOLIO OF INVESTMENTS  
WESMARK GROWTH FUND

September 30, 2011 (Unaudited)

Shares/Principal Amount		Value
<b>COMMON STOCKS-95.7%</b>		
<b>CONSUMER DISCRETIONARY-10.8%</b>		
<b>Automobile Manufacturers-1.7%</b>		
400,000	Ford Motor Co. <sup>(1)</sup>	\$3,868,000
<b>Broadcasting-0.9%</b>		
100,000	CBS Corp., Class B	2,038,000
<b>Cable &amp; Satellite-0.5%</b>		
30,000	DIRECTV, Class A <sup>(1)</sup>	1,267,500
<b>Department Stores-1.4%</b>		
125,000	Macy's, Inc.	3,290,000
<b>Distributors-1.1%</b>		
50,000	Genuine Parts Co.	2,540,000
<b>Footwear-2.6%</b>		
70,000	NIKE, Inc., Class B	5,985,700
<b>Home Improvement Retail-0.4%</b>		
25,000	Home Depot, Inc.	821,750
<b>Restaurants-2.2%</b>		
40,000	Darden Restaurants, Inc.	1,710,000
40,000	McDonald's Corp.	3,512,800
		5,222,800
<b>TOTAL CONSUMER DISCRETIONARY</b>		<b>25,033,750</b>
<b>CONSUMER STAPLES-7.7%</b>		
<b>Agricultural Products-1.7%</b>		
155,000	Archer-Daniels-Midland Co.	3,845,550
<b>Distillers &amp; Vintners-1.3%</b>		
40,000	Diageo PLC, ADR	3,037,200
<b>Hypermarkets &amp; Super Centers-1.6%</b>		
70,000	Wal-Mart Stores, Inc.	3,633,000
<b>Packaged Foods &amp; Meats-1.1%</b>		
75,000	Kraft Foods, Inc., Class A	2,518,500
<b>Soft Drinks-2.0%</b>		
70,000	The Coca-Cola Co.	4,729,200
<b>TOTAL CONSUMER STAPLES</b>		<b>17,763,450</b>

Shares/Principal Amount		Value
<b>ENERGY-11.4%</b>		
<b>Coal &amp; Consumable Fuels-1.0%</b>		
70,000	Consol Energy, Inc.	\$2,375,100
<b>Equipment &amp; Services-1.3%</b>		
50,000	Schlumberger, Ltd.	2,986,500
<b>Integrated Oil &amp; Gas-5.4%</b>		
60,000	Chevron Corp.	5,551,200
40,000	Murphy Oil Corp.	1,766,400
85,000	Royal Dutch Shell PLC, ADR	5,229,200
		12,546,800
<b>Oil &amp; Gas Equipment &amp; Services-0.4%</b>		
80,000	Weatherford International, Ltd. <sup>(1)</sup>	976,800
<b>Oil &amp; Gas Exploration &amp; Production-3.3%</b>		
60,000	Apache Corp.	4,814,400
70,000	Newfield Exploration Co. <sup>(1)</sup>	2,778,300
		7,592,700
<b>TOTAL ENERGY</b>		<b>26,477,900</b>
<b>FINANCIALS-6.3%</b>		
<b>Asset Management &amp; Custody Banks-2.1%</b>		
130,000	Blackstone Group LP	1,557,400
35,000	Franklin Resources, Inc.	3,347,400
		4,904,800
<b>Diversified Banks-1.7%</b>		
55,000	The Toronto-Dominion Bank	3,902,250
<b>Investment Banking &amp; Brokerage-0.1%</b>		
15,000	Morgan Stanley	202,500
<b>Life &amp; Health Insurance-0.9%</b>		
75,000	MetLife, Inc.	2,100,750
<b>Regional Banks-1.5%</b>		
75,000	PNC Financial Services Group, Inc.	3,614,250
<b>TOTAL FINANCIALS</b>		<b>14,724,550</b>
<b>HEALTH CARE-11.4%</b>		
<b>Health Care Equipment-2.0%</b>		
100,000	Stryker Corp.	4,713,000
<b>Health Care Services-0.9%</b>		
25,000	Laboratory Corp. of America Holdings <sup>(1)</sup>	1,976,250
<b>Life Sciences Tools &amp; Services-1.9%</b>		
80,000	Agilent Technologies, Inc. <sup>(1)</sup>	2,500,000
40,000	Thermo Fisher Scientific, Inc. <sup>(1)</sup>	2,025,600
		4,525,600



Shares/Principal Amount		Value
<b>Pharmaceuticals-6.6%</b>		
100,000	Abbott Laboratories	\$5,114,000
100,000	Merck & Co., Inc.	3,271,000
165,000	Mylan, Inc. <sup>(1)</sup>	2,805,000
60,000	Watson Pharmaceuticals, Inc. <sup>(1)</sup>	4,095,000
		<u>15,285,000</u>
<b>TOTAL HEALTH CARE</b>		<u>26,499,850</u>

<b>INDUSTRIALS-22.4%</b>		
<b>Aerospace &amp; Defense-5.8%</b>		
100,000	The Boeing Co.	6,051,000
65,000	Honeywell International, Inc.	2,854,150
140,000	MOOG, Inc., Class A <sup>(1)</sup>	4,566,800
		<u>13,471,950</u>
<b>Air Freight &amp; Logistics-2.5%</b>		
85,000	FedEx Corp.	5,752,800
<b>Construction &amp; Farm Machinery-1.0%</b>		
35,000	Deere & Co.	2,259,950
<b>Construction &amp; Farm Machinery &amp; Heavy Trucks-2.4%</b>		
10,000	Caterpillar, Inc.	738,400
145,000	PACCAR, Inc.	4,903,900
		<u>5,642,300</u>
<b>Electrical Components &amp; Equipment-3.1%</b>		
100,000	Cooper Industries, Ltd.	4,612,000
100,000	Woodward, Inc.	2,740,000
		<u>7,352,000</u>
<b>Industrial Conglomerates-2.7%</b>		
75,000	Danaher Corp.	3,145,500
200,000	General Electric Co.	3,048,000
		<u>6,193,500</u>
<b>Industrial Machinery-3.7%</b>		
140,000	Eaton Corp.	4,970,000
50,000	Illinois Tool Works, Inc.	2,080,000
25,000	Parker Hannifin Corp.	1,578,250
		<u>8,628,250</u>
<b>Railroads-1.2%</b>		
150,000	CSX Corp.	2,800,500
<b>TOTAL INDUSTRIALS</b>		<u>52,101,250</u>

<b>INFORMATION TECHNOLOGY-14.2%</b>		
<b>Communications Equipment-1.6%</b>		
75,000	Qualcomm, Inc.	3,647,250
<b>Computer Hardware-8.9%</b>		
27,000	Apple, Inc. <sup>(1)</sup>	10,291,860
125,000	Dell, Inc. <sup>(1)</sup>	1,768,750
50,000	International Business Machines Corp.	8,751,500
		<u>20,812,110</u>

Shares/Principal Amount		Value
<b>Data Processing &amp; Outsourced Services-1.2%</b>		
60,000	Automatic Data Processing, Inc.	\$2,829,000
<b>Systems Software-2.5%</b>		
200,000	Oracle Corp.	5,748,000
<b>TOTAL INFORMATION TECHNOLOGY</b>		<u>33,036,360</u>

<b>MATERIALS-11.5%</b>		
<b>Diversified Chemicals-5.9%</b>		
180,000	The Dow Chemical Co.	4,042,800
110,000	El du Pont de Nemours & Co.	4,396,700
75,000	PPG Industries, Inc.	5,299,500
		<u>13,739,000</u>
<b>Diversified Metals &amp; Mining-1.3%</b>		
65,000	Rio Tinto PLC, ADR	2,865,200
<b>Industrial Gases-1.4%</b>		
35,000	Praxair, Inc.	3,271,800
<b>Paper Packaging-1.2%</b>		
100,000	Sonoco Products Co.	2,823,000
<b>Paper Products-1.7%</b>		
170,000	International Paper Co.	3,952,500
<b>TOTAL MATERIALS</b>		<u>26,651,500</u>

<b>TOTAL COMMON STOCKS</b> (Cost \$237,712,757)		<u>222,288,610</u>
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<b>SHORT TERM INVESTMENTS-3.7%</b>		
<b>Mutual Funds-3.7%</b>		
8,661,123	Federated U.S. Treasury Cash Reserve Fund 7-Day Yield 0.002% (at net asset value)	8,661,123

<b>TOTAL SHORT TERM INVESTMENTS</b> (Cost \$8,661,123)		<u>8,661,123</u>
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<b>TOTAL INVESTMENTS-99.4%</b> (Cost \$246,373,880)		<u>230,949,733</u>
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<b>OTHER ASSETS AND LIABILITIES- NET<sup>(2)</sup>-0.6%</b>		<u>1,461,927</u>
<b>NET ASSETS-100.0%</b>		<u>\$232,411,660</u>

<sup>(1)</sup> Non-income producing security.

<sup>(2)</sup> Assets, other than investments in securities, less liabilities.

Note: The categories of investments are shown as a percentage of net assets at September 30, 2011.

The following acronyms are used throughout this portfolio:

ADR - American Depositary Receipt



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**WESMARK FUNDS N-Q**

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*LP - Limited Partnership*  
*PLC - Public Limited Co.*

*See accompanying Notes to Quarterly Portfolio of Investments.*



**Notes to Quarterly Portfolio of Investments  
September 30, 2011 (unaudited)**

**1. Organization**

WesMark Funds (the “Trust”) is registered under the Investment Company Act of 1940, as amended (the “Act”), as an open-end management investment company. The Trust consists of five portfolios (individually referred to as the “Fund”, or collectively as the “Funds”) which are presented herein:

Portfolio Name	Diversification	Investment Objective
WesMark Small Company Growth Fund (“Small Company Growth Fund”)	Diversified	To achieve capital appreciation
WesMark Growth Fund (“Growth Fund”)	Diversified	To achieve capital appreciation
WesMark Balanced Fund (“Balanced Fund”)	Diversified	To achieve capital appreciation and income
WesMark Government Bond Fund (“Government Bond Fund”)	Diversified	To achieve high current income consistent with preservation of capital
WesMark West Virginia Municipal Bond Fund (“West Virginia Municipal Bond Fund”)	Non-diversified	To achieve current income which is exempt from federal income tax and income taxes imposed by the State of West Virginia

The assets of each Fund are segregated and a shareholder’s interest is limited to the Fund in which shares are held. Each Fund pays its own expenses.

**2. Significant Accounting Policies**

The following is a summary of significant accounting policies consistently followed by the Funds in the preparation of their financial statements. These policies are in conformity with generally accepted accounting principles (“GAAP”) in the United States of America.

The accompanying financial statements were prepared in accordance with GAAP in the United States, which require the use of estimates made by management of the Funds. Actual results could differ from those estimated.

**Investment Valuation** – In calculating its net asset value (NAV), the Funds generally value investments as follows:

- >> Equity securities listed on an exchange or traded through a regulated market system are valued at their last reported sale price or official closing price on their principal exchange or market.
- >> Fixed-income securities acquired with remaining maturities greater than 60 days are fair valued using price evaluations provided by a pricing service approved by the Board of Trustees (the “Trustees”).
- >> Fixed-income securities acquired with remaining maturities of 60 days or less are valued at their cost (adjusted for the accretion of any discount or amortization of any premium).
- >> Shares of other mutual funds are valued based upon their reported NAVs.

If the Funds cannot obtain a price or price evaluation from a pricing service for an investment, the Funds may attempt to value the investment based upon the mean of bid and asked quotations or fair value the investment based on price evaluations, from one or more dealers. If any price, quotation, price evaluation or other pricing source is not readily available when the NAV is calculated, the Funds use the fair value of



the investment determined in accordance with the procedures described below. There can be no assurance that the Funds could purchase or sell an investment at the price used to calculate the Funds' NAVs.

### Fair Valuation and Significant Events Procedures

The Trustees have authorized the use of pricing services to provide evaluations of the current fair value of certain investments for purposes of calculating the NAV. Factors considered by pricing services in evaluating an investment include the yields or prices of investments of comparable quality, coupon, maturity, call rights and other potential prepayments, terms and type, reported transactions, indications as to values from dealers, and general market conditions. The Funds normally use mid evaluations (a price evaluation indicative of a price between the bid and asked prices for an investment) for fixed-income securities. In the event that market quotations and price evaluations are not available for an investment, the fair value of the investment is determined in accordance with procedures adopted by the Trustees.

The Trustees also have adopted procedures requiring an investment to be priced at its fair value whenever the Adviser determines that a significant event affecting the value of the investment has occurred between the time as of which the price of the investment would otherwise be determined and the time as of which the NAV is computed. An event is considered significant if there is both an affirmative expectation that the investment's value will change in response to the event and a reasonable basis for quantifying the resulting change in value. Examples of significant events that may occur after the close of the principal market on which a security is traded, or after the time of a price evaluation provided by a pricing service or a dealer, include:

- With respect to securities traded in foreign markets, significant trends in U.S. equity markets or in the trading of foreign securities index futures or options contracts;
- With respect to price evaluations of fixed-income securities determined before the close of regular trading on the NYSE, actions by the Federal Reserve Open Market Committee and other significant trends in U.S. fixed-income markets;
- Political or other developments affecting the economy or markets in which an issuer conducts its operations or its securities are traded; and
- Announcements concerning matters such as acquisitions, recapitalizations, litigation developments, a natural disaster affecting the issuer's operations or regulatory changes or market developments affecting the issuer's industry.

The Funds may seek to obtain more current quotations or price evaluations from alternative pricing sources. If a reliable alternative pricing source is not available, the Funds will determine the fair value of the investment using another method approved by the Trustees.

Fair value is defined as the price that a Fund would receive upon selling an investment in a timely transaction to an independent buyer in the principal or most advantageous market of the investment. A three-tier hierarchy has been established to maximize the use of observable market data and minimize the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes. Inputs refer broadly to the assumptions that market participants would use in pricing the asset or liability, including assumptions about risk, for example, the risk inherent in a particular valuation technique used to measure fair value including such a pricing model and/or the risk inherent in the inputs to the valuation technique. Observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

The three-tier hierarchy is summarized in the three broad Levels listed below:



- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities that the Funds have the ability to access at the measurement date.
- Level 2 – Observable inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly or indirectly. These inputs may include quoted prices for the identical instrument on an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.
- Level 3 – Unobservable inputs for the asset or liability, to the extent relevant observable inputs are not available, representing the Funds’ own assumptions about the assumptions a market participant would use in valuing the asset or liability, and would be based on the best information available.

The following is a summary of the inputs used as of September 30, 2011, in valuing the Funds’ investments carried at value:

**WesMark Small Company Growth Fund**

Investments in Securities at Value*	Level 1 - Quoted Prices	Level 2 - Other Significant Observable Inputs	Level 3 - Significant Unobservable Inputs	Total
Common Stocks	\$55,218,115	\$-	\$-	\$55,218,115
Short Term Investments	5,242,312	-	-	5,242,312
<b>Total</b>	<b>\$60,460,427</b>	<b>\$-</b>	<b>\$-</b>	<b>\$60,460,427</b>

**WesMark Growth Fund**

Investments in Securities at Value*	Level 1 - Quoted Prices	Level 2 - Other Significant Observable Inputs	Level 3 - Significant Unobservable Inputs	Total
Common Stocks	\$222,288,610	\$-	\$-	\$222,288,610
Short Term Investments	8,661,123	-	-	8,661,123
<b>Total</b>	<b>\$230,949,733</b>	<b>\$-</b>	<b>\$-</b>	<b>\$230,949,733</b>

**WesMark Balanced Fund**

Investments in Securities at Value*	Level 1 - Quoted Prices	Level 2 - Other Significant Observable Inputs	Level 3 - Significant Unobservable Inputs	Total
Common Stocks	\$33,270,991	\$-	\$-	\$33,270,991
Exchange Traded Funds	767,905	-	-	767,905
Preferred Stocks	1,736,190	-	-	1,736,190
Corporate Bonds	-	10,442,680	-	10,442,680
U.S. Government Agency - Collateralized Mortgage Obligations	-	211,350	-	211,350
U.S. Government Agency - Mortgage Backed Securities	-	3,490,607	-	3,490,607
U.S. Government Agency Securities	-	3,253,899	-	3,253,899
Municipal Bonds	-	6,106,713	-	6,106,713
Short Term Investments	1,783,180	-	-	1,783,180
<b>Total</b>	<b>\$37,558,266</b>	<b>\$23,505,249</b>	<b>\$-</b>	<b>\$61,063,515</b>



**WesMark Government Bond Fund**

Investments in Securities at Value*	Level 1 - Quoted Prices	Level 2 - Other Significant Observable Inputs	Level 3 - Significant Unobservable Inputs	Total
Corporate Bonds	\$-	\$1,329,054	\$-	\$1,329,054
U.S. Government Agency - Collateralized Mortgage Obligations	-	60,416,116	-	60,416,116
U.S. Government Agency - Mortgage Backed Securities	-	121,402,953	-	121,402,953
U.S. Government Agency Securities	-	23,895,231	-	23,895,231
Municipal Bonds	-	45,979,966	-	45,979,966
Short Term Investments	6,849,678	-	-	6,849,678
<b>Total</b>	<b>\$6,849,678</b>	<b>\$253,023,320</b>	<b>\$-</b>	<b>\$259,872,998</b>

**Other Financial Instruments**

Assets				
Delayed Delivery Commitments	\$-	\$3,137,813	\$-	\$3,137,813
<b>Total</b>	<b>\$-</b>	<b>\$3,137,813</b>	<b>\$-</b>	<b>\$3,137,813</b>

**WesMark West Virginia Municipal Bond Fund**

Investments in Securities at Value*	Level 1 - Quoted Prices	Level 2 - Other Significant Observable Inputs	Level 3 - Significant Unobservable Inputs	Total
Municipal Bonds	\$-	\$91,548,938	\$-	\$91,548,938
Short Term Investments	1,469,614	-	-	1,469,614
<b>Total</b>	<b>\$1,469,614</b>	<b>\$91,548,938</b>	<b>\$-</b>	<b>\$93,018,552</b>

All securities of the Funds were valued using either Level 1 or Level 2 inputs during the nine months ended September 30, 2011. Thus a reconciliation of assets in which significant unobservable inputs (Level 3) were used is not applicable for the Funds.

There were no significant transfers into and out of Level 1 and 2 during the period. It is the Funds' policy to recognize transfers into and out of all levels at the end of the reporting period.

\*For detailed descriptions of sector and/or geography classifications, see the accompanying Portfolio of Investments.

**Recent Accounting Pronouncement** – In May 2011, the FASB issued ASU No. 2011-04 “Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements” in GAAP and the International Financial Reporting Standards (“IFRSs”). ASU No. 2011- 04 amends FASB ASC Topic 820, Fair Value Measurements and Disclosures, to establish common requirements for measuring fair value and for disclosing information about fair value measurements in accordance with GAAP and IFRSs. ASU No. 2011-04 is effective for fiscal years beginning after December 15, 2011 and for interim periods within those fiscal years. Management is currently evaluating the impact these amendments may have on the Funds’ financial statements.

**Investment Income, Expenses and Distributions** – Investment transactions are accounted for on a trade-date basis. Realized gains and losses from investment transactions are recorded on an identified cost basis. Interest income and expenses are accrued daily. Dividend income and distributions to shareholders are recorded on the ex-dividend date. Foreign dividends are recorded on the ex-dividend date or when the Fund is informed of the ex-dividend date. Distributions of net investment income, if any, for the Small Company Growth Fund and



Growth Fund are declared and paid quarterly. Distributions of net investment income for the Balanced Fund are declared and paid monthly, and distributions of net investment income for the Government Bond Fund and West Virginia Municipal Bond Fund are declared daily and paid monthly. Non-cash dividends included in dividend income, if any, are recorded at fair value.

**Premium and Discount Amortization/Paydown Gains and Losses** – All premiums and discounts on fixed-income securities are amortized/accreted for financial statement purposes. Gains and losses realized on principal payment of mortgage-backed securities (paydown gains and losses) are classified as part of investment income.

**When-Issued and Delayed Delivery Transactions** – The Funds may engage in when-issued or delayed delivery transactions. The Funds record when-issued securities on the trade date and maintain security positions such that sufficient liquid assets will be available to make payment for the securities purchased. Securities purchased on a when-issued or delayed delivery basis are marked to market daily and begin earning interest on the settlement date. Losses may occur on these transactions due to changes in market conditions or the failure of counterparties to perform under the contract.

**Restricted Securities** – Restricted securities are securities that either: (a) cannot be offered for public sale without first being registered, or being able to take advantage of an exemption from registration, under the Securities Act of 1933; or (b) are subject to contractual restrictions on public sales. In some cases, when a security cannot be offered for public sale without first being registered, the issuer of the restricted security has agreed to register such securities for resale, at the issuer’s expense, either upon demand by the Funds or in connection with another registered offering of the securities. Many such restricted securities may be resold in the secondary market in transactions exempt from registration. Restricted securities may be determined to be liquid under criteria established by the Trustees. The Funds will not incur any registration costs upon such resales. The Funds’ restricted securities are valued at the price provided by dealers in the secondary market or, if no market prices are available, at the fair value as determined in accordance with procedures established by and under the general supervision of the Trustees.

**3. Unrealized Appreciation/(Depreciation)**

At September 30, 2011 the cost of investments and net unrealized appreciation/(depreciation) for federal income tax purposes were as follows:

<b>Small Company Growth Fund</b>	
Aggregate tax cost	\$61,570,187
Gross unrealized appreciation	5,966,197
Gross unrealized depreciation	(7,075,957)
Net unrealized depreciation	(\$1,109,760)

<b>Growth Fund</b>	
Aggregate tax cost	\$246,373,880
Gross unrealized appreciation	17,297,033
Gross unrealized depreciation	(32,721,180)
Net unrealized depreciation	(\$15,424,147)

<b>Balanced Fund</b>	
Aggregate tax cost	\$57,247,222
Gross unrealized appreciation	6,172,156
Gross unrealized depreciation	(2,323,689)
Net unrealized appreciation	\$3,848,467

<b>Government Bond Fund</b>	
Aggregate tax cost	\$249,607,807
Gross unrealized appreciation	10,329,844
Gross unrealized depreciation	(64,653)
Net unrealized appreciation	\$10,265,191

<b>West Virginia Municipal Bond Fund</b>	
Aggregate tax cost	\$90,077,216



Gross unrealized appreciation	3,365,883
Gross unrealized depreciation	(424,547)
Net unrealized appreciation	\$2,941,336

#### 4. Concentration Risk

Since the West Virginia Municipal Bond Fund invests a substantial portion of its assets in issuers located in one state, it will be more susceptible to factors adversely affecting issuers of that state than would be a comparable tax-exempt mutual fund that invests nationally. In order to reduce the credit risk associated with such factors a majority of the securities in the portfolio were backed by letters of credit, bond insurance of various financial institutions, or financial guaranty assurance agencies. Additionally, the Funds may invest a portion of their assets in securities of companies that are deemed by the Funds' management to be classified in similar business sectors. The economic developments within a particular sector may have an adverse effect on the ability of issuers to meet their obligations. Additionally, economic developments may have an effect on the liquidity and volatility of portfolio securities.