BNY Mellon Sustainable U.S. Equity Fund, Inc.

SEMI-ANNUAL FINANCIALS AND OTHER INFORMATION

November 30, 2025

Class	Ticker
A	DTCAX
C	DTCCX
I	DRTCX
Y	DTCYX
Z	DRTHX

BNY | INVESTMENTS

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Contents

THE FUND

Please note the Semi-Annual Financials and Other Information only contains Items 7-11 required in Form N-CSR. All other required items will be filed with the Securities and Exchange Commission (the "SEC").

Item 7. Financial Statements and Financial Highlights for Open-End Management Investment Companies.

BNY Mellon Sustainable U.S. Equity Fund, Inc.
SCHEDULE OF INVESTMENTS
November 30, 2025 (Unaudited)

Description	Shares	Value ($)
Common Stocks — 99.6%		
Banks — 5.6%		
First Horizon Corp.	351,583	7,854,364
JPMorgan Chase & Co.	66,088	20,690,831
		28,545,195
Capital Goods — 11.0%		
AECOM	61,900	6,383,747
Carrier Global Corp.	74,922	4,111,719
Emerson Electric Co.	49,051	6,542,422
GE Vernova, Inc.	14,174	8,501,140
Howmet Aerospace, Inc.	30,818	6,305,055
Hubbell, Inc.	19,949	8,606,597
Ingersoll Rand, Inc.	110,422	8,871,304
Trane Technologies PLC	14,983	6,315,035
		55,637,019
Commercial & Professional Services — 2.3%		
Veralto Corp.	54,106	5,476,609
Waste Management, Inc.	28,163	6,135,873
		11,612,482
Consumer Discretionary Distribution & Retail — 4.6%		
Amazon.com, Inc.[(a)]	100,420	**23,419,952**
Consumer Staples Distribution & Retail — 4.5%		
Costco Wholesale Corp.	13,152	12,015,535
Walmart, Inc.	98,278	10,860,702
		22,876,237
Financial Services — 6.2%		
CME Group, Inc.	27,195	7,654,305
Mastercard, Inc., Cl. A	18,815	10,358,222
The Goldman Sachs Group, Inc.	16,312	13,474,364
		31,486,891
Food, Beverage & Tobacco — .8%		
Darling Ingredients, Inc.[(a)]	117,501	**4,301,712**
Health Care Equipment & Services — 7.0%		
Abbott Laboratories	54,170	6,982,513
Alcon AG	50,401	3,997,303
Boston Scientific Corp.[(a)]	101,067	10,266,386
IDEXX Laboratories, Inc.[(a)]	11,976	9,016,491
UnitedHealth Group, Inc.	16,216	5,347,550
		35,610,243
Household & Personal Products — 1.3%		
The Estee Lauder Companies, Inc., Cl. A	72,030	**6,775,862**
Insurance — 2.7%		
Aon PLC, Cl. A	19,160	6,781,107
Assurant, Inc.	30,511	6,961,390
		13,742,497
Materials — 2.6%		
Crown Holdings, Inc.	54,119	5,240,343
International Paper Co.	84,785	3,347,312
Linde PLC	11,464	4,703,908
		13,291,563
Media & Entertainment — 5.6%		
Alphabet, Inc., Cl. A	88,743	**28,413,734**
Pharmaceuticals, Biotechnology & Life Sciences — 4.7%		
AbbVie, Inc.	37,106	8,449,036

Description	1-Day Yield (%)	Shares	Value ($)
Common Stocks — 99.6% (continued)			
Pharmaceuticals, Biotechnology & Life Sciences — 4.7% (continued)			
Gilead Sciences, Inc.		54,961	6,916,293
Thermo Fisher Scientific, Inc.		14,593	8,621,982
			23,987,311
Semiconductors & Semiconductor Equipment — 13.9%			
Broadcom, Inc.		21,759	8,768,007
Micron Technology, Inc.		59,609	14,096,336
NVIDIA Corp.		269,306	47,667,162
			70,531,505
Software & Services — 14.0%			
Bentley Systems, Inc., Cl. B		93,446	3,920,994
HubSpot, Inc.[a]		6,248	2,295,015
Intuit, Inc.		18,302	11,604,932
Microsoft Corp.		78,407	38,577,028
Oracle Corp.		15,567	3,143,756
ServiceNow, Inc.[a]		8,572	6,963,979
Synopsys, Inc.[a]		10,883	4,549,203
			71,054,907
Technology Hardware & Equipment — 9.0%			
Apple, Inc.		134,098	37,393,227
TE Connectivity PLC		36,036	8,149,542
			45,542,769
Utilities — 3.8%			
Constellation Energy Corp.		30,370	11,065,613
NextEra Energy, Inc.		94,949	8,193,149
			19,258,762
Total Common Stocks (cost $270,610,870)			**506,088,641**
Investment Companies — .4%			
Registered Investment Companies — .4%			
Dreyfus Institutional Preferred Government Plus Money Market Fund, Institutional Shares[b] (cost $1,936,874)	4.15	1,936,874	**1,936,874**
Total Investments (cost $272,547,744)		**100.0%**	**508,025,515**
Liabilities, Less Cash and Receivables		**(.0%)**	**(72,293)**
Net Assets		**100.0%**	**507,953,222**

[a] *Non-income producing security.*

[b] *Investment in affiliated issuer. The investment objective of this investment company is publicly available and can be found within the investment company's prospectus.*

Affiliated Issuers					
Description	Value ($) 5/31/2025	Purchases ($)†	Sales ($)	Value ($) 11/30/2025	Dividends/ Distributions ($)
Registered Investment Companies - .4%					
Dreyfus Institutional Preferred Government Plus Money Market Fund, Institutional Shares - .4%	3,598,700	28,528,013	(30,189,839)	1,936,874	117,975

† *Includes reinvested dividends/distributions.*

See notes to financial statements.

STATEMENT OF ASSETS AND LIABILITIES

November 30, 2025 (Unaudited)

	Cost	Value
Assets ($):		
Investments in securities—See Schedule of Investments:		
Unaffiliated issuers	270,610,870	506,088,641
Affiliated issuers	1,936,874	1,936,874
Dividends receivable		296,746
Tax reclaim receivable—Note 1(b)		9,432
Receivable for shares of Common Stock subscribed		2,692
Prepaid expenses		43,411
		508,377,796
Liabilities ($):		
Due to BNY Mellon Investment Adviser, Inc. and affiliates—Note 3(c)		308,231
Payable for shares of Common Stock redeemed		21,886
Directors' fees and expenses payable		5,104
Other accrued expenses		89,353
		424,574
Net Assets ($)		**507,953,222**
Composition of Net Assets ($):		
Paid-in capital		209,588,041
Total distributable earnings (loss)		298,365,181
Net Assets ($)		**507,953,222**

Net Asset Value Per Share	Class A	Class C	Class I	Class Y	Class Z
Net Assets ($)	37,629,921	923,808	44,478,823	279,079	424,641,591
Shares Outstanding	1,788,583	56,651	2,038,022	12,703	19,380,167
Net Asset Value Per Share ($)	**21.04**	**16.31**	**21.82**	**21.97**	**21.91**

See notes to financial statements.

STATEMENT OF OPERATIONS

Six Months Ended November 30, 2025 (Unaudited)

Investment Income ($):	
Income:	
Cash dividends:	
Unaffiliated issuers	2,044,327
Affiliated issuers	117,975
Total Income	**2,162,302**
Expenses:	
Management fee—Note 3(a)	1,488,228
Shareholder servicing costs—Note 3(c)	219,912
Professional fees	62,685
Registration fees	41,346
Shareholder and regulatory reports service fees—Note 3(c)	15,500
Prospectus and shareholders' reports	11,810
Chief Compliance Officer fees—Note 3(c)	9,132
Directors' fees and expenses—Note 3(d)	8,950
Loan commitment fees—Note 2	5,851
Distribution Plan fees—Note 3(b)	3,384
Custodian fees—Note 3(c)	3,012
Miscellaneous	8,157
Total Expenses	**1,877,967**
Less—reduction in expenses due to undertaking—Note 3(a)	(6,191)
Net Expenses	**1,871,776**
Net Investment Income	**290,526**
Realized and Unrealized Gain (Loss) on Investments—Note 4 ($):	
Net realized gain (loss) on investments and foreign currency transactions	13,923,634
Net change in unrealized appreciation (depreciation) on investments and foreign currency transactions	51,183,671
Net Realized and Unrealized Gain (Loss) on Investments	**65,107,305**
Net Increase in Net Assets Resulting from Operations	**65,397,831**

See notes to financial statements.

STATEMENT OF CHANGES IN NET ASSETS

	Six Months Ended November 30, 2025 (Unaudited)	Year Ended May 31, 2025
Operations ($):		
Net investment income	290,526	779,067
Net realized gain (loss) on investments	13,923,634	50,945,410
Net change in unrealized appreciation (depreciation) on investments	51,183,671	(7,703,571)
Net Increase (Decrease) in Net Assets Resulting from Operations	**65,397,831**	**44,020,906**
Distributions ($):		
Distributions to shareholders:		
Class A	-	(2,456,543)
Class C	-	(90,621)
Class I	-	(2,965,970)
Class Y	-	(23,105)
Class Z	-	(26,715,050)
Total Distributions	**-**	**(32,251,289)**
Capital Stock Transactions ($):		
Net proceeds from shares sold:		
Class A	1,504,240	2,449,000
Class C	16,093	84,232
Class I	5,372,981	7,492,607
Class Y	6,411	121,348
Class Z	478,237	1,105,843
Distributions reinvested:		
Class A	-	2,311,574
Class C	-	90,621
Class I	-	1,889,283
Class Y	-	10,760
Class Z	-	25,369,394
Cost of shares redeemed:		
Class A	(2,561,670)	(6,122,799)
Class C	(116,311)	(303,214)
Class I	(9,069,120)	(15,276,223)
Class Y	(4,478)	(196,926)
Class Z	(14,325,561)	(33,141,105)
Increase (Decrease) in Net Assets from Capital Stock Transactions	**(18,699,178)**	**(14,115,605)**
Total Increase (Decrease) in Net Assets	**46,698,653**	**(2,345,988)**
Net Assets ($):		
Beginning of Period	461,254,569	463,600,557
End of Period	**507,953,222**	**461,254,569**

	Six Months Ended November 30, 2025 (Unaudited)	Year Ended May 31, 2025
Capital Share Transactions (Shares):		
Class A		
Shares sold	77,060	130,551
Shares issued for distributions reinvested	-	121,152
Shares redeemed	(126,660)	(338,636)
Net Increase (Decrease) in Shares Outstanding	**(49,600)**	**(86,933)**
Class C		
Shares sold	1,058	5,811
Shares issued for distributions reinvested	-	6,082
Shares redeemed	(7,697)	(20,962)
Net Increase (Decrease) in Shares Outstanding	**(6,639)**	**(9,069)**
Class I[a]		
Shares sold	259,027	393,898
Shares issued for distributions reinvested	-	95,660
Shares redeemed	(427,756)	(797,626)
Net Increase (Decrease) in Shares Outstanding	**(168,729)**	**(308,068)**
Class Y		
Shares sold	307	6,112
Shares issued for distributions reinvested	-	541
Shares redeemed	(212)	(10,650)
Net Increase (Decrease) in Shares Outstanding	**95**	**(3,997)**
Class Z[a]		
Shares sold	22,748	56,889
Shares issued for distributions reinvested	-	1,278,699
Shares redeemed	(689,882)	(1,731,570)
Net Increase (Decrease) in Shares Outstanding	**(667,134)**	**(395,982)**

[a] *During the period ended May 31, 2025, 1,214 Class Z shares representing $23,627 were exchanged for 1,218 Class I shares.*

See notes to financial statements.

FINANCIAL HIGHLIGHTS

The following tables describe the performance for each share class for the fiscal periods indicated. All information (except portfolio turnover rate) reflects financial results for a single fund share. Net asset value total return is calculated assuming an initial investment made at the net asset value at the beginning of the period, reinvestment of all dividends and distributions at net asset value during the period, and redemption at net asset value on the last day of the period. Net asset value total return includes adjustments in accordance with accounting principles generally accepted in the United States of America and as such, the net asset value for financial reporting purposes and the returns based upon those net asset values may differ from the net asset value and returns for shareholder transactions.

Class A Shares	Six Months Ended November 30, 2025 (Unaudited)	Year Ended May 31,				
		2025	2024	2023	2022	2021
Per Share Data ($):						
Net asset value, beginning of period	18.42	17.97	14.29	16.02	17.31	13.04
Investment Operations:						
Net investment income (loss)[a]	(.01)	(.00)[b]	.03	.07	.04	.09
Net realized and unrealized gain (loss) on investments	2.63	1.77	4.17	(.09)	(.53)	4.67
Total from Investment Operations	2.62	1.77	4.20	(.02)	(.49)	4.76
Distributions:						
Dividends from net investment income	-	(.03)	(.08)	(.04)	(.08)	(.10)
Dividends from net realized gain on investments	-	(1.29)	(.44)	(1.67)	(.72)	(.39)
Total Distributions	-	(1.32)	(.52)	(1.71)	(.80)	(.49)
Net asset value, end of period	21.04	18.42	17.97	14.29	16.02	17.31
Total Return (%)[c]	14.22[d]	9.60	30.16	.38	(3.50)	37.09
Ratios/Supplemental Data (%):						
Ratio of total expenses to average net assets	.98[e]	.98	1.00	1.01	.97	.99
Ratio of net expenses to average net assets[f]	.95[e]	.95[g]	.93[g]	.95[g]	.95	.95
Ratio of net investment income (loss) to average net assets[f]	(.08)[e]	(.02)[g]	.17[g]	.50[g]	.21	.57
Portfolio Turnover Rate	13.49[d]	27.23	30.51	21.98	24.86	30.42
Net Assets, end of period ($ x 1,000)	37,630	33,856	34,588	28,629	34,673	43,901

(a) *Based on average shares outstanding.*

(b) *Amount represents less than $.01 per share.*

(c) *Exclusive of sales charge.*

(d) *Not annualized.*

(e) *Annualized.*

(f) *Amount inclusive of reduction in expenses due to undertaking.*

(g) *Amount inclusive of reduction in fees due to earnings credits.*

See notes to financial statements.

Class C Shares	Six Months Ended November 30, 2025 (Unaudited)	Year Ended May 31, 2025	2024	2023	2022	2021
Per Share Data ($):						
Net asset value, beginning of period	14.33	14.31	11.49	13.28	14.51	10.99
Investment Operations:						
Net investment (loss)[a]	(.06)	(.11)	(.07)	(.03)	(.08)	(.02)
Net realized and unrealized gain (loss) on investments	2.04	1.42	3.33	(.09)	(.43)	3.93
Total from Investment Operations	1.98	1.31	3.26	(.12)	(.51)	3.91
Distributions:						
Dividends from net realized gain on investments	-	(1.29)	(.44)	(1.67)	(.72)	(.39)
Net asset value, end of period	16.31	14.33	14.31	11.49	13.28	14.51
Total Return (%)[b]	13.82[c]	8.80	29.13	(.34)	(4.23)	35.98
Ratios/Supplemental Data (%):						
Ratio of total expenses to average net assets	1.88[d]	1.86	1.87	1.87	1.80	1.83
Ratio of net expenses to average net assets[e]	1.70[d]	1.70[f]	1.68[f]	1.70[f]	1.70	1.70
Ratio of net investment (loss) to average net assets[e]	(.83)[d]	(.78)[f]	(.57)[f]	(.25)[f]	(.54)	(.16)
Portfolio Turnover Rate	13.49[c]	27.23	30.51	21.98	24.86	30.42
Net Assets, end of period ($ x 1,000)	924	907	1,036	1,280	1,691	1,736

(a) *Based on average shares outstanding.*

(b) *Exclusive of sales charge.*

(c) *Not annualized.*

(d) *Annualized.*

(e) *Amount inclusive of reduction in expenses due to undertaking.*

(f) *Amount inclusive of reduction in fees due to earnings credits.*

See notes to financial statements.

Class I Shares	Six Months Ended November 30, 2025 (Unaudited)	Year Ended May 31, 2025	2024	2023	2022	2021
Per Share Data ($):						
Net asset value, beginning of period	19.08	18.56	14.75	16.50	17.80	13.38
Investment Operations:						
Net investment income[a]	.02	.04	.07	.11	.09	.13
Net realized and unrealized gain (loss) on investments	2.72	1.84	4.30	(.10)	(.55)	4.81
Total from Investment Operations	2.74	1.88	4.37	.01	(.46)	4.94
Distributions:						
Dividends from net investment income	-	(.07)	(.12)	(.09)	(.12)	(.13)
Dividends from net realized gain on investments	-	(1.29)	(.44)	(1.67)	(.72)	(.39)
Total Distributions	-	(1.36)	(.56)	(1.76)	(.84)	(.52)
Net asset value, end of period	21.82	19.08	18.56	14.75	16.50	17.80
Total Return (%)	14.36[b]	9.89	30.41	.62	(3.26)	37.43
Ratios/Supplemental Data (%):						
Ratio of total expenses to average net assets	.70[c]	.70	.72	.73	.70	.72
Ratio of net expenses to average net assets	.70[c],[d]	.70[e]	.69[d],[e]	.70[d],[e]	.70	.70[d]
Ratio of net investment income to average net assets	.17[c],[d]	.23[e]	.42[d],[e]	.75[d],[e]	.47	.81[d]
Portfolio Turnover Rate	13.49[b]	27.23	30.51	21.98	24.86	30.42
Net Assets, end of period ($ x 1,000)	44,479	42,110	46,683	40,185	77,438	68,681

[a] *Based on average shares outstanding.*

[b] *Not annualized.*

[c] *Annualized.*

[d] *Amount inclusive of reduction in expenses due to undertaking.*

[e] *Amount inclusive of reduction in fees due to earnings credits.*

See notes to financial statements.

Class Y Shares	Six Months Ended November 30, 2025 (Unaudited)	Year Ended May 31, 2025	2024	2023	2022	2021
Per Share Data ($):						
Net asset value, beginning of period	19.21	18.68	14.84	16.59	17.89	13.45
Investment Operations:						
Net investment income[a]	.02	.05	.07	.12	.09	.07
Net realized and unrealized gain (loss) on investments	2.74	1.84	4.33	(.10)	(.55)	4.89
Total from Investment Operations	2.76	1.89	4.40	.02	(.46)	4.96
Distributions:						
Dividends from net investment income	-	(.07)	(.12)	(.10)	(.12)	(.13)
Dividends from net realized gain on investments	-	(1.29)	(.44)	(1.67)	(.72)	(.39)
Total Distributions	-	(1.36)	(.56)	(1.77)	(.84)	(.52)
Net asset value, end of period	21.97	19.21	18.68	14.84	16.59	17.89
Total Return (%)	14.37[b]	9.88	30.42	.66	(3.24)	37.38
Ratios/Supplemental Data (%):						
Ratio of total expenses to average net assets	.77[c]	.77	.73	.69	.67	.74
Ratio of net expenses to average net assets	.70[c],[d]	.70[d],[e]	.68[d],[e]	.69[e]	.67	.70[d]
Ratio of net investment income to average net assets	.17[c],[d]	.24[d],[e]	.42[d],[e]	.76[e]	.49	.57[d]
Portfolio Turnover Rate	13.49[b]	27.23	30.51	21.98	24.86	30.42
Net Assets, end of period ($ x 1,000)	279	242	310	296	19,199	27,882

[a] *Based on average shares outstanding.*
[b] *Not annualized.*
[c] *Annualized.*
[d] *Amount inclusive of reduction in expenses due to undertaking.*
[e] *Amount inclusive of reduction in fees due to earnings credits.*

See notes to financial statements.

Class Z Shares	Six Months Ended November 30, 2025 (Unaudited)	Year Ended May 31, 2025	2024	2023	2022	2021
Per Share Data ($):						
Net asset value, beginning of period	19.16	18.64	14.81	16.56	17.86	13.43
Investment Operations:						
Net investment income[a]	.01	.03	.06	.10	.08	.12
Net realized and unrealized gain (loss) on investments	2.74	1.84	4.32	(.09)	(.55)	4.82
Total from Investment Operations	2.75	1.87	4.38	.01	(.47)	4.94
Distributions:						
Dividends from net investment income	-	(.06)	(.11)	(.09)	(.11)	(.12)
Dividends from net realized gain on investments	-	(1.29)	(.44)	(1.67)	(.72)	(.39)
Total Distributions	-	(1.35)	(.55)	(1.76)	(.83)	(.51)
Net asset value, end of period	21.91	19.16	18.64	14.81	16.56	17.86
Total Return (%)	14.35[b]	9.79	30.36	.58	(3.29)	37.38
Ratios/Supplemental Data (%):						
Ratio of total expenses to average net assets	.74[c]	.75	.77	.77	.74	.76
Ratio of net expenses to average net assets	.74[c]	.75[d]	.74[d],[e]	.75[d],[e]	.74	.75[e]
Ratio of net investment income to average net assets	.13[c]	.18[d]	.37[d],[e]	.69[d],[e]	.42	.77[e]
Portfolio Turnover Rate	13.49[b]	27.23	30.51	21.98	24.86	30.42
Net Assets, end of period ($ x 1,000)	424,642	384,140	380,984	315,181	337,126	365,956

[a] *Based on average shares outstanding.*
[b] *Not annualized.*
[c] *Annualized.*
[d] *Amount inclusive of reduction in fees due to earnings credits.*
[e] *Amount inclusive of reduction in expenses due to undertaking.*

See notes to financial statements.

NOTE 1—Significant Accounting Policies:

BNY Mellon Sustainable U.S. Equity Fund, Inc. (the "fund"), which is registered under the Investment Company Act of 1940, as amended (the "Act"), is a diversified open-end management investment company. The fund's investment objective is to seek long-term capital appreciation. BNY Mellon Investment Adviser, Inc. (the "Adviser"), a wholly-owned subsidiary of The Bank of New York Mellon Corporation ("BNY"), serves as the fund's investment adviser. Newton Investment Management Limited (the "Sub-Adviser" or "NIM"), an indirect wholly-owned subsidiary of BNY and an affiliate of the Adviser, serves as the fund's sub-adviser. NIM, located at 160 Queen Victoria Street, London, EC4V, 4LA, England, was formed in 1978. NIM has entered into a sub-sub-investment advisory agreement with its affiliate, Newton Investment Management North America, LLC ("NIMNA"), which enables NIMNA to provide certain advisory services to the Sub-Adviser for the benefit of the fund, including, but not limited to, portfolio management services. NIMNA is subject to the supervision of NIM and the Adviser. NIMNA is also an affiliate of the Adviser. NIMNA's principal office is located at BNY Mellon Center, 201 Washington Street, Boston, Massachusetts 02108. NIMNA is an indirect subsidiary of BNY.

BNY Mellon Securities Corporation (the "Distributor"), a wholly-owned subsidiary of the Adviser, is the distributor of the fund's shares. The fund is authorized to issue 700 million shares of $.001 par value Common Stock. The fund currently has authorized five classes of shares: Class A (100 million shares authorized), Class C (100 million shares authorized), Class I (150 million shares authorized), Class Y (150 million shares authorized) and Class Z (200 million shares authorized). Class A and Class C shares are sold primarily to retail investors through financial intermediaries and bear Distribution and/or Shareholder Services Plan fees. Class A shares generally are subject to a sales charge imposed at the time of purchase. Class A shares bought without an initial sales charge as part of an investment of $1 million or more may be charged a contingent deferred sales charge ("CDSC") of 1.00% if redeemed within one year. Class C shares are subject to a CDSC imposed on Class C shares redeemed within one year of purchase. Class C shares automatically convert to Class A shares eight years after the date of purchase, without the imposition of a sales charge. Class I shares are sold primarily to bank trust departments and other financial service providers (including BNY and its affiliates), acting on behalf of customers having a qualified trust or an investment account or relationship at such institution, and bear no Distribution or Shareholder Services Plan fees. Class Y shares are sold at net asset value per share generally to institutional investors, and bear no Distribution or Shareholder Services Plan fees. Class Z shares are sold at net asset value per share to certain shareholders of the fund. Class Z shares generally are not available for new accounts and bear Shareholder Services Plan fees. Class I, Class Y and Class Z shares are offered without a front-end sales charge or CDSC. Other differences between the classes include the services offered to and the expenses borne by each class, the allocation of certain transfer agency costs and certain voting rights. Income, expenses (other than expenses attributable to a specific class), and realized and unrealized gains or losses on investments are allocated to each class of shares based on its relative net assets.

The Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") is the exclusive reference of authoritative U.S. generally accepted accounting principles ("GAAP") recognized by the FASB to be applied by nongovernmental entities. Rules and interpretive releases of the SEC under authority of federal laws are also sources of authoritative GAAP for SEC registrants. The fund is an investment company and applies the accounting and reporting guidance of the FASB ASC Topic 946 Financial Services-Investment Companies. The fund's financial statements are prepared in accordance with GAAP, which may require the use of management estimates and assumptions. Actual results could differ from those estimates.

The fund enters into contracts that contain a variety of indemnifications. The fund's maximum exposure under these arrangements is unknown. The fund does not anticipate recognizing any loss related to these arrangements.

(a) Portfolio valuation: The fair value of a financial instrument is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., the exit price). GAAP establishes a fair value hierarchy that prioritizes the inputs of valuation techniques used to measure fair value. This hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

Additionally, GAAP provides guidance on determining whether the volume and activity in a market has decreased significantly and whether such a decrease in activity results in transactions that are not orderly. GAAP requires enhanced disclosures around valuation inputs and techniques used during annual and interim periods.

Various inputs are used in determining the value of the fund's investments relating to fair value measurements. These inputs are summarized in the three broad levels listed below:

Level 1—unadjusted quoted prices in active markets for identical investments.

Level 2—other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.).

Level 3—significant unobservable inputs (including the fund's own assumptions in determining the fair value of investments).

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

Changes in valuation techniques may result in transfers in or out of an assigned level within the disclosure hierarchy. Valuation techniques used to value the fund's investments are as follows:

The fund's Board of Directors (the "Board") has designated the Adviser as the fund's valuation designee to make all fair value determinations with respect to the fund's portfolio investments, subject to the Board's oversight and pursuant to Rule 2a-5 under the Act.

Investments in equity securities are valued at the last sales price on the securities exchange or national securities market on which such securities are primarily traded. Securities listed on the National Market System for which market quotations are available are valued at the official closing price or, if there is no official closing price that day, at the last sales price. For open short positions, asked prices are used for valuation purposes. Bid price is used when no asked price is available. Registered investment companies that are not traded on an exchange are valued at their net asset value. All of the preceding securities are generally categorized within Level 1 of the fair value hierarchy.

Securities not listed on an exchange or the national securities market, or securities for which there were no transactions, are valued at the average of the most recent bid and asked prices. These securities are generally categorized within Level 2 of the fair value hierarchy.

Fair valuing of securities may be determined with the assistance of a pricing service using calculations based on indices of domestic securities and other appropriate indicators, such as prices of relevant American Depositary Receipts and futures. Utilizing these techniques may result in transfers between Level 1 and Level 2 of the fair value hierarchy.

When market quotations or official closing prices are not readily available, or are determined not to accurately reflect fair value, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded, but before the fund calculates its net asset value, the fund may value these investments at fair value as determined in accordance with the procedures approved by the Board. Certain factors may be considered when fair valuing investments such as: fundamental analytical data, the nature and duration of restrictions on disposition, an evaluation of the forces that influence the market in which the securities are purchased and sold, and public trading in similar securities of the issuer or comparable issuers. These securities are either categorized within Level 2 or 3 of the fair value hierarchy depending on the relevant inputs used.

For securities where observable inputs are limited, assumptions about market activity and risk are used and such securities are generally categorized within Level 3 of the fair value hierarchy.

The following is a summary of the inputs used as of November 30, 2025 in valuing the fund's investments:

	Level 1 - Unadjusted Quoted Prices	Level 2- Other Significant Observable Inputs	Level 3- Significant Unobservable Inputs	Total
Assets ($)				
Investments in Securities:†				
Equity Securities - Common Stocks	506,088,641	—	—	**506,088,641**
Investment Companies	1,936,874	—	—	**1,936,874**
	508,025,515	**—**	**—**	**508,025,515**

† *See Schedule of Investments for additional detailed categorizations, if any.*

(b) Foreign currency transactions: The fund does not isolate that portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in the market prices of securities held. Such fluctuations are included with the net realized and unrealized gain or loss on investments.

Net realized foreign exchange gains or losses arise from sales of foreign currencies, currency gains or losses realized on securities transactions between trade and settlement date, and the difference between the amounts of dividends, interest and foreign withholding taxes recorded on the fund's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains and losses arise from changes in the value of assets and liabilities other than investments resulting from changes in exchange rates. Foreign currency gains and losses on foreign currency transactions are also included with net realized and unrealized gain or loss on investments.

Foreign taxes: The fund may be subject to foreign taxes (a portion of which may be reclaimable) on income, stock dividends, realized and unrealized capital gains on investments or certain foreign currency transactions. Foreign taxes are recorded in accordance with the applicable foreign tax regulations and rates that exist in the foreign jurisdictions in which the fund invests. These foreign taxes, if any, are paid by the fund and are reflected in the Statement of Operations, if applicable. Foreign taxes payable or deferred or those subject to reclaims as of November 30, 2025, if any, are disclosed in the fund's Statement of Assets and Liabilities.

(c) Securities transactions and investment income: Securities transactions are recorded on a trade date basis. Realized gains and losses from securities transactions are recorded on the identified cost basis. Dividend income is recognized on the ex-dividend date and interest income, including, where applicable, accretion of discount and amortization of premium on investments, is recognized on the accrual basis.

(d) Affiliated issuers: Investments in other investment companies advised by the Adviser are considered "affiliated" under the Act.

(e) Market Risk: The value of the securities in which the fund invests may be affected by political, regulatory, economic and social developments, and developments that impact specific economic sectors, industries or segments of the market. In addition, turbulence in financial markets and reduced liquidity in equity, credit and/or fixed-income markets may negatively affect many issuers, which could adversely affect the fund. Global economies and financial markets are becoming increasingly interconnected, and conditions and events in one country, region or financial market may adversely impact issuers in a different country, region or financial market. These risks may be magnified if certain events or developments adversely interrupt the global supply chain; in these and other circumstances, such risks might affect companies world-wide.

Sustainable Investment Approach Risk: The fund's sustainable investment approach may cause it to make different investments than funds that invest principally in equity securities of U.S. companies that do not incorporate sustainable investment criteria when selecting investments. Under certain economic conditions, this could cause the fund to underperform funds that do not incorporate similar criteria. For example, the incorporation of sustainable investment criteria may result in the fund forgoing opportunities to buy certain securities when it might otherwise be advantageous to do so or selling securities when it might otherwise be disadvantageous for the fund to do so. The incorporation of sustainable investment criteria may also affect the fund's exposure to certain sectors and/or types of investments, and may adversely impact the fund's performance depending on whether such sectors or investments are in or out of favor in the market. NIM's security selection process incorporates Environmental, Social, and Governance ("ESG") data provided by third parties, which may be limited for certain companies and/or only take into account one or a few ESG related components. In addition, ESG data may include qualitative and/or quantitative measures, and consideration of the data may be subjective. Different methodologies may be used by the various data sources that provide ESG data. ESG data from third parties used by NIM as part of its sustainable investment process often lacks standardization, consistency and transparency, and for certain companies such data may not be available, complete or accurate. NIM's evaluation of ESG factors relevant to a particular company may be adversely affected in such instances. As a result, the fund's investments may differ from, and potentially underperform, funds that incorporate ESG data from other sources or utilize other methodologies.

(f) Dividends and distributions to shareholders: Dividends and distributions are recorded on the ex-dividend date. Dividends from net investment income and dividends from net realized capital gains, if any, are normally declared and paid annually, but the fund may make distributions on a more frequent basis to comply with the distribution requirements of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent that net realized capital gains can be offset by capital loss carryovers, it is the policy of the fund not to distribute such gains. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from GAAP.

(g) Federal income taxes: It is the policy of the fund to continue to qualify as a regulated investment company, if such qualification is in the best interests of its shareholders, by complying with the applicable provisions of the Code, and to make distributions of taxable income and net realized capital gain sufficient to relieve it from substantially all federal income and excise taxes.

As of and during the period ended November 30, 2025, the fund did not have any liabilities for any uncertain tax positions. The fund recognizes interest and penalties, if any, related to uncertain tax positions as income tax expense in the Statement of Operations. During the period ended November 30, 2025, the fund did not incur any interest or penalties.

Each tax year in the three-year period ended May 31, 2025 remains subject to examination by the Internal Revenue Service and state taxing authorities.

The tax character of distributions paid to shareholders during the fiscal year ended May 31, 2025 were as follows: ordinary income $1,470,245 and long-term capital gains $30,781,044. The tax character of current year distributions will be determined at the end of the current fiscal year.

(h) Operating segment reporting: In this reporting period, the fund adopted FASB Accounting Standards Update 2023-07, Segment Reporting (Topic 280) - Improvements to Reportable Segment Disclosures ("ASU 2023-07"). Adoption of the new standard impacted financial statement disclosures only and did not affect the fund's financial position or the results of its operations. The ASU 2023-07 is effective for public entities for fiscal years beginning after December 15, 2023, and requires retrospective application for all prior periods presented within the financial statements.

Since its commencement, the fund operates and is managed as a single reportable segment deriving returns in the form of dividends, interest and/or gains from the investments made in pursuit of its single stated investment objective as outlined in the fund's prospectus. The accounting policies of the fund are consistent with those described in these Notes to Financial Statements. The chief operating decision maker ("CODM") is represented by BNY Investments. The CODM is comprised of Senior Management and Directors of BNY Investments. The CODM considers net increase in net assets resulting from operations in deciding whether to purchase additional investments or to make distributions to fund shareholders. Detailed financial information for the fund is disclosed within these financial statements with total assets and liabilities disclosed on the Statement of Assets and Liabilities, investments held on the Schedule of Investments, results of operations and significant segment expenses on the Statement of Operations and other information about the fund's performance, including total return, portfolio turnover and ratios within the Financial Highlights.

NOTE 2—Bank Lines of Credit:

The fund participates with other long-term open-end funds managed by the Adviser in a $738 million unsecured credit facility led by Citibank, N.A. (the "Citibank Credit Facility") and a $300 million unsecured credit facility provided by BNY (the "BNY Credit Facility"), each to be utilized primarily for temporary or emergency purposes, including the financing of redemptions (each, a "Facility"). The Citibank Credit Facility is available in two tranches: (i) Tranche A is in an amount equal to $618 million and is available to all long-term open-ended funds, including the fund, and (ii) Tranche B is an amount equal to $120 million and is available only to BNY Mellon Floating Rate Income Fund, a series of BNY Mellon Investment Funds IV, Inc. In connection therewith, the fund has agreed to pay its pro rata portion of commitment fees for Tranche A of the Citibank Credit Facility and the BNY Credit Facility. Interest is charged to the fund based on rates determined pursuant to the terms of the respective Facility at the time of borrowing. During the period ended November 30, 2025, the fund did not borrow under either Facility.

NOTE 3—Management Fee, Sub-Advisory Fee and Other Transactions with Affiliates:

(a) Pursuant to a management agreement (the "Agreement") with the Adviser, the management fee is computed at the annual rate of .60% of the value of the fund's average daily net assets and is payable monthly. Pursuant to the Agreement, if in any fiscal year, the aggregate expenses of Class Z shares (excluding taxes, interest on borrowings and extraordinary expenses) exceed 1½% of the value of the average daily net assets of Class Z shares, the fund may deduct from the fees paid to the Adviser, or the Adviser will bear such excess expense. During the period ended November 30, 2025, there was no expense reimbursement pursuant to the Agreement.

The Adviser has contractually agreed, from June 1, 2025 through September 30, 2026, to waive receipt of its fees and/or assume the direct expenses of the fund so that the direct expenses of none of the fund's share classes (excluding Rule 12b-1 Distribution Plan fees, Shareholder Services Plan fees, taxes, interest expense, brokerage commissions, commitment fees on borrowings and extraordinary expenses) exceed .70% of the value of the fund's average daily net assets. On or after September 30, 2026, the Adviser may terminate this expense limitation agreement at any time. The reduction in expenses, pursuant to the undertaking, amounted to $6,191 during the period ended November 30, 2025.

Pursuant to a sub-investment advisory agreement between the Adviser and the Sub-Adviser, the Sub-Adviser is responsible for the day-to-day management of the fund's portfolio. The Adviser pays the Sub-Adviser a monthly fee at an annual percentage of the value of the fund's average daily net assets. The Adviser has obtained an exemptive order from the SEC (the "Order"), upon which the fund may rely, to use a manager of managers approach that permits the Adviser, subject to certain conditions and approval by the Board, to enter into and materially amend sub-investment advisory agreements with one or more sub-advisers who are either unaffiliated with the Adviser or are wholly-owned subsidiaries (as defined under the Act) of the Adviser's ultimate parent company, BNY, without obtaining shareholder approval. The Order also allows the fund to disclose the sub-advisory fee paid by the Adviser to any unaffiliated sub-adviser in the aggregate with other unaffiliated sub-advisers in documents filed with the SEC and provided to shareholders. In addition, pursuant to the Order, it is not necessary to disclose the sub-advisory fee payable by the Adviser separately to a sub-adviser that is a wholly-owned subsidiary of BNY in documents filed with the SEC and provided to shareholders; such fees are to be aggregated with fees payable to the Adviser. The Adviser has ultimate responsibility (subject to oversight by the Board) to supervise any sub-adviser and recommend the hiring, termination, and replacement of any sub-adviser to the Board.

During the period ended November 30, 2025, the Distributor retained $447 from commissions earned on sales of the fund's Class A shares.

(b) Under the Distribution Plan adopted pursuant to Rule 12b-1 under the Act, Class C shares pay the Distributor for distributing its shares at an annual rate of .75% of the value of its average daily net assets. The Distributor may pay one or more Service Agents in respect of advertising, marketing and other distribution services, and determines the amounts, if any, to be paid to Service Agents and the basis on which such payments are made. During the period ended November 30, 2025, Class C shares were charged $3,384 pursuant to the Distribution Plan.

(c) Under the Shareholder Services Plan, Class A and Class C shares pay the Distributor at an annual rate of .25% of the value of their average daily net assets for the provision of certain services. The services provided may include personal services relating to shareholder accounts, such as answering shareholder inquiries regarding the fund, and services related to the maintenance of shareholder accounts. The Distributor may make payments to Service Agents (securities dealers, financial institutions or other industry professionals) with respect to these services. The Distributor determines the amounts to be paid to Service Agents. During the period ended November 30, 2025, Class A and Class C shares were charged $46,476 and $1,128, respectively, pursuant to the Shareholder Services Plan.

Under the Shareholder Services Plan, Class Z shares reimburse the Distributor at an amount not to exceed an annual rate of .25% of the value of Class Z shares' average daily net assets for certain allocated expenses of providing personal services and/or maintaining shareholder accounts. The services provided may include personal services relating to shareholder accounts, such as answering shareholder inquiries regarding Class Z shares, and services related to the maintenance of shareholder accounts. During the period ended November 30, 2025, Class Z shares were charged $98,966 pursuant to the Shareholder Services Plan.

The fund has an arrangement with BNY Mellon Transfer, Inc., (the "Transfer Agent"), a subsidiary of BNY and an affiliate of the Adviser, whereby the fund may receive earnings credits when positive cash balances are maintained, which are used to offset Transfer Agent fees. For financial reporting purposes, the fund includes transfer agent net earnings credits, if any, as an expense offset in the Statement of Operations.

The fund has an arrangement with The Bank of New York Mellon (the "Custodian"), a subsidiary of BNY and an affiliate of the Adviser, whereby the fund will receive interest income or be charged overdraft fees when cash balances are maintained. For financial reporting purposes, the fund includes this interest income and overdraft fees, if any, as interest income in the Statement of Operations.

The fund compensates the Transfer Agent, under a transfer agency agreement, for providing transfer agency and cash management services for the fund. The majority of Transfer Agent fees are comprised of amounts paid on a per account basis, while cash management fees are related to fund subscriptions and redemptions. During the period ended November 30, 2025, the fund was charged $28,393 for transfer agency services. These fees are included in Shareholder servicing costs in the Statement of Operations.

The fund compensates the Custodian, under a custody agreement, for providing custodial services for the fund. These fees are determined based on net assets, geographic region and transaction activity. During the period ended November 30, 2025, the fund was charged $3,012 pursuant to the custody agreement.

During the period ended November 30, 2025, the fund was charged $9,132 for services performed by the fund's Chief Compliance Officer and his staff. These fees are included in Chief Compliance Officer fees in the Statement of Operations.

The fund compensates the Custodian for providing shareholder reporting and regulatory services for the fund. These fees are included in Shareholder and regulatory reports service fees in the Statement of Operations. During the period ended November 30, 2025, the Custodian was compensated $15,500 for financial reporting and regulatory services.

The components of "Due to BNY Mellon Investment Adviser, Inc. and affiliates" in the Statement of Assets and Liabilities consist of: Management fee of $249,611, Distribution Plan fees of $564, Shareholder Services Plan fees of $30,205, Custodian fees of $2,343, Chief Compliance Officer fees of $3,214, Transfer Agent fees of $15,340 and Shareholder and regulatory reports service fees of $8,333, which are offset against an expense reimbursement currently in effect in the amount of $1,379.

(d) Each board member of the fund also serves as a board member of other funds in the BNY Mellon Family of Funds complex. Annual retainer fees and attendance fees are allocated to each fund based on net assets.

NOTE 4—Securities Transactions:

The aggregate amount of purchases and sales of investment securities, excluding short-term securities, during the period ended November 30, 2025, amounted to $66,046,259 and $82,786,150, respectively.

At November 30, 2025, accumulated net unrealized appreciation on investments was $235,477,771, consisting of $251,012,224 gross unrealized appreciation and $15,534,453 gross unrealized depreciation.

At November 30, 2025, the cost of investments for federal income tax purposes was substantially the same as the cost for financial reporting purposes (see the Schedule of Investments).

Item 8. Changes in and Disagreements with Accountants for Open-End Management Investment Companies (Unaudited)

N/A

Item 9. Proxy Disclosures for Open-End Management Investment Companies (Unaudited)

N/A

Item 10. Remuneration Paid to Directors, Officers, and Others of Open-End Management Investment Companies (Unaudited)

Each board member also serves as a board member of other funds in the BNY Mellon Family of Funds complex, and annual retainer fees and meeting attendance fees are allocated to each fund based on net assets. The fund is charged for services performed by the fund's Chief Compliance Officer. Compensation paid by the fund during the period to the board members and the Chief Compliance Officer are within Item 7. Statement of Operations as Directors' fees and expenses and Chief Compliance Officer fees, respectively. The aggregate amount of Directors' fees and expenses and Chief Compliance Officer fees paid by the fund during the period was $18,082.

Item 11. Statement Regarding Basis for Approval of Investment Advisory Contracts (Unaudited)

At a meeting of the fund's Board of Directors (the "Board") held on August 13-14, 2025, the Board considered the renewal of the fund's Management Agreement, pursuant to which the Adviser provides the fund with investment advisory and administrative services, the Sub-Investment Advisory Agreement, pursuant to which Newton Investment Management Limited (the "Sub-Adviser" or "NIM") provides day-to-day management of the fund's investments, and the Sub-Sub-Investment Advisory Agreement (collectively with the Management Agreement and the Sub-Investment Advisory Agreement, the "Agreements") between NIM and Newton Investment Management North America, LLC ("NIMNA"), pursuant to which NIMNA provides certain advisory services to NIM for the benefit of the fund, including, but not limited to, portfolio management services. The Board members, none of whom are "interested persons" (as defined in the Investment Company Act of 1940, as amended) of the fund, were assisted in their review by independent legal counsel and met with counsel in executive session separate from representatives of the Adviser and the Sub-Adviser. In considering the renewal of the Agreements, the Board considered several factors that it believed to be relevant, including those discussed below. The Board did not identify any one factor as dispositive, and each Board member may have attributed different weights to the factors considered.

<u>Analysis of Nature, Extent, and Quality of Services Provided to the Fund.</u> The Board considered information provided to it at the meeting and in previous presentations from representatives of the Adviser regarding the nature, extent, and quality of the services provided to funds in the BNY fund complex, including the fund. The Adviser provided the number of open accounts in the fund, the fund's asset size and the allocation of fund assets among distribution channels. The Adviser also had previously provided information regarding the diverse intermediary relationships and distribution channels of funds in the BNY fund complex (such as retail direct or intermediary, in which intermediaries typically are paid by the fund and/or the Adviser) and the Adviser's corresponding need for broad, deep, and diverse resources to be able to provide ongoing shareholder services to each intermediary or distribution channel, as applicable to the fund.

The Board also considered research support available to, and portfolio management capabilities of, the fund's portfolio management personnel and that the Adviser also provides oversight of day-to-day fund operations, including fund accounting and administration and assistance in meeting legal and regulatory requirements. The Board also considered the Adviser's extensive administrative, accounting and compliance infrastructures, as well as the Adviser's supervisory activities over the Sub-Adviser. The Board also considered portfolio management's brokerage policies and practices (including that there are no soft dollar arrangements in place for the fund) and the standards applied in seeking best execution.

<u>Comparative Analysis of the Fund's Performance and Management Fee and Expense Ratio.</u> The Board reviewed reports prepared by Broadridge Financial Solutions, Inc. ("Broadridge"), an independent provider of investment company data based on classifications provided by Thomson Reuters Lipper ("Lipper"), which included information comparing (1) the performance of the fund's Class I shares with the performance of a group of institutional large-cap core funds selected by Broadridge as comparable to the fund (the "Performance Group 1") and with a broader group of funds consisting of all retail and institutional large-cap core funds (the "Performance Universe"), all for various periods ended June 30, 2025; (2) at the request of the Adviser, the performance of the fund's Class I shares with the performance of a second group of institutional large-cap core funds with an above average Morningstar ESG (environmental, social and governance) Sustainability Rating and Portfolio ESG Managed Risk Score selected by Broadridge (the "Performance Group 2"), all for various periods ended June 30, 2025; and (3) the fund's actual and contractual management fees and total expenses with those of two groups of comparable funds, one identical to Performance Group 1 (the "Expense Group 1") and the other identical to Performance Group 2 (the "Expense Group 2"), and with a broader group of funds consisting of other institutional large-cap core funds, excluding outliers (the "Expense Universe"), the information for which was derived in part from fund financial statements available to Broadridge as of the date of its analysis. The Adviser previously had furnished the Board with a description of the methodology Broadridge used to select the Performance Groups and Performance Universe and the Expense Groups and Expense Universe.

Performance Comparisons. Representatives of the Adviser stated that the usefulness of performance comparisons may be affected by a number of factors, including different investment limitations and policies that may be applicable to the fund and comparison funds and the end date selected. The Board also considered the fund's performance in light of overall financial market conditions. The Board discussed with representatives of the Adviser and the Sub-Adviser the results of the comparisons and considered that the fund's total return performance was below the Performance Group 1 median for each period, except for the two-year period when the fund's total return performance was above the Performance Group 1 median, and was equal to or above the Performance Group 2 median for each period, except for the ten-year period when the fund's total return performance was below the Performance Group 2 median, and was below the Performance Universe median for each period, except for the two-year period when the fund's total return performance was above the Performance Universe median. The Board discussed with representatives of the Adviser and the Sub-Adviser the reasons for the fund's underperformance versus the Performance Group 1 and Performance Universe during certain periods under review and noted that the portfolio managers are very experienced and continued to apply a consistent investment strategy. The Adviser also provided a comparison of the fund's calendar year total returns to the returns of the fund's benchmark index. The Board noted that the fund had an above average Sustainability Rating from Morningstar.

Management Fee and Expense Ratio Comparisons. The Board reviewed and considered the contractual management fee rate payable by the fund to the Adviser in light of the nature, extent and quality of the management services and the sub-advisory services provided by the Adviser and the Sub-Adviser, respectively. In addition, the Board reviewed and considered the actual management fee rate paid by the fund over the fund's last fiscal year, which included reductions for an expense limitation arrangement in place that reduced the management fee paid to the Adviser. The Board also reviewed the range of actual and contractual management fees and total expenses as a percentage of average net assets of the Expense Group and Expense Universe funds and discussed the results of the comparisons.

The Board considered that the fund's contractual management fee was approximately equivalent to the Expense Group 1 median and lower than the Expense Group 2 median contractual management fee, the fund's actual management fee was higher than the Expense Group 1 median, equal to the Expense Group 2 median and higher than the Expense Universe median actual management fee, and the fund's total expenses were lower than the Expense Group 1 median, approximately equivalent to the Expense Group 2 median and approximately equivalent to the Expense Universe median total expenses.

Representatives of the Adviser stated that the Adviser has contractually agreed, until September 30, 2026, to waive receipt of its fees and/or assume the direct expenses of the fund so that the direct expenses of none of the fund's share classes (excluding Rule 12b-1 fees, shareholder services fees, taxes, interest expense, brokerage commissions, commitment fees on borrowings and extraordinary expenses) exceed .70% of the fund's average daily net assets.

Representatives of the Adviser reviewed with the Board the management or investment advisory fees paid by funds advised by the Adviser that are in the same Lipper category as the fund (the "Similar Funds") and explained the nature of the Similar Funds. They discussed differences in fees paid and the relationship of the fees paid in light of any differences in the services provided and other relevant factors. The Board considered the relevance of the fee information provided for the Similar Funds to evaluate the appropriateness of the fund's management fee. Representatives of the Adviser noted that there were no separate accounts and/or other types of client portfolios advised by the Adviser or the Sub-Adviser that are considered to have similar investment strategies and policies as the fund.

The Board considered the fee payable to the Sub-Adviser in relation to the fee payable to the Adviser by the fund and the respective services provided by the Sub-Adviser and the Adviser. The Board also took into consideration that the Sub-Adviser's fee is paid by the Adviser, out of its fee from the fund, and not the fund.

Analysis of Profitability and Economies of Scale. Representatives of the Adviser reviewed the expenses allocated and profit received by the Adviser and its affiliates and the resulting profitability percentage for managing the fund and the aggregate profitability percentage to the Adviser and its affiliates for managing the funds in the BNY fund complex, and the method used to determine the expenses and profit. The Board concluded that the profitability results were not excessive, given the services rendered and service levels provided by the Adviser and its affiliates. The Board also considered the expense limitation arrangement and its effect on the profitability of the Adviser and its affiliates. The Board also had been provided with information prepared by an independent consulting firm regarding the Adviser's approach to allocating costs to, and determining the profitability of, individual funds and the entire BNY fund complex. The consulting firm also had analyzed where any economies of scale might emerge in connection with the management of a fund.

The Board considered, on the advice of its counsel, the profitability analysis (1) as part of its evaluation of whether the fees under the Agreements, considered in relation to the mix of services provided by the Adviser and the Sub-Adviser, including the nature, extent and quality of such services, supported the renewal of the Agreements and (2) in light of the relevant circumstances for the fund and the extent to which economies of scale would be realized if the fund grows and whether fee levels reflect these economies of scale for the benefit of fund shareholders. Representatives of the Adviser stated that a discussion of economies of scale is predicated on a fund having achieved a substantial size with increasing assets and that, if a fund's assets had been stable or decreasing, the possibility that the Adviser may have realized any economies of scale would be less. Representatives of the Adviser also stated that, as a result of shared and allocated costs among funds in the BNY fund complex, the extent of economies of scale could depend substantially on the level of assets in the complex as a whole, so that increases and decreases in complex-wide assets can affect potential economies of scale in a manner that is disproportionate to, or even in the opposite direction from, changes in the fund's asset level. The Board also considered potential benefits to the Adviser and the Sub-Adviser from acting as investment adviser and sub-investment adviser, respectively, and took into consideration that there were no soft dollar arrangements in effect for trading the fund's investments.

At the conclusion of these discussions, the Board agreed that it had been furnished with sufficient information to make an informed business decision with respect to the renewal of the Agreements. Based on the discussions and considerations as described above, the Board concluded and determined as follows.

- The Board concluded that the nature, extent and quality of the services provided by the Adviser and the Sub-Adviser are satisfactory and appropriate.
- The Board was satisfied with the experience of the fund's portfolio managers and the investment strategy employed for the fund and the fund's relative performance when compared to the performance of the funds included in Performance Group 2.
- The Board concluded that the fees paid to the Adviser and the Sub-Adviser continued to be appropriate under the circumstances and in light of the factors and the totality of the services provided as discussed above.
- The Board determined that the economies of scale which may accrue to the Adviser and its affiliates in connection with the management of the fund had been adequately considered by the Adviser in connection with the fee rate charged to the fund pursuant to the Management Agreement and that, to the extent in the future it were determined that material economies of scale had not been shared with the fund, the Board would seek to have those economies of scale shared with the fund.

In evaluating the Agreements, the Board considered these conclusions and determinations and also relied on its previous knowledge, gained through meetings and other interactions with the Adviser and its affiliates and the Sub-Adviser, of the Adviser and the Sub-Adviser and the services provided to the fund by the Adviser and the Sub-Adviser. The Board also relied on information received on a routine and regular basis throughout the year relating to the operations of the fund and the investment management and other services provided under the Agreements, including information on the investment performance of the fund in comparison to similar mutual funds and benchmark performance indices; general market outlook as applicable to the fund; and compliance reports. In addition, the Board's consideration of the contractual fee arrangements for the fund had the benefit of a number of years of reviews of the Agreements for the fund, or substantially similar agreements for other BNY funds that the Board oversees, during which lengthy discussions took place between the Board and representatives of the Adviser. Certain aspects of the arrangements may receive greater scrutiny in some years than in others, and the Board's conclusions may be based, in part, on its consideration of the fund's arrangements, or substantially similar arrangements for other BNY funds that the Board oversees, in prior years. The Board determined to renew the Agreements.

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