



WILSHIRE MUTUAL FUNDS

ANNUAL REPORT

LARGE COMPANY GROWTH PORTFOLIO
LARGE COMPANY VALUE PORTFOLIO
SMALL COMPANY GROWTH PORTFOLIO
SMALL COMPANY VALUE PORTFOLIO
WILSHIRE 5000 INDEXSM FUND
WILSHIRE INTERNATIONAL EQUITY FUND
WILSHIRE INCOME OPPORTUNITIES FUND

December 31, 2016

<http://advisor.wilshire.com>

WILSHIRE MUTUAL FUNDS

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This report is for the general information of the shareholders of Large Company Growth Portfolio, Large Company Value Portfolio, Small Company Growth Portfolio, Small Company Value Portfolio, Wilshire 5000 IndexSM Fund, Wilshire International Equity Fund and Wilshire Income Opportunities Fund. Its use in connection with any offering of a Portfolio's shares is authorized only if accompanied or preceded by the Portfolio's current prospectus.

Wilshire Mutual Funds, Inc. are distributed by Ultimus Fund Distributors, LLC.

WILSHIRE MUTUAL FUNDS

LETTER TO SHAREHOLDERS (UNAUDITED)



Dear Wilshire Mutual Fund Shareholder:

We are pleased to present this annual report to all shareholders of the Wilshire Mutual Funds. This report covers the period from January 1, 2016 to December 31, 2016, for all share classes of the Large Company Growth Portfolio, Large Company Value Portfolio, Small Company Growth Portfolio, Small Company Value Portfolio, Wilshire 5000 Index Fund, Wilshire International Equity Fund, and Wilshire Income Opportunities Fund.

Market Environment

U.S. Equity Market

The U.S. stock market, represented by the Wilshire 5000 Total Market IndexSM, was up 4.5% for the fourth quarter and 13.4% for 2016. This marks the Index's eighth straight annual gain. A portion of that "winning streak" is due to a rebound from the global financial crisis sell-off. However, the market has continued to produce strong returns after the initial recovery, with a 14% annualized gain over the past four years. Following several rocky months to begin the year, U.S. equities trended upward for the rest of 2016. The fourth quarter benefitted from strong economic growth and signs of confidence from the Federal Reserve.

During the year, small-cap stocks outpaced large-cap stocks, with the Wilshire U.S. Small-Cap IndexSM and the Wilshire U.S. Large-Cap IndexSM returning 22.4% and 12.5%, respectively. The strong overall return for the Wilshire 5000 Total Market Index masked a wide performance dispersion between investment styles and among industries for the year. Value-oriented stocks handily outpaced growth stocks across the capitalization spectrum. The Wilshire U.S. Large-Cap Value IndexSM and the Wilshire U.S. Small-Cap Value IndexSM outpaced their growth oriented counterparts by 6.47% and 10.71%, respectively. Sector-wise, commodity-influenced and interest rate sensitive sectors rallied as dividend-oriented and higher yielding sectors lagged. For the year, Telecom Services, Energy, Financials, and Materials were the top performing sectors returning 27.1%, 26.5%, 24.6%, and 22.8%, respectively, while Real Estate and Health Care trailed returning -4.6% and -2.8%, respectively.

International Equity Market

International developed equities trailed U.S. equities throughout much of the year, but ended the year in positive territory with the MSCI EAFE Index returning 1.0% for 2016. In local currency terms, non U.S. equity markets were in mostly positive territory for the calendar year. However, a strong U.S. dollar resulted in decreased returns for U.S. investors. Despite a strong 2016, the MSCI Emerging Markets Index returned 11.2% for the year, despite emerging market equities suffering during the fourth quarter following the U.S. election as investors feared weakening prospects for global trade and diminishing exports from emerging market countries. Higher U.S. interest rates and a stronger dollar hurt returns as well.

The first half of the year ended with increased volatility as uncertainty regarding the potential political contagion emanating from the United Kingdom's "Brexit" vote weighed on markets. Equity markets fell sharply immediately following the referendum, and the British pound slumped to its lowest level in 30 years. As in the U.S., foreign markets bounced back over the last few days of the second quarter erasing some of the earlier losses. During the second half of the year, the European Central Bank announced that it would be buying fewer sovereign bonds per month than previously scheduled as part of its current quantitative easing, but extended the buying period to December 2017. Japan also maintained an accommodative stance with a negative overnight rate.

Bond Market

The U.S. fixed income market, as measured by the Bloomberg Barclays U.S. Aggregate Bond Index, fell 3.0% for the fourth quarter, reversing some gains from the prior quarters, but ended the year in positive territory at 2.7%. After falling for much of the first half of 2016, U.S. Treasury yields reversed course and moved higher for the remainder of the year. The

WILSHIRE MUTUAL FUNDS

LETTER TO SHAREHOLDERS (UNAUDITED) - (CONTINUED)



bellwether 10-year Treasury yield reached a historic low of 1.37% in early July before climbing to end the year at 2.45%, accelerating its rise after the November election. At its December meeting, the Federal Open Market Committee decided to increase the federal funds rate by 0.25%, to a range of 0.50% to 0.75%, for only the second time since 2008.

After trending downward for nearly three years, the 10-year Treasury yield pushed higher during the fourth quarter. A similar pattern has been evident in the 10-year breakeven inflation rate. Both shifts this year occurred largely after November 8th. Whether it was the U.S. presidential election results or the removal of an unknown factor that spurred the change is uncertain, the timing is unmistakable. It is worth noting that Treasury yields moved higher during the first half of 2015 as well, before retreating on concerns about global economic growth.

Fund Performance Review

The Large Company Growth Portfolio Institutional Class returned 3.61%, underperforming the Russell 1000 Growth Index by 3.47%. The Large Company Value Portfolio Institutional Class returned 15.78%, underperforming the Russell 1000 Value Index by 1.56%. The Small Company Growth Portfolio Institutional Class returned 20.79%, outperforming the Russell 2000 Growth Index by 9.47%. The Small Company Value Portfolio Institutional Class returned 25.18%, underperforming the Russell 2000 Value Index by 6.58%. The Wilshire 5000 Index Fund Institutional Class returned 12.81%, underperforming the Wilshire 5000 Total Market Index by 0.56%. The Wilshire International Equity Fund Institutional Class returned 2.16%, underperforming the MSCI All Country World ex-U.S. Index by 2.34%. The Wilshire Income Opportunities Fund Institutional Class returned 3.82% for its since inception period, outperforming the Bloomberg Barclays U.S. Universal Index by 2.77% over that same period. We are pleased with each Fund's performance for 2016 and we are confident that each Fund is well-positioned for future growth.

As always, we sincerely appreciate your continued support and confidence in Wilshire Associates.

Sincerely,

A handwritten signature in black ink, appearing to read 'Jason Schwarz'.

Jason Schwarz
President, Wilshire Mutual Funds

The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. Returns assume reinvestment of all distributions.

Index returns are for illustrative purposes only and do not represent actual Fund performance. Index performance returns do not reflect any management fees, transactions costs or expenses. Indexes are unmanaged and one cannot invest directly in an index. Past performance does not guarantee future results.

Bonds and bond funds are subject to interest rate risk and will decline in value as interest rates rise.

In addition to the normal risks associated with investing, international investments may involve risk of capital loss from unfavorable fluctuation in currency values, from differences in generally accepted accounting principles or from social, economic or political instability in other nations. Investments in smaller companies typically exhibit higher volatility.

WILSHIRE MUTUAL FUNDS
LETTER TO SHAREHOLDERS (UNAUDITED) - (CONTINUED)



Investing involves risk including loss of principal. This report identifies the Portfolio's investments on December 31, 2016. These holdings are subject to change. Not all investments in each Portfolio performed the same, nor is there any guarantee that these investments will perform as well in the future. Market forecasts provided in this report may not occur.

The MSCI EAFE Index is an equity index which captures large and mid-cap representation across developed markets countries around the world, excluding the U.S. and Canada.

MSCI Emerging Markets Index is a free float-adjusted market capitalization index that is designed to measure equity market performance of emerging markets.

The MSCI Japan Index is a free float-adjusted market capitalization index that is designed to measure developed market equity performance in Japan.

The Wilshire 5000 Total Market IndexSM is widely accepted as the definitive benchmark for the U.S. equity market, and measures performance of all U.S. equity securities with readily available price data.

LARGE COMPANY GROWTH PORTFOLIO

COMMENTARY (UNAUDITED)



INVESTMENT CLASS SHARES

Average Annual Total Returns*

One Year Ended 12/31/16	3.33%
Five Years Ended 12/31/16	11.90%
Ten Years Ended 12/31/16	6.40%

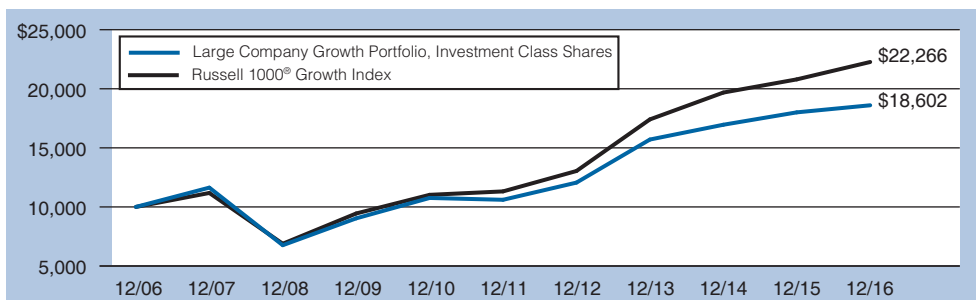
RUSSELL 1000® GROWTH INDEX⁽¹⁾

Average Annual Total Returns

One Year Ended 12/31/16	7.08%
Five Years Ended 12/31/16	14.50%
Ten Years Ended 12/31/16	8.33%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$10,000 Investment in Shares of Large Company Growth Portfolio, Investment Class Shares and the Russell 1000® Growth Index through 12/31/16.



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* Assumes reinvestment of all distributions.

⁽¹⁾ The Russell 1000® Growth Index is an unmanaged index that measures the performance of the largest 1,000 U.S. companies with higher price-to-book ratios and higher forecasted growth values. Index performance is presented for general comparative purposes. Unlike a mutual fund, the performance of an index assumes no transaction costs, management fees or other expenses. An individual cannot directly invest in any index.

LARGE COMPANY GROWTH PORTFOLIO
COMMENTARY (UNAUDITED) - (CONTINUED)



INSTITUTIONAL CLASS SHARES

*Average Annual Total Returns**

One Year Ended 12/31/16	3.61%
Five Years Ended 12/31/16	12.23%
Ten Years Ended 12/31/16	6.75%

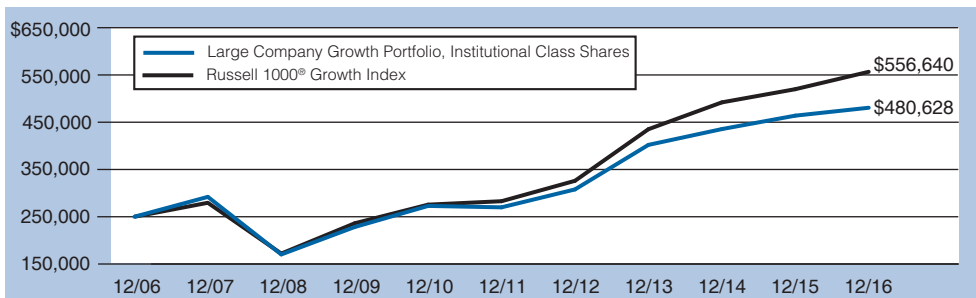
RUSSELL 1000® GROWTH INDEX⁽¹⁾

Average Annual Total Returns

One Year Ended 12/31/16	7.08%
Five Years Ended 12/31/16	14.50%
Ten Years Ended 12/31/16	8.33%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$250,000 Investment in Shares of Large Company Growth Portfolio, Institutional Class Shares and the Russell 1000® Growth Index through 12/31/16.



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LARGE COMPANY GROWTH PORTFOLIO

COMMENTARY (UNAUDITED) - (CONTINUED)



The U.S. stock market, as represented by the Wilshire 5000 Total Market IndexSM, returned 13.4% during 2016. The year started with a loss as markets tumbled globally as worries over a slowing Chinese economy, falling oil prices, and weakness in U.S. earnings growth rattled investors. The U.S. market eventually rallied from its trough as investor concerns were met with sound economic data and aggressive action by some of the world's major central banks. Mid-year markets were again shaken as investors were surprised by the outcome of the United Kingdom referendum to exit the European Union. The second half of the year was dominated by the news surrounding the U.S. presidential election. In November, markets responded favorably as investors cheered Donald Trump's victory over Hillary Clinton. Stocks rallied to close the year on the hope that the new administration would fulfill campaign promises for reduced taxes, reduced regulation and increased spending on infrastructure. With signs of improving U.S. economic growth, the Federal Reserve raised its target for short-term interest rates in December and increased its predictions from two to three rate hikes for 2017. For the year, value securities significantly outperformed growth across the capitalization spectrum. This was especially prevalent in the second half of the year as investors rotated away from more defensive "bond-proxy" sectors and towards value areas of the market that are generally seen as beneficiaries of rising yields. Stable oil prices and hopes of deregulation further propelled cyclical sectors. Smaller capitalization securities outperformed larger capitalization stocks for the year as smaller cap stocks were seen as larger beneficiaries of the proposed tax cuts, fiscal expenditures, and nationalistic rhetoric.

Sector performance for the Wilshire 5000 Total Market Index was mixed for the year as investors favored risk and moved into pro-cyclical sectors. Telecom Services was the best performing sector, followed by Energy which returned 26.5% as commodity related industries fared well as oil prices rose 45% from their early 2016 lows. Financials was also a top contributor, returning 24.6% as bond yields rallied late in the year. Conversely more defensive, higher yielding sectors trailed, with Health Care and Real Estate returning -2.8% and -4.6%, respectively.

The Wilshire Large Company Growth Portfolio Institutional Class returned 3.61% for 2016, underperforming the Russell 1000 Growth Index return of 7.08% by 3.47%. The Fund was weighed down by poor stock selection in the Health Care and Information Technology sectors as well as an underweight allocation to Industrials and Telecom Services. Conversely, overweight exposure to the Information Technology sector helped mitigate relative losses.

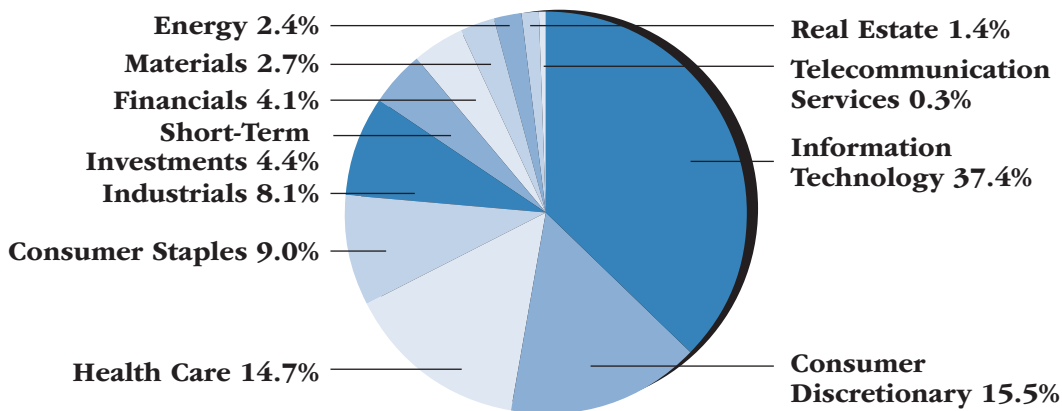
Despite the Fund's underperformance versus its benchmark, we believe the Fund is well-positioned going into 2017 as the market deals with ongoing macroeconomic and geopolitical issues.

LARGE COMPANY GROWTH PORTFOLIO
COMMENTARY (UNAUDITED) - (CONTINUED)



PORTFOLIO SECTOR WEIGHTING†

(As of December 31, 2016)



† Based on percent of the Portfolio's total investments in securities, at value. Includes investments held as collateral for securities on loan (see Note 6 in Notes to Financial Statements).

LARGE COMPANY VALUE PORTFOLIO

COMMENTARY (UNAUDITED)



INVESTMENT CLASS SHARES

Average Annual Total Returns*

One Year Ended 12/31/16	15.73%
Five Years Ended 12/31/16	13.95%
Ten Years Ended 12/31/16	4.48%

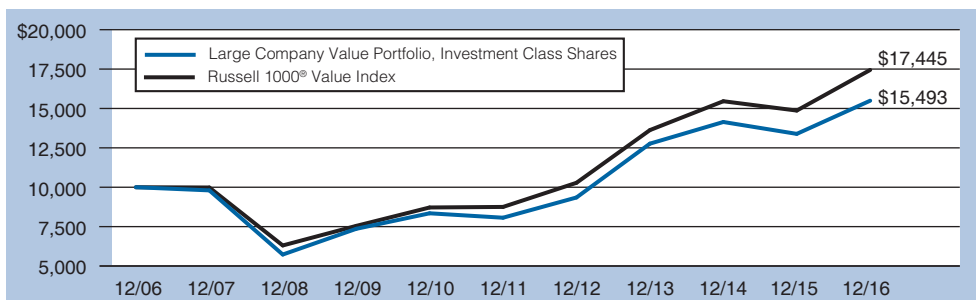
RUSSELL 1000® VALUE INDEX⁽¹⁾

Average Annual Total Returns

One Year Ended 12/31/16	17.34%
Five Years Ended 12/31/16	14.80%
Ten Years Ended 12/31/16	5.72%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$10,000 Investment in Shares of Large Company Value Portfolio, Investment Class Shares and the Russell 1000® Value Index through 12/31/16.



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* Assumes reinvestment of all distributions.

⁽¹⁾ The Russell 1000® Value Index is an unmanaged index that measures the performance of the largest 1,000 U.S. companies with lower price-to-book ratios and lower forecasted growth values. Index performance is presented for general comparative purposes. Unlike a mutual fund, the performance of an index assumes no transaction costs, management fees or other expenses. An individual cannot directly invest in any index.

LARGE COMPANY VALUE PORTFOLIO
COMMENTARY (UNAUDITED) - (CONTINUED)



INSTITUTIONAL CLASS SHARES

*Average Annual Total Returns**

One Year Ended 12/31/16	15.78%
Five Years Ended 12/31/16	14.18%
Ten Years Ended 12/31/16	4.68%

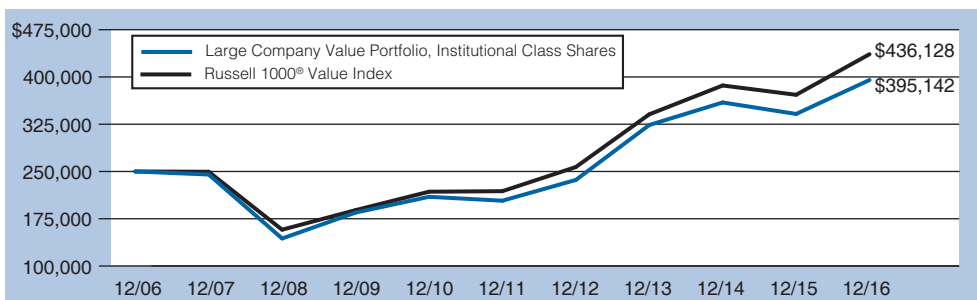
RUSSELL 1000® VALUE INDEX⁽¹⁾

Average Annual Total Returns

One Year Ended 12/31/16	17.34%
Five Years Ended 12/31/16	14.80%
Ten Years Ended 12/31/16	5.72%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$250,000 Investment in Shares of Large Company Value Portfolio, Institutional Class Shares and the Russell 1000® Value Index through 12/31/16.



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LARGE COMPANY VALUE PORTFOLIO

COMMENTARY (UNAUDITED) - (CONTINUED)



The U.S. stock market, as represented by the Wilshire 5000 Total Market IndexSM, returned 13.4% during 2016. The year started with a loss as markets tumbled globally as worries over a slowing Chinese economy, falling oil prices, and weakness in U.S. earnings growth rattled investors. The U.S. market eventually rallied from its trough as investor concerns were met with sound economic data and aggressive action by some of the world's major central banks. Mid-year markets were again shaken as investors were surprised by the outcome of the United Kingdom referendum to exit the European Union. The second half of the year was dominated by the news surrounding the U.S. presidential election. In November, markets responded favorably as investors cheered Donald Trump's victory over Hillary Clinton. Stocks rallied to close the year on the hope that the new administration would fulfill campaign promises for reduced taxes, reduced regulation and increased spending on infrastructure. With signs of improving U.S. economic growth, the Federal Reserve raised its target for short-term interest rates in December and increased its predictions from two to three rate hikes for 2017. For the year, value securities significantly outperformed growth across the capitalization spectrum. This was especially prevalent in the second half of the year as investors rotated away from more defensive "bond-proxy" sectors and towards value areas of the market that are generally seen as beneficiaries of rising yields. Stable oil prices and hopes of deregulation further propelled cyclical sectors. Smaller capitalization securities outperformed larger capitalization stocks for the year as smaller cap stocks were seen as larger beneficiaries of the proposed tax cuts, fiscal expenditures, and nationalistic rhetoric.

Sector performance for the Wilshire 5000 Total Market Index was mixed for the year as investors favored risk and moved into pro-cyclical sectors. Telecom Services was the best performing sector, followed by Energy which returned 26.5% as commodity related industries fared well as oil prices rose 45% from their early 2016 lows. Financials was also a top contributor, returning 24.6% as bond yields rallied late in the year. Conversely more defensive, higher yielding sectors trailed, with Health Care and Real Estate returning -2.8% and -4.6%, respectively.

The Wilshire Large Company Value Portfolio Institutional Class returned 15.78% for 2016, underperforming the Russell 1000 Value Index return of 17.34% by 1.56%. The Fund was hindered by weak stock selection in the Financials, Industrials, and Energy sectors. Overweight exposure to the Financials sector and underweight exposure to the Real Estate and Consumer Staples sectors helped mitigate relative underperformance.

Despite the Fund's underperformance versus its benchmark, we believe the Fund is well-positioned going into 2017 as the market deals with ongoing macroeconomic and geopolitical issues.

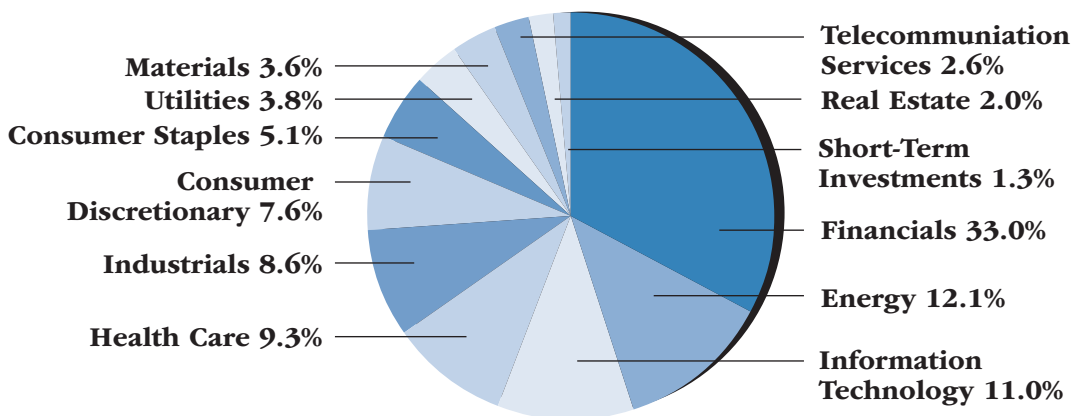
LARGE COMPANY VALUE PORTFOLIO

COMMENTARY (UNAUDITED) - (CONTINUED)



PORTFOLIO SECTOR WEIGHTING†

(As of December 31, 2016)



† Based on percent of the Portfolio's total investments in securities, at value. Includes investments held as collateral for securities on loan (see Note 6 in Notes to Financial Statements).

SMALL COMPANY GROWTH PORTFOLIO

COMMENTARY (UNAUDITED)



INVESTMENT CLASS SHARES

Average Annual Total Returns*

One Year Ended 12/31/16	20.44%
Five Years Ended 12/31/16	15.38%
Ten Years Ended 12/31/16	8.25%

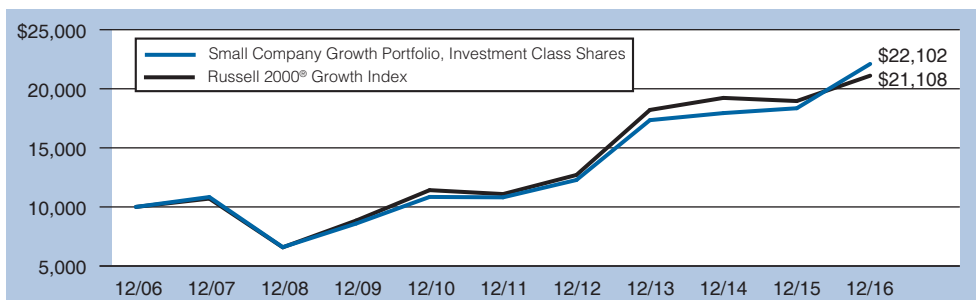
RUSSELL 2000® GROWTH INDEX⁽¹⁾

Average Annual Total Returns

One Year Ended 12/31/16	11.32%
Five Years Ended 12/31/16	13.74%
Ten Years Ended 12/31/16	7.76%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$10,000 Investment in Shares of Small Company Growth Portfolio, Investment Class Shares and the Russell 2000® Growth Index through 12/31/16.



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* Assumes reinvestment of all distributions. During the ten years ended December 31, 2016, certain fees and expenses were reduced or reimbursed. Without fee reductions and expense reimbursements (excluding fees paid indirectly), historical total returns would have been lower. For the year ended December 31, 2016, the investment adviser reduced its fees or reimbursed expenses in the amount of 0.04% of average net assets.

⁽¹⁾ The Russell 2000® Growth Index is an unmanaged index that measures the performance of the 2,000 smallest U.S. companies with higher price-to-book ratios and higher forecasted growth values. Index performance is presented for general comparative purposes. Unlike a mutual fund, the performance of an index assumes no transaction costs, management fees or other expenses. An individual cannot directly invest in any index.

SMALL COMPANY GROWTH PORTFOLIO
COMMENTARY (UNAUDITED) - (CONTINUED)



INSTITUTIONAL CLASS SHARES

*Average Annual Total Returns**

One Year Ended 12/31/16	20.79%
Five Years Ended 12/31/16	15.66%
Ten Years Ended 12/31/16	8.51%

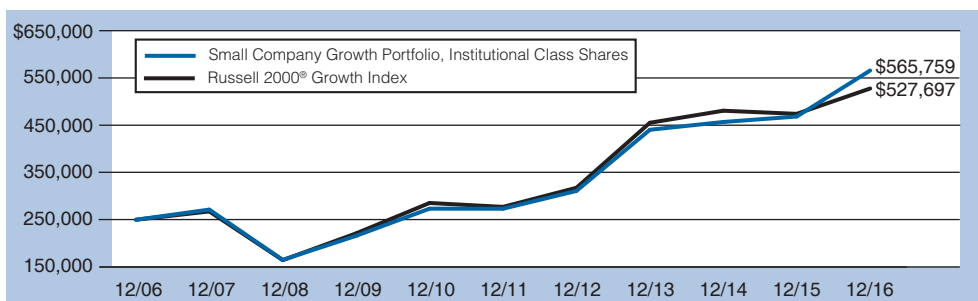
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COMPARATIVE PERFORMANCE

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SMALL COMPANY GROWTH PORTFOLIO
COMMENTARY (UNAUDITED) - (CONTINUED)



The U.S. stock market, as represented by the Wilshire 5000 Total Market IndexSM, returned 13.4% during 2016. The year started with a loss as markets tumbled globally as worries over a slowing Chinese economy, falling oil prices, and weakness in U.S. earnings growth rattled investors. The U.S. market eventually rallied from its trough as investor concerns were met with sound economic data and aggressive action by some of the world's major central banks. Mid-year markets were again shaken as investors were surprised by the outcome of the United Kingdom referendum to exit the European Union. The second half of the year was dominated by the news surrounding the U.S. presidential election. In November, markets responded favorably as investors cheered Donald Trump's victory over Hillary Clinton. Stocks rallied to close the year on the hope that the new administration would fulfill campaign promises for reduced taxes, reduced regulation and increased spending on infrastructure. With signs of improving U.S. economic growth, the Federal Reserve raised its target for short-term interest rates in December and increased its predictions from two to three rate hikes for 2017. For the year, value securities significantly outperformed growth across the capitalization spectrum. This was especially prevalent in the second half of the year as investors rotated away from more defensive "bond-proxy" sectors and towards value areas of the market that are generally seen as beneficiaries of rising yields. Stable oil prices and hopes of deregulation further propelled cyclical sectors. Smaller capitalization securities outperformed larger capitalization stocks for the year as smaller cap stocks were seen as larger beneficiaries of the proposed tax cuts, fiscal expenditures, and nationalistic rhetoric.

Sector performance for the Wilshire 5000 Total Market Index was mixed for the year as investors favored risk and moved into pro-cyclical sectors. Telecom Services was the best performing sector, followed by Energy which returned 26.5% as commodity related industries fared well as oil prices rose 45% from their early 2016 lows. Financials was also a top contributor, returning 24.6% as bond yields rallied late in the year. Conversely more defensive, higher yielding sectors trailed, with Health Care and Real Estate returning -2.8% and -4.6%, respectively.

The Wilshire Small Company Growth Portfolio Institutional Class returned 20.79% for 2016, outperforming the Russell 2000 Growth Index return of 11.32% by 9.47%. The Fund benefited from strong stock selection in the Health Care, Industrials and Financials sectors as well as an overweight allocation to the Energy and Financials sectors. Weak stock selection in the Consumer Discretionary Sector sector weighed on relative performance.

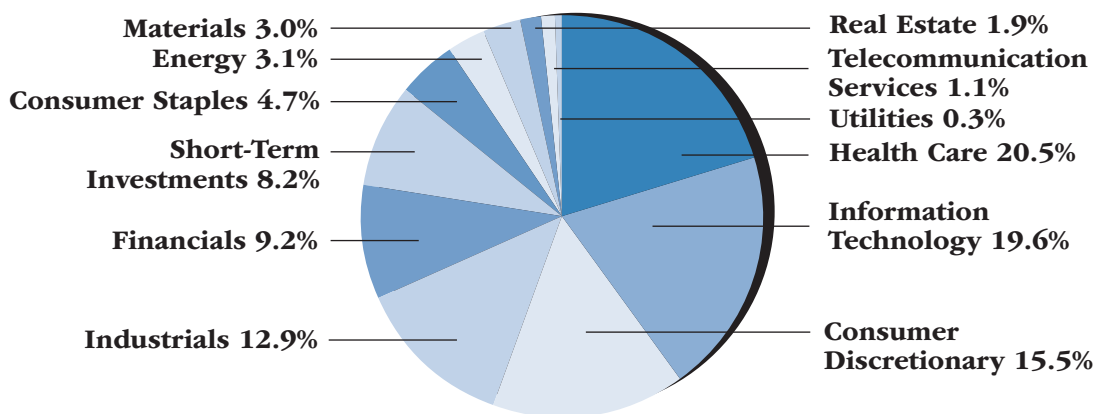
We are pleased with the Fund's outperformance for 2016 and believe the Fund is well-positioned going into 2017 as the market deals with ongoing macroeconomic and geopolitical uncertainties.

SMALL COMPANY GROWTH PORTFOLIO
COMMENTARY (UNAUDITED) - (CONTINUED)



PORTFOLIO SECTOR WEIGHTING†

(As of December 31, 2016)



† Based on percent of the Portfolio's total investments in securities, at value. Includes investments held as collateral for securities on loan (see Note 6 in Notes to Financial Statements).

SMALL COMPANY VALUE PORTFOLIO

COMMENTARY (UNAUDITED)



INVESTMENT CLASS SHARES

Average Annual Total Returns*

One Year Ended 12/31/16	24.86%
Five Years Ended 12/31/16	16.53%
Ten Years Ended 12/31/16	6.94%

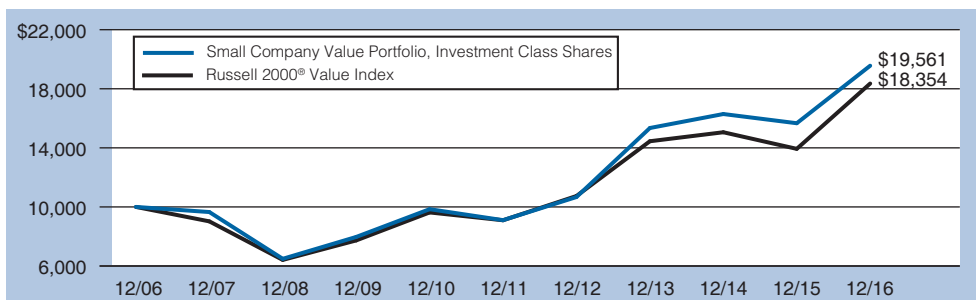
RUSSELL 2000® VALUE INDEX⁽¹⁾

Average Annual Total Returns

One Year Ended 12/31/16	31.74%
Five Years Ended 12/31/16	15.07%
Ten Years Ended 12/31/16	6.26%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$10,000 Investment in Shares of Small Company Value Portfolio, Investment Class Shares and the Russell 2000® Value Index through 12/31/16.



The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. Performance data current to the most recent month end may be obtained at <http://advisor.wilshire.com>. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. The table above does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or the redemption of Portfolio shares.

* Assumes reinvestment of all distributions. During the ten years ended December 31, 2016, certain fees and expenses were reduced or reimbursed. Without fee reductions and expense reimbursements (excluding fees paid indirectly), historical total returns would have been lower. For the year ended December 31, 2016, the investment adviser reduced its fees or reimbursed expenses in the amount of 0.05% of average net assets.

⁽¹⁾ The Russell 2000® Value Index is an unmanaged index that measures the performance of the 2,000 smallest U.S. companies with lower price-to-book ratios and lower forecasted growth values. Index performance is presented for general comparative purposes. Unlike a mutual fund, the performance of an index assumes no transaction costs, management fees or other expenses. An individual cannot directly invest in any index.

SMALL COMPANY VALUE PORTFOLIO
COMMENTARY (UNAUDITED) - (CONTINUED)



INSTITUTIONAL CLASS SHARES

*Average Annual Total Returns**

One Year Ended 12/31/16	25.16%
Five Years Ended 12/31/16	16.83%
Ten Years Ended 12/31/16	7.29%

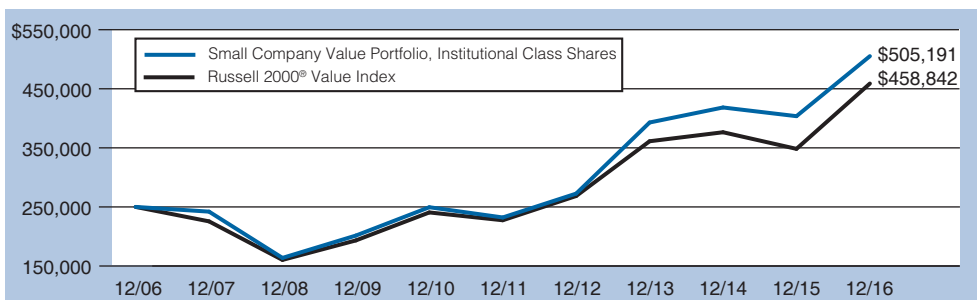
RUSSELL 2000® VALUE INDEX⁽¹⁾

Average Annual Total Returns

One Year Ended 12/31/16	31.74%
Five Years Ended 12/31/16	15.07%
Ten Years Ended 12/31/16	6.26%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$250,000 Investment in Shares of Small Company Value Portfolio, Institutional Class Shares and the Russell 2000® Value Index through 12/31/16.



The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. Performance data current to the most recent month end may be obtained at <http://advisor.wilshire.com>. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. The table above does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or the redemption of Portfolio shares.

* Assumes reinvestment of all distributions. During the ten years ended December 31, 2016, certain fees and expenses were reduced or reimbursed. Without fee reductions and expense reimbursements (excluding fees paid indirectly), historical total returns would have been lower. For the year ended December 31, 2016, the investment adviser reduced its fees or reimbursed expenses in the amount of 0.06% of average net assets.

⁽¹⁾ *The Russell 2000® Value Index is an unmanaged index that measures the performance of the 2,000 smallest U.S. companies with lower price-to-book ratios and lower forecasted growth values. Index performance is presented for general comparative purposes. Unlike a mutual fund, the performance of an index assumes no transaction costs, management fees or other expenses. An individual cannot directly invest in any index.*

SMALL COMPANY VALUE PORTFOLIO
COMMENTARY (UNAUDITED) - (CONTINUED)



The U.S. stock market, as represented by the Wilshire 5000 Total Market IndexSM, returned 13.4% during 2016. The year started with a loss as markets tumbled globally as worries over a slowing Chinese economy, falling oil prices, and weakness in U.S. earnings growth rattled investors. The U.S. market eventually rallied from its trough as investor concerns were met with sound economic data and aggressive action by some of the world's major central banks. Mid-year markets were again shaken as investors were surprised by the outcome of the United Kingdom referendum to exit the European Union. The second half of the year was dominated by the news surrounding the U.S. presidential election. In November, markets responded favorably as investors cheered Donald Trump's victory over Hillary Clinton. Stocks rallied to close the year on the hope that the new administration would fulfill campaign promises for reduced taxes, reduced regulation and increased spending on infrastructure. With signs of improving U.S. economic growth, the Federal Reserve raised its target for short-term interest rates in December and increased its predictions from two to three rate hikes for 2017. For the year, value securities significantly outperformed growth across the capitalization spectrum. This was especially prevalent in the second half of the year as investors rotated away from more defensive "bond-proxy" sectors and towards value areas of the market that are generally seen as beneficiaries of rising yields. Stable oil prices and hopes of deregulation further propelled cyclical sectors. Smaller capitalization securities outperformed larger capitalization stocks for the year as smaller cap stocks were seen as larger beneficiaries of the proposed tax cuts, fiscal expenditures, and nationalistic rhetoric.

Sector performance for the Wilshire 5000 Total Market Index was mixed for the year as investors favored risk and moved into pro-cyclical sectors. Telecom Services was the best performing sector, followed by Energy which returned 26.5% as commodity related industries fared well as oil prices rose 45% from their early 2016 lows. Financials was also a top contributor, returning 24.6% as bond yields rallied late in the year. Conversely more defensive, higher yielding sectors trailed, with Health Care and Real Estate returning -2.8% and -4.6%, respectively.

The Wilshire Small Company Value Portfolio Institutional Class returned 25.16% for 2016, underperforming the Russell 2000 Value Index return of 31.74% by 6.58%. The Fund was weighed down by weak stock selection in the Materials, Financials, and Consumer Staples sectors as well as an underweight exposure to the Financials sector. Conversely, strong stock selection in the Consumer Discretionary sector and an overweight allocation to the Materials sector helped mitigate relative losses.

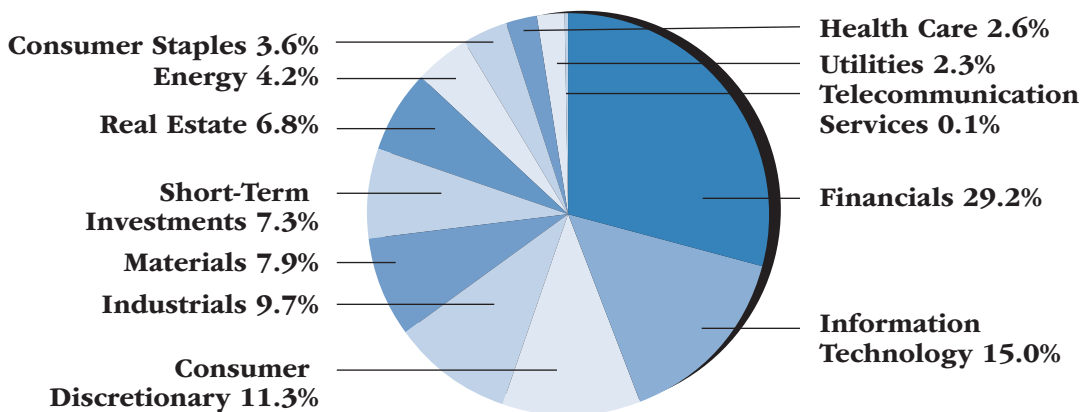
Despite the Fund's underperformance versus its benchmark, we believe the Fund is well-positioned going into 2017 as the market deals with ongoing macroeconomic and geopolitical issues.

SMALL COMPANY VALUE PORTFOLIO
COMMENTARY (UNAUDITED) - (CONTINUED)



PORTFOLIO SECTOR WEIGHTING†

(As of December 31, 2016)



† Based on percent of the Portfolio's total investments in securities, at value. Includes investments held as collateral for securities on loan (see Note 6 in Notes to Financial Statements).

WILSHIRE 5000 INDEXSM FUND
COMMENTARY (UNAUDITED)



INVESTMENT CLASS SHARES

*Average Annual Total Returns**

One Year Ended 12/31/16	12.51%
Five Years Ended 12/31/16	14.04%
Ten Years Ended 12/31/16	6.53%

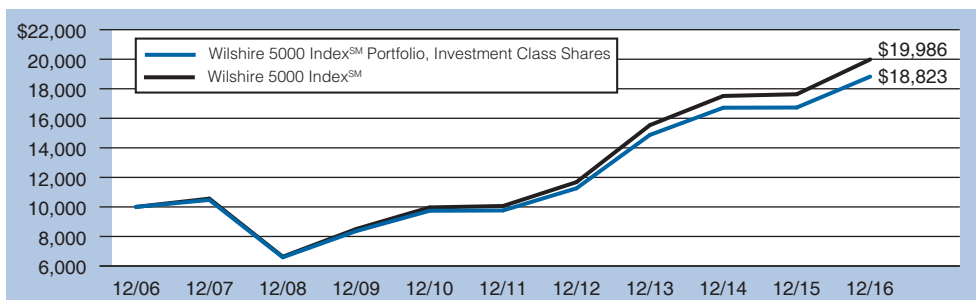
WILSHIRE 5000 INDEX^{SM(1)}

Average Annual Total Returns

One Year Ended 12/31/16	13.37%
Five Years Ended 12/31/16	14.71%
Ten Years Ended 12/31/16	7.17%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$10,000 Investment in Shares of Wilshire 5000 IndexSM Fund, Investment Class Shares and the Wilshire 5000 IndexSM through 12/31/16.



The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. Performance data current to the most recent month end may be obtained at <http://advisor.wilshire.com>. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. The table above does not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares.

* Assumes reinvestment of all distributions.

⁽¹⁾ The Wilshire 5000 IndexSM is an unmanaged index that measures the performance of all U.S. headquartered equity securities with readily available price data. Index performance is presented for general comparative purposes. Unlike a mutual fund, the performance of an index assumes no transaction costs, management fees or other expenses. An individual cannot directly invest in any index.

WILSHIRE 5000 INDEXSM FUND
COMMENTARY (UNAUDITED) - (CONTINUED)



INSTITUTIONAL CLASS SHARES

*Average Annual Total Returns**

One Year Ended 12/31/16	12.81%
Five Years Ended 12/31/16	14.31%
Ten Years Ended 12/31/16	6.76%

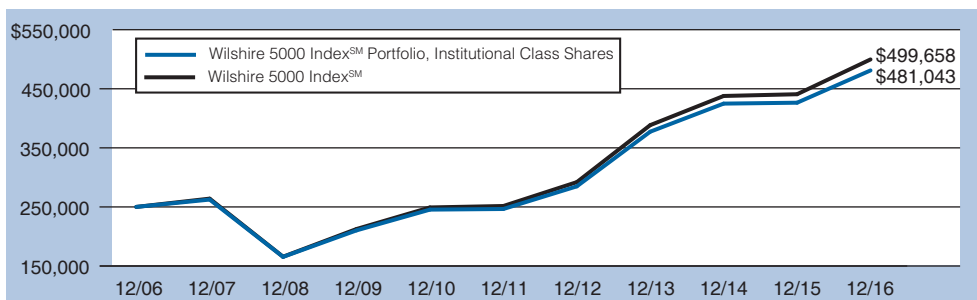
WILSHIRE 5000 INDEX^{SM(1)}

Average Annual Total Returns

One Year Ended 12/31/16	13.37%
Five Years Ended 12/31/16	14.71%
Ten Years Ended 12/31/16	7.17%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$250,000 Investment in Shares of Wilshire 5000 IndexSM Fund, Institutional Class Shares and the Wilshire 5000 IndexSM through 12/31/16.



The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. Performance data current to the most recent month end may be obtained at <http://advisor.wilshire.com>. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. The table above does not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares.

* Assumes reinvestment of all distributions.

⁽¹⁾ The Wilshire 5000 IndexSM is an unmanaged index that measures the performance of all U.S. headquartered equity securities with readily available price data. Index performance is presented for general comparative purposes. Unlike a mutual fund, the performance of an index assumes no transaction costs, management fees or other expenses. An individual cannot directly invest in any index.

WILSHIRE 5000 INDEXSM FUND
COMMENTARY (UNAUDITED) - (CONTINUED)



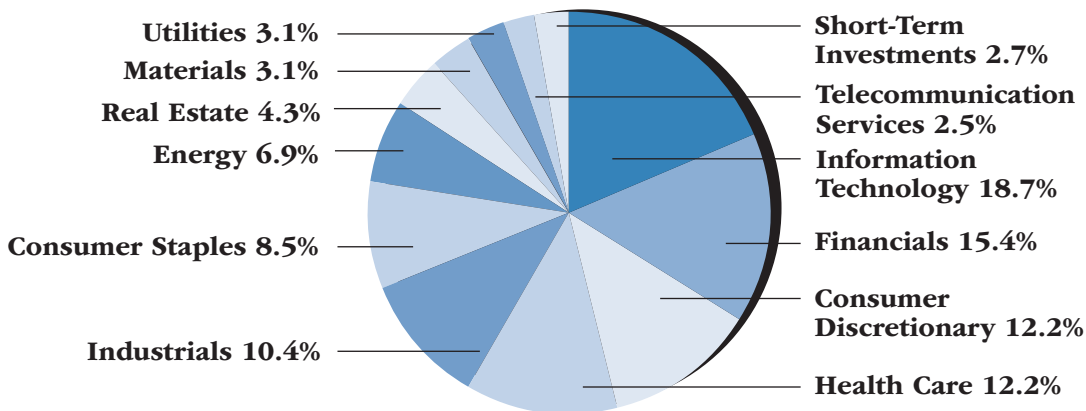
The U.S. stock market, as represented by the Wilshire 5000 Total Market IndexSM, returned 13.4% during 2016. The year started with a loss as markets tumbled globally as worries over a slowing Chinese economy, falling oil prices, and weakness in U.S. earnings growth rattled investors. The U.S. market eventually rallied from its trough as investor concerns were met with sound economic data and aggressive action by some of the world's major central banks. Mid-year markets were again shaken as investors were surprised by the outcome of the United Kingdom referendum to exit the European Union. The second half of the year was dominated by the news surrounding the U.S. presidential election. In November, markets responded favorably as investors cheered Donald Trump's victory over Hillary Clinton. Stocks rallied to close the year on the hope that the new administration would fulfill campaign promises for reduced taxes, reduced regulation and increased spending on infrastructure. With signs of improving U.S. economic growth, the Federal Reserve raised its target for short-term interest rates in December and increased its predictions from two to three rate hikes for 2017. For the year, value securities significantly outperformed growth across the capitalization spectrum. This was especially prevalent in the second half of the year as investors rotated away from more defensive "bond-proxy" sectors and towards value areas of the market that are generally seen as beneficiaries of rising yields. Stable oil prices and hopes of deregulation further propelled cyclical sectors. Smaller capitalization securities outperformed larger capitalization stocks for the year as smaller cap stocks were seen as larger beneficiaries of the proposed tax cuts, fiscal expenditures, and nationalistic rhetoric.

Sector performance for the Wilshire 5000 Total Market Index was mixed for the year as investors favored risk and moved into pro-cyclical sectors. Telecom Services was the best performing sector, followed by Energy which returned 26.5% as commodity related industries fared well as oil prices rose 45% from their early 2016 lows. Financials was also a top contributor, returning 24.6% as bond yields rallied late in the year. Conversely more defensive, higher yielding sectors trailed, with Health Care and Real Estate returning -2.8% and -4.6%, respectively.

The Wilshire 5000 IndexSM Fund Institutional Class returned 12.81% for 2016, underperforming the Fund's benchmark (the Wilshire 5000 IndexSM) return of 13.37% by 0.56%. Underperformance is attributable to Fund expenses and is well within the range of historical experiences.

PORTFOLIO SECTOR WEIGHTING†

(As of December 31, 2016)



† Based on percent of the Fund's total investments in securities, at value. Includes investments held as collateral for securities on loan (see Note 6 in Notes to Financial Statements).

WILSHIRE INTERNATIONAL EQUITY FUND
COMMENTARY (UNAUDITED)



INVESTMENT CLASS SHARES

*Average Annual Total Returns**

<i>One Year Ended 12/31/16</i>	1.88%
<i>Five Years Ended 12/31/16</i>	4.83%
<i>Inception (11/16/07) through 12/31/16</i>	0.24%

MSCI ALL COUNTRY WORLD INDEX EX-U.S.⁽¹⁾

Average Annual Total Returns

<i>One Year Ended 12/31/16</i>	4.50%
<i>Five Years Ended 12/31/16</i>	5.00%
<i>Inception (11/16/07) through 12/31/16</i>	-0.60%

On April 2, 2013, the Wilshire International Equity Fund's investment strategy was changed. Consequently, prior period performance may have been different if the new investment strategy had been in effect during these periods.

The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. Performance data current to the most recent month end may be obtained at <http://advisor.wilshire.com>. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. The table above does not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares.

* Assumes reinvestment of all distributions. During certain periods since inception, certain fees and expenses were reduced or reimbursed. Without fee reductions and expense reimbursements, historical total returns would have been lower. For the year ended December 31, 2016, the investment adviser reduced its fees or reimbursed expenses in the amount of 0.46% of average net assets.

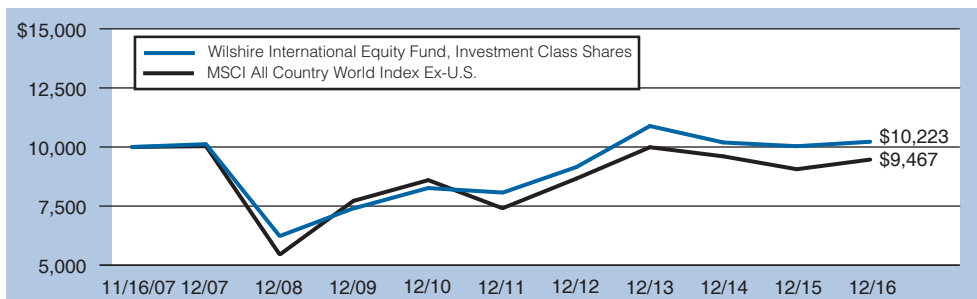
⁽¹⁾ *The MSCI All Country World Ex-U.S. Index is an unmanaged capitalization-weighted measure of stock markets of developed and emerging markets, with the exception of U.S.-based companies. Unlike a mutual fund, the performance of an index assumes no transaction costs, management fees or other expenses. An individual cannot invest directly in an index. Index performance is presented for general comparative purposes.*

WILSHIRE INTERNATIONAL EQUITY FUND
COMMENTARY (UNAUDITED) - (CONTINUED)



COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$10,000 Investment in Shares of Wilshire International Equity Fund, Investment Class Shares and the MSCI All Country World Index Ex-U.S. through 12/31/16.



The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. Performance data current to the most recent month end may be obtained at <http://advisor.wilshire.com>. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. The table above does not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares.

WILSHIRE INTERNATIONAL EQUITY FUND
COMMENTARY (UNAUDITED) - (CONTINUED)



INSTITUTIONAL CLASS SHARES

*Average Annual Total Returns**

<i>One Year Ended 12/31/16</i>	2.16%
<i>Five Years Ended 12/31/16</i>	5.05%
<i>Inception (11/16/07) through 12/31/16</i>	0.49%

MSCI ALL COUNTRY WORLD INDEX EX-U.S.⁽¹⁾

Average Annual Total Returns

<i>One Year Ended 12/31/16</i>	4.50%
<i>Five Years Ended 12/31/16</i>	5.00%
<i>Inception (11/16/07) through 12/31/16</i>	-0.60%

On April 2, 2013, the Wilshire International Equity Fund's investment strategy was changed. Consequently, prior period performance may have been different if the new investment strategy had been in effect during these periods.

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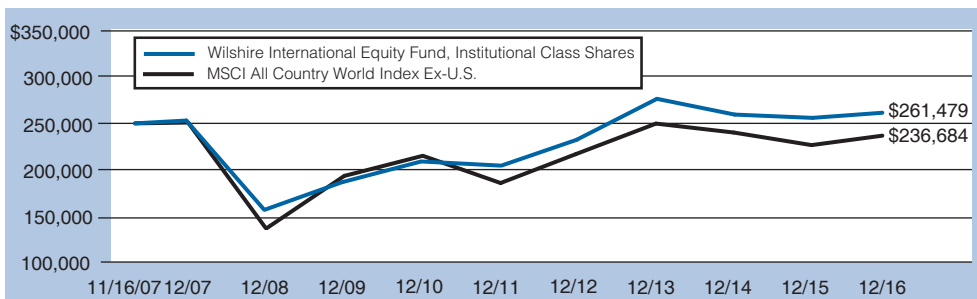
⁽¹⁾ *The MSCI All Country World Ex-U.S. Index is an unmanaged capitalization-weighted measure of stock markets of developed and emerging markets, with the exception of U.S.-based companies. Unlike a mutual fund, the performance of an index assumes no transaction costs, management fees or other expenses. An individual cannot invest directly in an index. Index performance is presented for general comparative purposes.*

WILSHIRE INTERNATIONAL EQUITY FUND
COMMENTARY (UNAUDITED) - (CONTINUED)



COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$250,000 Investment in Shares of Wilshire International Equity Fund, Institutional Class Shares and the MSCI All Country World Index Ex-U.S. through 12/31/16.



The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. Performance data current to the most recent month end may be obtained at <http://advisor.wilshire.com>. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. The table above does not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares.

WILSHIRE INTERNATIONAL EQUITY FUND
COMMENTARY (UNAUDITED) - (CONTINUED)



International stock markets underperformed the U.S. during 2016 as the MSCI All Country World ex-U.S. Index returned 4.5% for the year. Emerging economy stocks outperformed foreign developed securities for the first calendar year since 2012 with the MSCI Emerging Markets Index and the MSCI EAFE Index returning 11.2% and 1.0%, respectively. Foreign developed economies slumped to start the year as continued slack in the European economy and an anemic pulse related to Japan's financial markets reforms weighed on returns. The second quarter started off by recording gains on behalf of European equities, only to retrench later in the period in the wake of the United Kingdom's "Brexit" vote. International equity markets rallied during the third quarter with economically sensitive stocks leading as they surged on the back of heightened risk appetites, amid a low interest rate environment, and favorable monetary policy accommodations. The Bank of England signaled to the market the potential for further interest rates hikes and the Bank of Japan expanded its purchases of exchange-traded funds and its dollar-lending facility, enabling Japanese corporations easier access to U.S. dollars. During the fourth quarter, overseas markets experienced a volatile period as the U.S. presidential election outcome took the world by surprise. Protectionist proclamations regarding U.S. trade roiled emerging markets while discussions on pricing policy in the Health Care sector pummeled large pharmaceutical companies. Rhetoric involving infrastructure spending bolstered certain pockets of the market such as the Materials sector. European markets remained in a cautionary stance as the United Kingdom prepared to enact Article 50 to exit the European Union.

Sector performance for the MSCI All Country World ex-U.S. Index was mixed for 2016 as investors moved into pro-cyclical sectors. Energy and Materials were the leading sectors for the year returning 31.6% and 28.4%, respectively, as oil prices rebounded off early year lows and economic growth indicators favored the mining sector and construction related securities. Conversely, Health Care, Real Estate, and Telecom Services lagged returning -12.5%, -7.2%, and -3.7%, respectively.

The Wilshire International Equity Fund Institutional Class returned 2.16% for 2016, underperforming the MSCI All Country World ex U.S. Index return of 4.50% by 2.34%. Poor stock selection in the Materials and Energy sectors, an overweight exposure to the Health Care sector, and underweight exposures to Canada and Brazil weighed on overall returns for the year. Conversely, strong stock selection in the Information Technology and Consumer Discretionary sectors and regionally within Japan, France, and Switzerland boosted relative results.

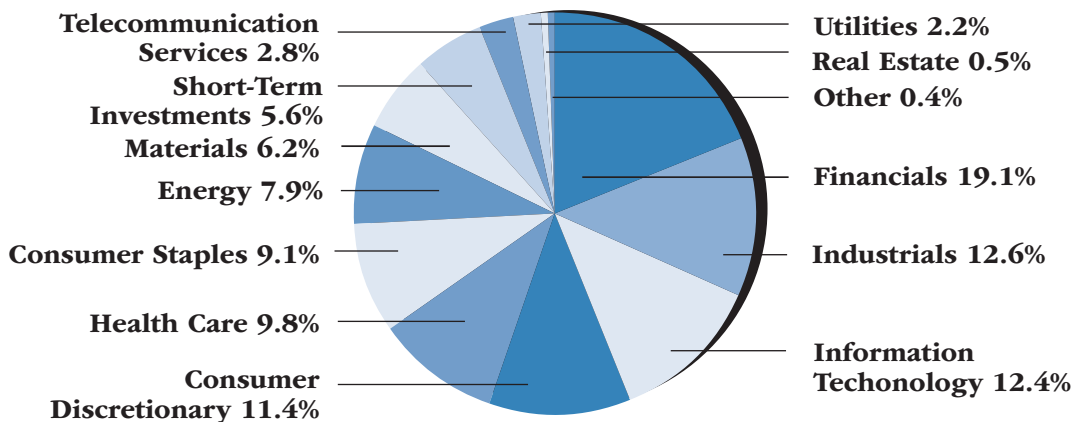
Despite the Fund's underperformance versus its benchmark, we believe the Fund is well-positioned going into 2017 as the market deals with ongoing macroeconomic and geopolitical issues.

WILSHIRE INTERNATIONAL EQUITY FUND
COMMENTARY (UNAUDITED) - (CONTINUED)



PORTFOLIO SECTOR WEIGHTING†

(As of December 31, 2016)



† Based on percent of the Fund's total investments in securities, at value. Includes investments held as collateral for securities on loan (see Note 6 in Notes to Financial Statements).

WILSHIRE INCOME OPPORTUNITIES FUND⁽¹⁾
COMMENTARY (UNAUDITED)



INVESTMENT CLASS SHARES

Total Return*

Inception (03/30/16) through 12/31/16** 3.92%

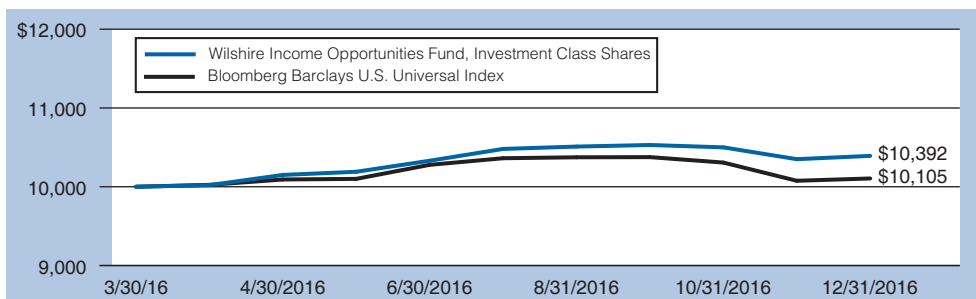
BLOOMBERG BARCLAYS U.S. UNIVERSAL INDEX⁽²⁾

Total Return

Inception (03/30/16) through 12/31/16** 1.05%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$10,000 Investment in Shares of Wilshire Income Opportunities Fund, Investment Class Shares and the Bloomberg Barclays U.S. Universal Index through 12/31/16.



The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. Performance data current to the most recent month end may be obtained at <http://advisor.wilshire.com>. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. The table above does not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares.

* Assumes reinvestment of all distributions.

** Not annualized.

⁽¹⁾ The Fund commenced operations on March 30, 2016.

⁽²⁾ The Bloomberg Barclays U.S. Universal Index represents the union of the U.S. Aggregate Index, U.S. Corporate High Yield Index, Investment Grade 144A Index, Eurodollar Index, U.S. Emerging Markets Index, and the non-ERISA eligible portion of the CMBS Index. The index covers USD-denominated, taxable bonds that are rated either investment grade or high-yield. Some U.S. Universal Index constituents may be eligible for one or more of its contributing subcomponents that are not mutually exclusive. The Bloomberg Barclays U.S. Universal Index includes Treasury securities, Government agency bonds, Mortgage-backed bonds, corporate bonds, and a small amount of foreign bonds traded in U.S.

WILSHIRE INCOME OPPORTUNITIES FUND⁽¹⁾
COMMENTARY (UNAUDITED) - (CONTINUED)



INSTITUTIONAL CLASS SHARES

Total Return*

Inception (03/30/16) through 12/31/16** 3.82%

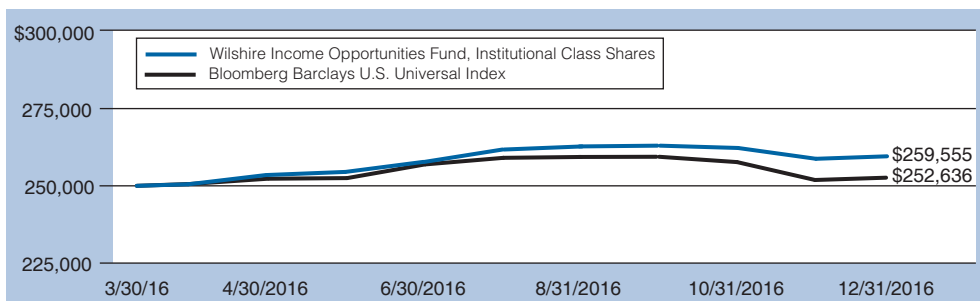
BLOOMBERG BARCLAYS U.S. UNIVERSAL INDEX⁽²⁾

Total Return

Inception (03/30/16) through 12/31/16** 1.05%

COMPARATIVE PERFORMANCE

Comparison of Change in Value of \$250,000 Investment in Shares of Wilshire Income Opportunities Fund, Institutional Class Shares and the Bloomberg Barclays U.S. Universal Index through 12/31/16.



The performance data quoted represents past performance and does not guarantee future results. Current performance may be lower or higher. Performance data current to the most recent month end may be obtained at <http://advisor.wilshire.com>. The investment return and principal value of an investment will fluctuate so that shares, when redeemed, may be worth more or less than their original cost. The table above does not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares.

* Assumes reinvestment of all distributions.

** Not annualized.

⁽¹⁾ The Fund commenced operations on March 30, 2016.

⁽²⁾ The Bloomberg Barclays U.S. Universal Index represents the union of the U.S. Aggregate Index, U.S. Corporate High Yield Index, Investment Grade 144A Index, Eurodollar Index, U.S. Emerging Markets Index, and the non-ERISA eligible portion of the CMBS Index. The index covers USD-denominated, taxable bonds that are rated either investment grade or high-yield. Some U.S. Universal Index constituents may be eligible for one or more of its contributing subcomponents that are not mutually exclusive. The Bloomberg Barclays U.S. Universal Index includes Treasury securities, Government agency bonds, Mortgage-backed bonds, corporate bonds, and a small amount of foreign bonds traded in U.S.

WILSHIRE INCOME OPPORTUNITIES FUND
COMMENTARY (UNAUDITED) - (CONTINUED)



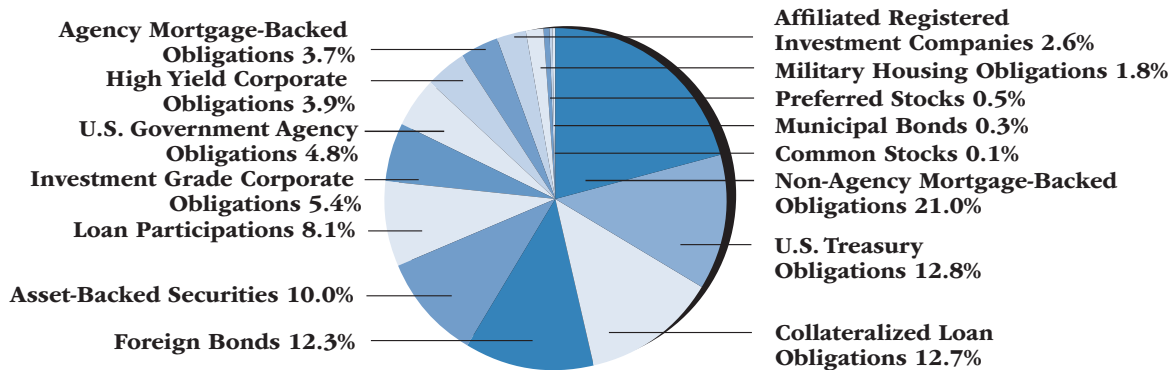
The U.S. fixed income market as represented by the Bloomberg Barclays U.S. Aggregate Bond Index returned 2.7% for the year. Volatility spiked at the start of the year as going concerns heightened for commodity-related companies. Investors pushed U.S. rates lower on the backs of reduced global growth expectations. U.S. Treasury securities extended their rally in the second quarter due to broad investor uncertainty over the United Kingdom's decision to leave the European Union. Most of the rally occurred after the referendum results as investors sought out safe haven assets in the two trading days after the vote. Relative to the first two quarters of 2016, the third quarter was relatively quiet for fixed income markets. In anticipation of a December interest rate hike, Treasury rates rose across the curve. Yields rallied in the fourth quarter globally, but the sell-off was led by U.S. government bonds. The 10 year U.S. Treasury yield closed the year at 2.45% marking the end to a volatile year which saw yields reach historic lows in July at 1.37% before rallying to a December high of 2.60%. 2016 was a remarkable year for credit as the Bank of America U.S. High Yield Master II Index returned 17.5% and bank debt, as represented by the S&P/LSTA Leveraged Loan Index, returned 10.2%. With signs of improving U.S. economic growth, the Federal Reserve raised its target for short-term interest rates in December and increased its predictions from two to three rate hikes for 2017.

The Wilshire Income Opportunities Fund Institutional Class returned 3.82% for the period since inception, outperforming the Bloomberg Barclays U.S. Universal Index return of 1.05% by 2.77% during that time. The Fund benefited from strong performance from its emerging market debt and collateralized loan obligation holdings as well as shorter duration positioning and positive yield carry.

We are pleased with the Fund's outperformance for the since inception period and believe the Fund is well-positioned going into 2017 as the market deals with ongoing macroeconomic and geopolitical uncertainties.

PORTFOLIO SECTOR WEIGHTING†

(As of December 31, 2016)



† Based on percent of the Fund's total investments in securities, at value.

WILSHIRE MUTUAL FUNDS, INC.

DISCLOSURE OF FUND EXPENSES

For the Six Months Ended December 31, 2016 (Unaudited)



All mutual funds have operating expenses. As a shareholder of a portfolio (or a “fund”), you incur ongoing costs, which include costs for investment advisory, administrative services, distribution and/or shareholder services and shareholder reports (like this one), among others. Operating expenses, which are deducted from a fund’s gross income, directly reduce the investment return of the fund. A fund’s expenses are expressed as a percentage of its average net assets. This figure is known as the expense ratio. The following examples are intended to help you understand the ongoing fees (in dollars) of investing in the Portfolios and to compare these costs with those of other mutual funds. The examples are based on an investment of \$1,000 made at the beginning of the period and held for the entire period from July 1, 2016 to December 31, 2016.

The table on the next page illustrates the Portfolios’ costs in two ways:

Actual Fund Return: This section helps you to estimate the actual expenses, after any applicable fee waivers, that you paid over the period. The “Ending Account Value” shown is derived from each Portfolio’s **actual** return for the period. The “Expense Ratio” column shows the period’s annualized expense ratio and the “Expenses Paid During Period” column shows the dollar amount that would have been paid by an investor who started with \$1,000 in the Portfolios at the beginning of the period.

You may use the information here, together with your account value, to estimate the expenses that you paid over the period. To do so, simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then multiply the result by the number given for the Portfolio in the first line under the heading entitled “Expenses Paid During Period.”

Hypothetical 5% Return: This section is intended to help you compare the Portfolios’ costs with those of other mutual funds. The “Ending Account Value” shown is derived from hypothetical account values and hypothetical expenses based on the Portfolio’s actual expense ratio and assumed rate of return. It assumes that each Portfolio had an annual return of 5% before expenses, but that the expense ratio is unchanged. In this case, because the return used is **not** each Portfolio’s actual return, the results do not apply to your investment. This example is useful in making comparisons to other mutual funds because the Securities and Exchange Commission (“SEC”) requires all mutual funds to calculate expenses based on an assumed 5% annual return. You can assess the Portfolios’ ongoing costs by comparing this hypothetical example with the hypothetical examples that appear in shareholder reports of other funds.

Please note that the expenses shown in the table are meant to highlight and help you compare your *ongoing* costs only and do not reflect any transactional costs such as sales charges (loads), redemption fees, or exchange fees. Wilshire Mutual Funds, Inc. has no such charges, but these may be present in other funds to which you compare this data. Therefore, the hypothetical portions of the table are useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds.

WILSHIRE MUTUAL FUNDS, INC.
DISCLOSURE OF FUND EXPENSES - (CONTINUED)
For the Six Months Ended December 31, 2016 (Unaudited)



	Beginning Account Value <u>07/01/2016</u>	Ending Account Value <u>12/31/2016</u>	Net Expense Ratio ⁽¹⁾	Expenses Paid During Period <u>07/01/16-12/31/16⁽²⁾</u>
<i>Large Company Growth Portfolio</i>				
Based on Actual Fund Return				
Investment Class	\$ 1,000.00	\$ 1,020.80	1.35%	\$ 6.86
Institutional Class	\$ 1,000.00	\$ 1,022.00	1.11%	\$ 5.64
Based on Hypothetical 5% Return				
Investment Class	\$ 1,000.00	\$ 1,018.35	1.35%	\$ 6.85
Institutional Class	\$ 1,000.00	\$ 1,019.56	1.11%	\$ 5.63
<i>Large Company Value Portfolio</i>				
Based on Actual Fund Return				
Investment Class	\$ 1,000.00	\$ 1,041.10	1.12%	\$ 6.03
Institutional Class	\$ 1,000.00	\$ 1,040.10	1.13%	\$ 6.08
Based on Hypothetical 5% Return				
Investment Class	\$ 1,000.00	\$ 1,019.51	1.12%	\$ 5.69
Institutional Class	\$ 1,000.00	\$ 1,019.46	1.13%	\$ 5.74
<i>Small Company Growth Portfolio</i>				
Based on Actual Fund Return				
Investment Class	\$ 1,000.00	\$ 1,154.40	1.64%	\$ 8.88
Institutional Class	\$ 1,000.00	\$ 1,155.50	1.36%	\$ 7.37
Based on Hypothetical 5% Return				
Investment Class	\$ 1,000.00	\$ 1,016.89	1.64%	\$ 8.31
Institutional Class	\$ 1,000.00	\$ 1,018.30	1.36%	\$ 6.90
<i>Small Company Value Portfolio</i>				
Based on Actual Fund Return				
Investment Class	\$ 1,000.00	\$ 1,208.90	1.55%	\$ 8.61
Institutional Class	\$ 1,000.00	\$ 1,209.80	1.36%	\$ 7.55
Based on Hypothetical 5% Return				
Investment Class	\$ 1,000.00	\$ 1,017.34	1.55%	\$ 7.86
Institutional Class	\$ 1,000.00	\$ 1,018.30	1.36%	\$ 6.90

WILSHIRE MUTUAL FUNDS, INC.
DISCLOSURE OF FUND EXPENSES - (CONCLUDED)
For the Six Months Ended December 31, 2016 (Unaudited)



	Beginning Account Value 07/01/2016	Ending Account Value 12/31/2016	Net Expense Ratio ⁽¹⁾	Expenses Paid During Period 07/01/16-12/31/16 ⁽²⁾
<i>Wilshire 5000 IndexSM Fund</i>				
Based on Actual Fund Return				
Investment Class	\$ 1,000.00	\$ 1,085.40	0.69%	\$ 3.62
Institutional Class	\$ 1,000.00	\$ 1,087.20	0.36%	\$ 1.83
Based on Hypothetical 5% Return				
Investment Class	\$ 1,000.00	\$ 1,021.67	0.69%	\$ 3.51
Institutional Class	\$ 1,000.00	\$ 1,023.33	0.36%	\$ 1.83
<i>Wilshire International Equity Fund</i>				
Based on Actual Fund Return				
Investment Class	\$ 1,000.00	\$ 1,016.50	1.54%	\$ 7.81
Institutional Class	\$ 1,000.00	\$ 1,017.00	1.28%	\$ 6.49
Based on Hypothetical 5% Return				
Investment Class	\$ 1,000.00	\$ 1,017.39	1.54%	\$ 7.81
Institutional Class	\$ 1,000.00	\$ 1,018.70	1.28%	\$ 6.50
<i>Wilshire Income Opportunity Fund</i>				
Based on Actual Fund Return				
Investment Class	\$ 1,000.00	\$ 1,006.00	1.15%	\$ 5.80
Institutional Class	\$ 1,000.00	\$ 1,007.00	0.86%	\$ 4.34
Based on Hypothetical 5% Return				
Investment Class	\$ 1,000.00	\$ 1,020.31	1.15%	\$ 5.84
Institutional Class	\$ 1,000.00	\$ 1,020.81	0.86%	\$ 4.37

⁽¹⁾ Annualized, based on the Portfolio's most recent fiscal half-year expenses.

⁽²⁾ Expenses are equal to the Portfolio's annualized net expense ratio multiplied by the average account value over the period, multiplied by 184/366 (to reflect one-half year period).

WILSHIRE MUTUAL FUNDS, INC.
LARGE COMPANY GROWTH PORTFOLIO
CONDENSED SCHEDULE OF INVESTMENTS

December 31, 2016



	<u>Shares</u>	<u>Value</u>		<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 98.9% (a)					
Consumer Discretionary — 16.1%					
Amazon.com, Inc. (b)	13,689	\$ 10,264,970			
NIKE, Inc. - Class B	39,300	1,997,619			
O'Reilly Automotive, Inc. (b)	8,700	2,422,167			
Priceline Group, Inc. (The) (b)	1,400	2,052,484			
Starbucks Corp.	40,540	2,250,781			
Ultra Salon, Cosmetics & Fragrance, Inc. (b)	10,575	2,695,990			
Yum! Brands, Inc.	27,634	1,750,061			
Other Securities (c) (d)		<u>11,003,571</u>			
		<u>34,437,643</u>			
Consumer Staples — 9.3%					
Coca-Cola Co. (The)	77,454	3,211,243			
Constellation Brands, Inc. - Class A	11,850	1,816,724			
Danone SA - ADR	184,005	2,314,783			
Monster Beverage Corp. (b)	113,826	5,047,045			
Procter & Gamble Co. (The)	32,285	2,714,523			
Other Securities (c)		<u>4,945,019</u>			
		<u>20,049,337</u>			
Energy — 2.5%					
Halliburton Co.	42,425	2,294,769			
Schlumberger Ltd.	26,334	2,210,739			
Other Securities (c) (d)		<u>819,355</u>			
		<u>5,324,863</u>			
Financials — 4.2%					
Charles Schwab Corp. (The)	75,900	2,995,774			
Other Securities (c) (d)		<u>6,113,276</u>			
		<u>9,109,050</u>			
Health Care — 15.2%					
Alexion Pharmaceuticals, Inc. (b)	18,105	2,215,147			
Amgen, Inc.	16,528	2,416,559			
Celgene Corp. (b)	30,758	3,560,239			
Cerner Corp. (b)	41,779	1,979,071			
Edwards Lifesciences Corp. (b)	27,925	2,616,572			
Merck & Co., Inc.	29,346	1,727,599			
Novartis AG - ADR	20,227	1,473,335			
Novo Nordisk A/S - ADR (d)	72,794	2,610,394			
Regeneron Pharmaceuticals, Inc. (b)	6,472	2,375,806			
Shire plc - ADR (d)	9,550	1,627,129			
Varian Medical Systems, Inc. (b)	22,399	\$ 2,010,982			
Other Securities (c) (d)		<u>8,022,407</u>			
		<u>32,635,240</u>			
Industrials — 8.4%					
Acuity Brands, Inc.	9,000	2,077,740			
Canadian Pacific Railway Ltd.	13,425	1,916,688			
Deere & Co.	33,774	3,480,073			
Expeditors International of Washington, Inc.	48,010	2,542,610			
United Parcel Service, Inc. - Class B	22,389	2,566,674			
Other Securities (c) (d)		<u>5,503,505</u>			
		<u>18,087,290</u>			
Information Technology — 38.7%					
Adobe Systems, Inc. (b)	25,150	2,589,192			
Alibaba Group Holding Ltd. - ADR (b) (d)	39,351	3,455,411			
Alphabet, Inc. - Class A (b)	4,261	3,376,629			
Alphabet, Inc. - Class C (b)	8,396	6,480,201			
Apple, Inc.	62,992	7,295,733			
Applied Materials, Inc.	75,800	2,446,066			
Autodesk, Inc. (b)	34,968	2,587,982			
Cisco Systems, Inc.	131,755	3,981,636			
Facebook, Inc. - Class A (b)	82,344	9,473,678			
International Business Machines Corp.	10,159	1,686,292			
Microsoft Corp.	71,427	4,438,473			
Oracle Corp.	97,766	3,759,102			
Palo Alto Networks, Inc. (b) (d)	14,075	1,760,079			
QUALCOMM, Inc.	73,245	4,775,575			
Red Hat, Inc. (b)	24,175	1,684,998			
Sabre Corp. (d)	74,935	1,869,628			
salesforce.com, Inc. (b)	34,400	2,355,024			
Visa, Inc. - Class A (d)	91,744	7,157,868			
Other Securities (c) (d)		<u>11,843,095</u>			
		<u>83,016,662</u>			
Materials — 2.8%					
Sherwin-Williams Co. (The)	8,800	2,364,912			
Other Securities (c) (d)		<u>3,557,993</u>			
		<u>5,922,905</u>			
Real Estate — 1.4%					
Other Securities (c) (d)					<u>3,103,777</u>

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.**LARGE COMPANY GROWTH PORTFOLIO****CONDENSED SCHEDULE OF INVESTMENTS - (CONTINUED)**

December 31, 2016



	<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 98.9% (a) (Continued)		
Telecommunication Services — 0.3%		
Other Securities (c)		\$ 608,639
Total Common Stocks (Cost \$161,314,240)		<u>212,295,406</u>
MONEY MARKET FUNDS — 4.6%		
Northern Trust Institutional Government Select Portfolio - Institutional Class, 0.39% (e)	2,111,500	2,111,500
Northern Trust Institutional Liquid Asset Portfolio - Institutional Class, 0.01% (e) (f) . .	7,815,619	<u>7,815,619</u>
Total Money Market Funds (Cost \$9,927,119)		<u>9,927,119</u>
Total Investments at Value — 103.5% (Cost \$171,241,359)		222,222,525
Liabilities in Excess of Other Assets — (3.5%)		<u>(7,421,091)</u>
NET ASSETS — 100.0%		<u>\$214,801,434</u>

- (a) More narrow industries are utilized for compliance purposes, whereas broad sectors are utilized for reporting purposes.
- (b) Non-income producing security.
- (c) Represents issuers not identified as a top 50 holding in terms of market value and issues or issuers not exceeding 1% of net assets individually or in the aggregate, respectively, as of December 31, 2016.
- (d) This security or a partial position of this security is on loan at December 31, 2016. The total market value of securities on loan at December 31, 2016 was \$22,586,674.
- (e) The rate shown is the 7-day effective yield as of December 31, 2016.
- (f) This security was purchased with cash collateral held from securities on loan. The total value of such securities as of December 31, 2016 was \$7,815,619. Securities on loan are also collateralized by various U.S. Treasury obligations in the amount of \$15,374,737 (Note 6).

The Condensed Schedule of Investments does not reflect the complete portfolio holdings. It includes the Portfolio's 50 largest holdings and each investment of any issue that exceeds 1% of the Portfolio's net assets. "Other Securities" represent all issues not required to be disclosed under the rules adopted by the U.S. Securities and Exchange commission ("SEC"). The complete schedule of portfolio holdings is available (i) without charge, upon request, by calling (800)607-2200; (ii) on the SEC's website at <http://www.sec.gov>; and (iii) on our website at <http://advisor.wilshire.com>.

ADR — American Depositary Receipt.
Ltd. — Limited.
plc — Public Limited Company.

WILSHIRE MUTUAL FUNDS, INC.
LARGE COMPANY VALUE PORTFOLIO
CONDENSED SCHEDULE OF INVESTMENTS

December 31, 2016



	<u>Shares</u>	<u>Value</u>		<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 99.9% (a)			XL Group Ltd.	60,973	\$ 2,271,854
Consumer Discretionary — 7.7%			Other Securities (b) (c)		18,656,246
Ford Motor Co.	163,064	\$ 1,977,966			<u>61,939,679</u>
Hilton Worldwide Holdings, Inc.	55,675	1,514,360	Health Care — 9.5%		
Omnicom Group, Inc.	15,150	1,289,416	Cigna Corp.	10,550	1,407,264
Target Corp.	21,174	1,529,397	Johnson & Johnson	40,340	4,647,571
Other Securities (b) (c)		8,026,420	Medtronic plc	22,120	1,575,608
		<u>14,337,559</u>	Merck & Co., Inc.	66,054	3,888,599
Consumer Staples — 5.2%			Pfizer, Inc.	118,177	3,838,389
Altria Group, Inc.	28,100	1,900,122	Other Securities (b) (c)		2,187,285
Philip Morris					<u>17,544,716</u>
International, Inc.	22,796	2,085,606	Industrials — 8.7%		
Wal-Mart Stores, Inc.	44,940	3,106,252	Dover Corp.	19,775	1,481,741
Other Securities (b)		2,569,063	Parker-Hannifin Corp.	12,150	1,701,000
		<u>9,661,043</u>	Southwest Airlines Co.	31,400	1,564,976
Energy — 12.2%			Stanley Black & Decker, Inc.	19,125	2,193,446
BP plc - ADR (c)	76,603	2,863,421	United Technologies Corp.	13,495	1,479,322
Chevron Corp.	11,459	1,348,724	Other Securities (b) (c)		7,775,800
ConocoPhillips	56,225	2,819,122			<u>16,196,285</u>
Exxon Mobil Corp.	39,857	3,597,494	Information Technology — 11.1%		
Occidental Petroleum Corp.	24,900	1,773,627	Cisco Systems, Inc.	59,511	1,798,422
Phillips 66	16,400	1,417,124	Hewlett Packard		
Royal Dutch Shell plc -			Enterprise Co.	59,860	1,385,160
Class A - ADR (c)	49,714	2,703,447	Intel Corp.	59,697	2,165,210
Other Securities (b) (c)		6,110,318	International Business		
		<u>22,633,277</u>	Machines Corp.	16,129	2,677,252
Financials — 33.4%			Oracle Corp.	77,760	2,989,873
American Express Co.	21,610	1,600,869	QUALCOMM, Inc.	43,706	2,849,630
American International Group,			Other Securities (b) (c)		6,707,250
Inc.	31,698	2,070,196			<u>20,572,797</u>
Bank of America Corp.	260,335	5,753,404	Materials — 3.6%		
Capital One Financial Corp.	14,025	1,223,541	E.I. du Pont de Nemours and Co.	20,400	1,497,361
Citigroup, Inc.	50,779	3,017,796	International Paper Co. (c)	23,695	1,257,257
Franklin Resources, Inc.	37,545	1,486,031	Other Securities (b) (c)		3,989,375
Goldman Sachs Group, Inc. (The)	7,756	1,857,174			<u>6,743,993</u>
JPMorgan Chase & Co.	68,352	5,898,094	Real Estate — 2.1%		
Loews Corp. (c)	50,355	2,358,124	Other Securities (b)		3,792,558
MetLife, Inc.	44,715	2,409,690			
Morgan Stanley	46,535	1,966,104	Telecommunication Services — 2.6%		
State Street Corp.	50,435	3,919,808	AT&T, Inc.	66,676	2,835,730
UBS Group AG (c)	88,375	1,384,836	Verizon Communications, Inc.	34,050	1,817,589
Voya Financial, Inc.	45,003	1,765,017	Other Securities (b)		239,655
Wells Fargo & Co.	78,042	4,300,895			<u>4,892,974</u>

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.**LARGE COMPANY VALUE PORTFOLIO****CONDENSED SCHEDULE OF INVESTMENTS - (CONTINUED)**

December 31, 2016



	<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 99.9% (a) (Continued)		
Utilities — 3.8%		
Entergy Corp.	38,263	\$ 2,811,182
Other Securities (b)		<u>4,259,583</u>
		<u>7,070,765</u>
Total Common Stocks (Cost \$155,149,455)		<u>185,385,646</u>
RIGHTS — 0.0% (d)		
Other Securities (b) (Cost \$0) . . .		<u>1,189</u>
MONEY MARKET FUNDS — 2.5%		
Northern Trust Institutional Government Select Portfolio - Institutional Class, 0.39% (e)		
	9,805	9,805
Northern Trust Institutional Liquid Asset Portfolio - Institutional Class, 0.01% (e) (f)		
	4,729,193	<u>4,729,193</u>
Total Money Market Funds (Cost \$4,738,998)		<u>4,738,998</u>
Total Investments at Value — 102.4% (Cost \$159,888,453)		190,125,833
Liabilities in Excess of Other Assets — (2.4%)		<u>(4,517,574)</u>
NET ASSETS — 100.0%		<u>\$185,608,259</u>

- (a) More narrow industries are utilized for compliance purposes, whereas broad sectors are utilized for reporting purposes.
- (b) Represents issuers not identified as a top 50 holding in terms of market value and issues or issuers not exceeding 1% of net assets individually or in the aggregate, respectively, as of December 31, 2016.
- (c) This security or a partial position of this security is on loan at December 31, 2016. The total market value of securities on loan at December 31, 2016 was \$14,358,569.
- (d) Percentage rounds to less than 0.1%.
- (e) The rate shown is the 7-day effective yield as of December 31, 2016.
- (f) This security was purchased with cash collateral held from securities on loan. The total value of such securities as of December 31, 2016 was \$4,729,193. Securities on loan are also collateralized by various U.S. Treasury obligations in the amount of \$9,915,530 (Note 6).

The Condensed Schedule of Investments does not reflect the complete portfolio holdings. It includes the Portfolio's 50 largest holdings and each investment of any issue that exceeds 1% of the Portfolio's net assets. "Other Securities" represent all issues not required to be disclosed under the rules adopted by the U.S. Securities and Exchange commission ("SEC"). The complete schedule of portfolio holdings is available (i) without charge, upon request, by calling (800)607-2200; (ii) on the SEC's website at <http://www.sec.gov>; and (iii) on our website at <http://advisor.wilshire.com>.

ADR — American Depositary Receipt.
Ltd. — Limited.
plc — Public Limited Company.

WILSHIRE MUTUAL FUNDS, INC.
SMALL COMPANY GROWTH PORTFOLIO
CONDENSED SCHEDULE OF INVESTMENTS

December 31, 2016 

	<u>Shares</u>	<u>Value</u>		<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 97.2% (a)					
Consumer Discretionary — 16.4%					
Chuy's Holdings, Inc. (b)	10,242	\$ 332,352	Neogen Corp. (b)	6,470	\$ 427,020
Dorman Products, Inc. (b)	6,370	465,392	PRA Health Sciences, Inc. (b)	12,925	712,427
Drew Industries, Inc. (b)	4,060	437,465	Prestige Brands Holdings, Inc. (b)	9,134	475,881
G-III Apparel Group Ltd. (b) (c)	10,692	316,056	Repligen Corp. (b)	16,095	496,047
Monro Muffler Brake, Inc. (c)	6,300	360,359	Supernus Pharmaceuticals, Inc. (b)	23,270	587,567
Popeyes Louisiana Kitchen, Inc. (b)	7,453	450,756	Vascular Solutions, Inc. (b)	7,920	444,312
Sonic Corp. (c)	18,892	500,826	Other Securities (c) (d)		<u>2,096,611</u>
Steven Madden Ltd. (b)	16,300	582,724			<u>8,030,778</u>
Other Securities (c) (d)		<u>2,632,264</u>	Industrials — 13.7%		
		<u>6,078,194</u>	CEB, Inc.	6,570	398,141
Consumer Staples — 5.0%			Knoll, Inc.	19,498	544,578
B&G Foods, Inc. (c)	10,140	444,132	Saia, Inc. (b)	8,540	377,041
Calavo Growers, Inc. (c)	5,280	324,192	SiteOne Landscape Supply, Inc. (b)	7,820	271,589
Inter Parfums, Inc.	9,765	319,803	WageWorks, Inc. (b)	9,775	708,687
J & J Snack Foods Corp.	2,225	296,882	Other Securities (c) (d)		<u>2,766,012</u>
Other Securities (c) (d)		<u>467,658</u>			<u>5,066,048</u>
		<u>1,852,667</u>	Information Technology — 20.7%		
Energy — 3.3%			BroadSoft, Inc. (b) (c)	11,585	477,881
Matador Resources Co. (b) (c)	9,060	233,386	CEVA, Inc. (b)	10,694	358,783
Oasis Petroleum, Inc. (b)	31,539	477,500	Ellie Mae, Inc. (b) (c)	5,530	462,750
PDC Energy, Inc. (b)	3,130	227,175	Inphi Corp. (b) (c)	7,195	321,041
Other Securities (c) (d)		<u>273,287</u>	LogMeIn, Inc.	6,060	585,094
		<u>1,211,348</u>	MAXIMUS, Inc.	9,570	533,910
Financials — 9.7%			Pegasystems, Inc.	16,964	610,704
CenterState Banks, Inc.	11,750	295,748	Qualys, Inc. (b)	11,480	363,342
LegacyTexas Financial Group, Inc.	5,480	235,969	Silicon Laboratories, Inc. (b)	5,075	329,874
Pinnacle Financial Partners, Inc.	6,680	462,923	SPS Commerce, Inc. (b)	5,300	370,417
PrivateBancorp, Inc.	6,415	347,628	Other Securities (c) (d)		<u>3,280,285</u>
South State Corp.	7,460	652,003			<u>7,694,081</u>
Texas Capital Bancshares, Inc. (b)	3,890	304,976	Materials — 3.2%		
Other Securities (c) (d)		<u>1,293,750</u>	Other Securities (c) (d)		<u>1,195,313</u>
		<u>3,592,997</u>	Real Estate — 2.0%		
Health Care — 21.6%			Other Securities (c) (d)		<u>740,884</u>
Aceto Corp. (c)	10,150	222,995	Telecommunication Services — 1.2%		
Cambrex Corp. (b)	10,945	590,483	Cogent Communications Holdings, Inc.	9,945	411,226
Cantel Medical Corp.	4,560	359,100	Other Securities (d)		<u>20,293</u>
Cotiviti Holdings, Inc. (b) (c)	13,080	449,951			<u>431,519</u>
Eagle Pharmaceuticals, Inc. (b) (c)	4,630	367,344			
ICON plc (b)	5,520	415,104			
Medidata Solutions, Inc. (b)	7,770	385,936			

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.**SMALL COMPANY GROWTH PORTFOLIO****CONDENSED SCHEDULE OF INVESTMENTS - (CONTINUED)**

December 31, 2016



	<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 97.2% (a) (Continued)		
Utilities — 0.4%		
Other Securities (d)		\$ 138,749
Total Common Stocks (Cost \$27,660,691)		<u>36,032,578</u>
RIGHTS — 0.0% (e)		
Other Securities (d) (Cost \$0) . . .		<u>360</u>
MONEY MARKET FUNDS — 8.6%		
Northern Trust Institutional Government Select Portfolio - Institutional Class, 0.39% (f) . . .	1,076,691	1,076,691
Northern Trust Institutional Liquid Asset Portfolio - Institutional Class, 0.01% (f) (g) .	2,128,325	<u>2,128,325</u>
Total Money Market Funds (Cost \$3,205,016)		<u>3,205,016</u>
Total Investments at Value — 105.8% (Cost \$30,865,707)		39,237,954
Liabilities in Excess of Other Assets — (5.8%)		<u>(2,150,775)</u>
Net Assets — 100.0%		<u>\$ 37,087,179</u>

- (a) More narrow industries are utilized for compliance purposes, whereas broad sectors are utilized for reporting purposes.
- (b) Non-income producing security.
- (c) This security or a partial position of this security is on loan at December 31, 2016. The total market value of securities on loan at December 31, 2016 was \$4,691,378.
- (d) Represents issuers not identified as a top 50 holding in terms of market value and issues or issuers not exceeding 1% of net assets individually or in the aggregate, respectively, as of December 31, 2016.
- (e) Percentage rounds to less than 0.1%.
- (f) The rate shown is the 7-day effective yield as of December 31, 2016.
- (g) This security was purchased with cash collateral held from securities on loan. The total value of such securities as of December 31, 2016 was \$2,128,325. Securities on loan are also collateralized by various U.S. Treasury obligations in the amount of \$2,721,691 (Note 6).

The Condensed Schedule of Investments does not reflect the complete portfolio holdings. It includes the Portfolio's 50 largest holdings and each investment of any issue that exceeds 1% of the Portfolio's net assets. "Other Securities" represent all issues not required to be disclosed under the rules adopted by the U.S. Securities and Exchange commission ("SEC"). The complete schedule of portfolio holdings is available (i) without charge, upon request, by calling (800)607-2200; (ii) on the SEC's website at <http://www.sec.gov>; and (iii) on our website at <http://advisor.wilshire.com>.

Ltd. — Limited.
plc — Public Limited Company.

WILSHIRE MUTUAL FUNDS, INC.
SMALL COMPANY VALUE PORTFOLIO
CONDENSED SCHEDULE OF INVESTMENTS

December 31, 2016



	<u>Shares</u>	<u>Value</u>		<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 97.6% (a)					
Consumer Discretionary — 11.9%					
Cooper Tire & Rubber Co.	8,370	\$ 325,175			
Fred's, Inc. - Class A (b)	18,675	346,608			
Hooker Furniture Corp.	13,993	531,034			
M/I Homes, Inc. (c)	10,864	273,556			
Scholastic Corp. (b)	4,569	216,981			
Stoneridge, Inc. (c)	22,433	396,839			
Taylor Morrison Home Corp. - Class A (b) (c)	23,880	459,929			
TRI Pointe Group, Inc. (c)	43,630	500,872			
Other Securities (b) (d)		<u>1,802,333</u>			
		4,853,327			
Consumer Staples — 3.8%					
Inter Parfums, Inc.	7,353	240,811			
John B. Sanfilippo & Son, Inc. (b)	5,854	412,062			
TreeHouse Foods, Inc. (b) (c)	6,904	498,399			
Other Securities (b) (d)		<u>390,733</u>			
		1,542,005			
Energy — 4.4%					
PDC Energy, Inc. (c)	6,360	461,608			
Synergy Resources Corp. (b) (c)	42,730	380,724			
Other Securities (b) (d)		<u>946,538</u>			
		1,788,870			
Financials — 30.7%					
Ameris Bancorp	8,710	379,756			
Bank of N.T. Butterfield & Son Ltd. (The)	17,390	546,741			
Banner Corp.	4,030	224,914			
Capital Bank Financial Corp. - Class A	13,580	533,015			
Dime Community Bancshares, Inc.	13,993	281,259			
Greenhill & Co., Inc.	8,910	246,807			
Greenlight Capital Re Ltd. - Class A (c)	10,095	230,166			
Heritage Financial Corp.	14,605	376,079			
Hilltop Holdings, Inc.	6,995	208,451			
HomeStreet, Inc. (c)	11,455	361,978			
PacWest Bancorp	10,160	553,110			
PrivateBancorp, Inc.	7,920	429,185			
Western Alliance Bancorp (c)	15,605	760,119			
Other Securities (b) (d)		<u>7,399,139</u>			
		12,530,719			
Health Care — 2.7%					
Analogic Corp.	6,140	\$ 509,312			
Other Securities (b) (d)		<u>601,397</u>			
		1,110,709			
Industrials — 10.2%					
Albany International Corp. - Class A	8,040	372,252			
Brady Corp. - Class A	5,920	222,295			
EnerSys	6,270	489,687			
GP Strategies Corp. (c)	8,150	233,089			
Orbital ATK, Inc.	4,772	418,647			
Other Securities (b) (d)		<u>2,421,158</u>			
		4,157,128			
Information Technology — 15.8%					
Coherent, Inc. (c)	3,620	497,333			
Cray, Inc. (b) (c)	13,925	288,248			
Electronics For Imaging, Inc. (c)	10,660	467,547			
Entegris, Inc. (c)	30,695	549,441			
Integrated Device Technology, Inc. (c)	16,405	386,502			
Lattice Semiconductor Corp. (b) (c)	81,605	600,612			
Mitel Networks Corp. (c)	114,850	780,979			
Novanta, Inc. (c)	22,245	467,145			
Ultratech, Inc. (c)	10,385	249,032			
Other Securities (b) (d)		<u>2,156,017</u>			
		6,442,856			
Materials — 8.4%					
Boise Cascade Co. (c)	15,190	341,776			
Deltic Timber Corp. (b)	2,615	201,538			
Landec Corp. (c)	35,525	490,244			
Louisiana-Pacific Corp. (c)	13,530	256,124			
Materion Corp.	12,490	494,604			
Schweitzer-Mauduit International, Inc.	5,195	236,528			
Other Securities (b) (d)		<u>1,394,831</u>			
		3,415,645			
Real Estate — 7.2%					
Brandywine Realty Trust	25,303	417,753			
Forestar Group, Inc. (c)	35,388	470,660			
Ramco-Gershenson Properties Trust	30,685	508,756			
Other Securities (b) (d)		<u>1,528,844</u>			
		2,926,013			
Telecommunication Services — 0.0% (e)					
Other Securities (d)		<u>22,506</u>			

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.**SMALL COMPANY VALUE PORTFOLIO****CONDENSED SCHEDULE OF INVESTMENTS - (CONTINUED)**

December 31, 2016



	<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 97.6% (a) (Continued)		
Utilities — 2.5%		
Other Securities (b) (d)		<u>\$ 1,004,298</u>
Total Common Stocks (Cost \$31,105,936)		<u>39,794,076</u>
MONEY MARKET FUNDS — 7.7%		
Northern Trust Institutional Government Select Portfolio - Institutional Class, 0.39% (f) . . .	927,765	927,765
Northern Trust Institutional Liquid Asset Portfolio - Institutional Class, 0.01% (f) (g) .	2,227,822	<u>2,227,822</u>
Total Money Market Funds (Cost \$3,155,587)		<u>3,155,587</u>
Total Investments at Value — 105.3% (Cost \$34,261,523)		42,949,663
Liabilities in Excess of Other Assets — (5.3%)		<u>(2,153,883)</u>
NET ASSETS — 100.0%		<u>\$ 40,795,780</u>

- (a) More narrow industries are utilized for compliance purposes, whereas broad sectors are utilized for reporting purposes.
- (b) This security or a partial position of this security is on loan at December 31, 2016. The total market value of securities on loan at December 31, 2016 was \$3,523,566.
- (c) Non-income producing security.
- (d) Represents issuers not identified as a top 50 holding in terms of market value and issues or issuers not exceeding 1% of net assets individually or in the aggregate, respectively, as of December 31, 2016.
- (e) Percentage rounds to less than 0.1%.
- (f) The rate shown is the 7-day effective yield as of December 31, 2016.
- (g) This security was purchased with cash collateral held from securities on loan. The total value of such securities as of December 31, 2016 was \$2,227,822. Securities on loan are also collateralized by various U.S. Treasury obligations in the amount of \$1,431,817 (Note 6).

The Condensed Schedule of Investments does not reflect the complete portfolio holdings. It includes the Portfolio's 50 largest holdings and each investment of any issue that exceeds 1% of the Portfolio's net assets. "Other Securities" represent all issues not required to be disclosed under the rules adopted by the U.S. Securities and Exchange commission ("SEC"). The complete schedule of portfolio holdings is available (i) without charge, upon request, by calling (800)607-2200; (ii) on the SEC's website at <http://www.sec.gov>; and (iii) on our website at <http://advisor.wilshire.com>.

Ltd. — Limited.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE 5000 INDEXSM FUND
CONDENSED SCHEDULE OF INVESTMENTS

December 31, 2016



	<u>Shares</u>	<u>Value</u>		<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 99.9% (a)					
Consumer Discretionary — 12.5%					
Amazon.com, Inc. (b)	3,129	\$ 2,346,342	Pfizer, Inc.	48,162	\$ 1,564,301
Comcast Corp. - Class A	17,971	1,240,897	UnitedHealth Group, Inc.	7,072	1,131,802
Home Depot, Inc. (The)	8,948	1,199,747	Other Securities (c) (d)		<u>11,509,212</u>
McDonald's Corp.	6,521	793,735			<u>21,646,211</u>
Walt Disney Co. (The)	11,556	1,204,365	Industrials — 10.7%		
Other Securities (c) (d)		<u>14,902,048</u>	3M Co.	4,723	843,386
		<u>21,687,134</u>	Boeing Co. (The)	4,481	697,602
Consumer Staples — 8.8%			General Electric Co.	69,471	2,195,283
Altria Group, Inc.	15,325	1,036,277	Honeywell International, Inc.	6,049	700,777
Coca-Cola Co. (The)	30,590	1,268,260	Union Pacific Corp.	6,123	634,832
CVS Health Corp.	8,374	660,791	United Technologies Corp.	6,535	716,367
PepsiCo, Inc.	11,262	1,178,343	Other Securities (c) (d)		<u>12,760,422</u>
Philip Morris International, Inc.	11,474	1,049,756			<u>18,548,669</u>
Procter & Gamble Co. (The)	21,239	1,785,774	Information Technology — 19.2%		
Wal-Mart Stores, Inc.	12,204	843,539	Alphabet, Inc. - Class C (b)	4,481	3,458,524
Other Securities (c) (d)		<u>7,353,709</u>	Apple, Inc.	42,322	4,901,733
		<u>15,176,449</u>	Cisco Systems, Inc.	39,423	1,191,362
Energy — 7.0%			Facebook, Inc. - Class A (b)	17,278	1,987,833
Chevron Corp.	14,824	1,744,784	Intel Corp.	37,618	1,364,404
Exxon Mobil Corp.	32,562	2,939,045	International Business		
Schlumberger Ltd.	10,103	848,148	Machines Corp.	6,905	1,146,160
Other Securities (c) (d)		<u>6,681,678</u>	Mastercard, Inc. - Class A	7,452	769,418
		<u>12,213,655</u>	Microsoft Corp.	61,062	3,794,392
Financials — 15.8%			Oracle Corp.	25,305	972,976
Bank of America Corp.	80,198	1,772,375	QUALCOMM, Inc.	11,605	756,645
Berkshire Hathaway, Inc. -			Visa, Inc. - Class A (d)	12,229	954,106
Class B (b)	15,617	2,545,258	Other Securities (c) (d)		<u>12,085,231</u>
Citigroup, Inc.	22,615	1,344,008			<u>33,382,784</u>
Goldman Sachs			Materials — 3.2%		
Group, Inc. (The)	2,988	715,476	Other Securities (c) (d)		<u>5,497,223</u>
JPMorgan Chase & Co.	28,098	2,424,575	Real Estate — 4.4%		
U.S. Bancorp	12,784	656,713	Other Securities (c) (d)		<u>7,679,336</u>
Wells Fargo & Co.	36,042	1,986,274	Telecommunication Services — 2.6%		
Other Securities (c) (d)		<u>16,051,315</u>	AT&T, Inc.	48,750	2,073,338
		<u>27,495,994</u>	Verizon Communications, Inc.	32,363	1,727,537
Health Care — 12.5%			Other Securities (c) (d)		<u>639,435</u>
AbbVie, Inc.	11,400	713,868			<u>4,440,310</u>
Amgen, Inc.	5,213	762,192	Utilities — 3.2%		
Bristol-Myers Squibb Co.	13,125	767,025	Other Securities (c) (d)		<u>5,539,299</u>
Celgene Corp. (b)	6,153	712,210			
Gilead Sciences, Inc.	10,467	749,541	Total Common Stocks		
Johnson & Johnson	21,363	2,461,230	(Cost \$64,138,598)		<u>173,307,064</u>
Merck & Co., Inc.	21,655	1,274,830			

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.**WILSHIRE 5000 INDEXSM FUND****CONDENSED SCHEDULE OF INVESTMENTS - (CONTINUED)**

December 31, 2016



	<u>Shares</u>	<u>Value</u>
RIGHTS — 0.0% (e)		
Other Securities (c) (d) (Cost \$0)		\$ 12,313
MONEY MARKET FUNDS — 2.7%		
Northern Trust Institutional Government Select Portfolio - Institutional Class, 0.39% (f)	140,499	140,499
Northern Trust Institutional Liquid Asset Portfolio - Institutional Class, 0.01% (f) (g)	4,582,659	<u>4,582,659</u>
Total Money Market Funds (Cost \$4,723,158)		<u>4,723,158</u>
Total Investments at Value — 102.6% (Cost \$68,861,756)		178,042,535
Liabilities in Excess of Other Assets — (2.6%)		<u>(4,513,156)</u>
NET ASSETS — 100.0%		<u>\$173,529,379</u>

- (a) More narrow industries are utilized for compliance purposes, whereas broad sectors are utilized for reporting purposes.
- (b) Non-income producing security.
- (c) Represents issuers not identified as a top 50 holding in terms of market value and issues or issuers not exceeding 1% of net assets individually or in the aggregate, respectively, as of December 31, 2016.
- (d) This security or a partial position of this security is on loan at December 31, 2016. The total market value of securities on loan at December 31, 2016 was \$10,033,391.
- (e) Percentage rounds to less than 0.1%.
- (f) The rate shown is the 7-day effective yield as of December 31, 2016.
- (g) This security was purchased with cash collateral held from securities on loan. The total value of such securities as of December 31, 2016 was \$4,582,659. Securities on loan are also collateralized by various U.S. Treasury obligations in the amount of \$5,762,682 (Note 6).

The Condensed Schedule of Investments does not reflect the complete portfolio holdings. It includes the Portfolio's 50 largest holdings and each investment of any issue that exceeds 1% of the Portfolio's net assets. "Other Securities" represent all issues not required to be disclosed under the rules adopted by the U.S. Securities and Exchange commission ("SEC"). The complete schedule of portfolio holdings is available (i) without charge, upon request, by calling (800)607-2200; (ii) on the SEC's website at <http://www.sec.gov>; and (iii) on our website at <http://advisor.wilshire.com>.

Ltd. — Limited.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INTERNATIONAL EQUITY FUND
CONDENSED SCHEDULE OF INVESTMENTS

December 31, 2016 

	<u>Shares</u>	<u>Value</u>		<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 97.4%					
Australia — 3.4%					
CSL Ltd. (a)	51,905	\$ 3,753,524			
Other Securities (a) (b) (c)		<u>5,377,476</u>			
		<u>9,131,000</u>			
Austria — 0.1%					
Other Securities (a) (b)		<u>241,359</u>			
Belgium — 0.2%					
Other Securities (a) (b)		<u>585,858</u>			
Brazil — 2.1%					
Ambev S.A. - ADR	722,901	3,549,444			
Other Securities (a) (b) (c)		<u>1,979,492</u>			
		<u>5,528,936</u>			
Canada — 5.1%					
Canadian Pacific Railway Ltd.	26,853	3,833,804			
Constellation Software, Inc.	6,035	2,742,046			
Other Securities (b) (c)		<u>7,210,419</u>			
		<u>13,786,269</u>			
Chile — 0.1%					
Other Securities (b)		<u>161,738</u>			
China — 4.7%					
China Mobile Ltd. - ADR (c)	47,000	2,464,210			
Ctrip.com International Ltd. - ADR (c) (d)	67,397	2,695,880			
Tencent Holdings Ltd. (a)	129,855	3,148,638			
Other Securities (a) (b) (c)		<u>4,416,739</u>			
		<u>12,725,467</u>			
Colombia — 0.0% (e)					
Other Securities (b)		<u>128,031</u>			
Czech Republic — 0.0% (e)					
Other Securities (a) (b)		<u>24,100</u>			
Denmark — 3.6%					
Carlsberg A/S - Series B (a)	24,511	2,110,825			
Chr. Hansen Holding A/S (a)	43,850	2,424,812			
Coloplast A/S - Series B (a)	40,404	2,721,188			
Novozymes A/S (a)	65,724	2,261,382			
Other Securities (a) (b)		<u>214,010</u>			
		<u>9,732,217</u>			
Finland — 0.4%					
Other Securities (a) (b)		<u>1,120,743</u>			
France — 11.1%					
AXA S.A. (a)	123,063	\$ 3,101,889			
EADS N.V. (a)	51,910	3,428,166			
Essilor International S.A. (a)	21,887	2,469,168			
Hermes International (a)	6,085	2,495,868			
LVMH Moët Hennessy Louis Vuitton SE (a)	14,975	2,854,956			
Société Générale S.A. (a)	43,960	2,161,987			
Total S.A. - ADR (c)	59,970	3,056,671			
Other Securities (a) (b) (c)		<u>10,159,936</u>			
		<u>29,728,641</u>			
Germany — 5.1%					
adidas AG (a)	13,208	2,082,886			
E.ON SE (a) (d)	288,760	2,031,161			
Other Securities (a) (b) (c)		<u>9,619,386</u>			
		<u>13,733,433</u>			
Greece — 0.0% (e)					
Other Securities (a) (b)		<u>64,627</u>			
Hong Kong — 1.7%					
Other Securities (a) (b)		<u>4,472,005</u>			
Hungary — 0.0% (e)					
Other Securities (b)		<u>8,498</u>			
India — 1.0%					
HDFC Bank Ltd. - ADR	45,016	<u>2,731,571</u>			
Indonesia — 0.0% (e)					
Other Securities (a) (b)		<u>64,726</u>			
Ireland — 2.2%					
AerCap Holdings N.V. (d)	53,485	2,225,511			
Experian plc (a)	186,151	<u>3,603,943</u>			
		<u>5,829,454</u>			
Israel — 0.1%					
Other Securities (a) (b)		<u>231,453</u>			
Italy — 2.1%					
Intesa Sanpaolo SpA (a)	1,025,035	2,596,240			
Luxottica Group SpA (a)	38,825	2,086,450			
Other Securities (a) (b) (c)		<u>1,045,081</u>			
		<u>5,727,771</u>			

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.**WILSHIRE INTERNATIONAL EQUITY FUND****CONDENSED SCHEDULE OF INVESTMENTS - (CONTINUED)**

December 31, 2016



	<u>Shares</u>	<u>Value</u>		<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 97.4% (Continued)					
Japan — 14.7%					
Keyence Corp. (a)	4,730	\$ 3,236,223			
Mazda Motor Corp. (a)	159,400	2,595,443			
Mitsubishi Estate Company Ltd. (a)	104,000	2,065,749			
System Corp. (a)	34,675	2,003,332			
Other Securities (a) (b)		29,570,905			
		<u>39,471,652</u>			
Jersey — 0.1%					
Other Securities (a) (b)		<u>351,838</u>			
Luxembourg — 0.2%					
Other Securities (a) (b)		<u>581,954</u>			
Malaysia — 0.2%					
Other Securities (a) (b)		<u>495,134</u>			
Mexico — 0.5%					
Other Securities (b)		<u>1,336,524</u>			
Netherlands — 5.4%					
Aegon N.V. (a)	419,376	2,303,622			
Royal Dutch Shell plc - Class A - ADR (c)	52,125	2,834,557			
Other Securities (a) (b) (c)		9,480,653			
		<u>14,618,832</u>			
Norway — 0.9%					
DNB ASA (a) (d)	140,441	2,084,747			
Other Securities (a) (b)		365,179			
		<u>2,449,926</u>			
Poland — 0.0% (e)					
Other Securities (a) (b)		<u>59,955</u>			
Portugal — 0.1%					
Other Securities (a) (b)		<u>145,432</u>			
Russia — 1.2%					
Yandex N.V. - Class A (d)	104,818	2,109,987			
Other Securities (a) (b)		1,050,639			
		<u>3,160,626</u>			
Singapore — 0.8%					
DBS Group Holdings Ltd. (a)	168,310	2,008,122			
Other Securities (a) (b) (c)		272,455			
		<u>2,280,577</u>			
South Africa — 0.9%					
Shoprite Holdings Ltd. (a)	172,093	\$ 2,150,630			
Other Securities (a) (b)		346,973			
		<u>2,497,603</u>			
South Korea — 1.7%					
Other Securities (a) (b)		<u>4,471,197</u>			
Spain — 3.1%					
ACS Actividades de Construccion y Servicios S.A. (a)	64,641	2,039,663			
Other Securities (a) (b) (c)		6,417,089			
		<u>8,456,752</u>			
Sweden — 1.1%					
Other Securities (a) (b)		<u>2,902,269</u>			
Switzerland — 6.5%					
Julius Baer Group Ltd. (a)	46,577	2,063,361			
Nestlé S.A. (a)	67,167	4,811,492			
Roche Holdings AG (a) (d)	15,636	3,564,127			
SGS S.A. (a)	1,326	2,694,013			
Other Securities (a) (b) (c)		4,289,131			
		<u>17,422,124</u>			
Taiwan — 2.7%					
Taiwan Semiconductor Manufacturing Co. Ltd. - ADR (c)	152,213	4,376,125			
Other Securities (a) (b)		2,907,113			
		<u>7,283,238</u>			
Thailand — 0.1%					
Other Securities (a) (b)		<u>336,560</u>			
Turkey — 0.1%					
Other Securities (a) (b)		<u>331,172</u>			
United Kingdom — 7.1%					
Compass Group plc (a)	181,338	3,351,181			
HSBC Holdings plc - ADR	73,235	2,942,582			
Reckitt Benckiser Group plc (a)	55,665	4,714,950			
Other Securities (a) (b)		8,187,152			
		<u>19,195,865</u>			
United States — 7.0%					
Accenture plc - Class A	33,629	3,938,965			
Chubb Ltd.	34,198	4,518,240			
Core Laboratories N.V. (c)	27,367	3,285,134			

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INTERNATIONAL EQUITY FUND
CONDENSED SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016 

	<u>Shares</u>	<u>Value</u>
COMMON STOCKS — 97.4% (Continued)		
United States — 7.0% (Continued)		
ICON plc (d)	27,115	\$ 2,039,048
Lazard Ltd. - Class A	51,566	2,118,847
Schlumberger Ltd.	35,360	<u>2,968,472</u>
		<u>18,868,706</u>
Total Common Stocks (Cost \$248,747,665)		<u>262,475,833</u>
RIGHTS — 0.0%		
Other Securities (b) (Cost \$0) . . .		<u>0</u>
EXCHANGE-TRADED FUNDS — 0.4%		
Other Securities (b) (c) (Cost \$1,238,009)		<u>1,113,756</u>
MONEY MARKET FUNDS — 5.8%		
Northern Trust Institutional Government Select Portfolio - Institutional Class, 0.39% (f) . . .	6,874,936	6,874,936
Northern Trust Institutional Liquid Asset Portfolio - Institutional Class, 0.01% (f) (g) .	8,828,715	<u>8,828,715</u>
Total Money Market Funds (Cost \$15,703,651)		<u>15,703,651</u>
Total Investments at Value — 103.6% (Cost \$265,689,325)		279,293,240
Liabilities in Excess of Other Assets — (3.6%)		<u>(9,692,727)</u>
NET ASSETS — 100.0%		<u>\$269,600,513</u>

ADR — American Depositary Receipt.
 Ltd. — Limited.
 plc — Public Limited Company.

- (a) Security value has been determined in good faith in accordance with procedures approved by the Board of Directors. The total value of such securities is \$194,652,920 at December 31, 2016, representing 72.2% of net assets.
- (b) Represents issuers not identified as a top 50 holding in terms of market value and issues or issuers not exceeding 1% of net assets individually or in the aggregate, respectively, as of December 31, 2016.
- (c) This security or a partial position of this security is on loan at December 31, 2016. The total market value of securities on loan at December 31, 2016 was \$19,967,056.
- (d) Non-income producing security.
- (e) Percentage rounds to less than 0.1%.
- (f) The rate shown is the 7-day effective yield as of December 31, 2016.
- (g) This security was purchased with cash collateral held from securities on loan. The total value of such securities as of December 31, 2016 was \$8,828,715. Securities on loan are also collateralized by various U.S. Treasury obligations in the amount of \$11,735,202.

The Condensed Schedule of Investments does not reflect the complete portfolio holdings. It includes the Fund's 50 largest holdings and each investment of any issuer that exceeds 1% of the Fund's net assets. "Other Securities" represent all issues not required to be disclosed under the rules adopted by the U.S. Securities and Exchange Commission ("SEC"). The complete schedule of portfolio holdings is available (i) without charge, upon request, by calling (800)607-2200; (ii) on the SEC's website at <http://www.sec.gov>; and (iii) on our website at <http://advisor.wilshire.com>.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS

December 31, 2016  **Wilshire**

	Coupon	Maturity	Par Value	Value
U.S. TREASURY OBLIGATIONS — 13.3%				
U.S. Treasury Bonds — 0.3%				
U.S. Treasury Bonds	2.750%	11/15/42	\$ 1,180,000	\$ <u>1,114,501</u>
U.S. Treasury Notes — 8.7%				
U.S. Treasury Notes	0.625%	05/31/17	2,450,000	2,450,191
U.S. Treasury Notes	1.000%	02/15/18	4,280,000	4,281,507
U.S. Treasury Notes	2.000%	11/30/20	5,030,000	5,082,071
U.S. Treasury Notes	2.125%	01/31/21	5,080,000	5,147,666
U.S. Treasury Notes	2.250%	03/31/21	5,590,000	5,691,101
U.S. Treasury Notes	1.750%	03/31/22	3,030,000	2,989,640
U.S. Treasury Notes	1.500%	03/31/23	2,780,000	2,671,188
U.S. Treasury Notes	2.125%	05/15/25	3,430,000	3,362,470
U.S. Treasury Notes *	2.000%	11/15/26	2,999,000	2,885,482
				<u>34,561,316</u>
U.S. Treasury Inflation-Protection Notes — 2.8%				
U.S. Treasury				
Inflation-Protection				
Notes	0.125%	04/15/21	1,336,043	1,343,690
U.S. Treasury				
Inflation-Protection				
Notes	0.625%	01/15/24	1,947,587	1,981,808
U.S. Treasury				
Inflation-Protection				
Notes	0.125%	07/15/24	2,962,381	2,910,228
U.S. Treasury				
Inflation-Protection				
Notes	0.125%	07/15/26	1,956,337	1,891,779
U.S. Treasury				
Inflation-Protection				
Notes	1.000%	02/15/46	3,060,452	3,073,385
				<u>11,200,890</u>
U.S. Treasury Strips — 1.5%				
U.S. Treasury Bonds, Stripped Principal Payment *(a)				
	2.921%	11/15/44	14,084,000	<u>5,861,563</u>
Total U.S. Treasury Obligations (Cost \$53,823,803)				
				<u>52,738,270</u>

	Coupon	Maturity	Par Value	Value
U.S. GOVERNMENT AGENCY OBLIGATIONS — 4.9%				
Federal Home Loan Mortgage Corp. — 1.5%				
Federal Home Loan				
Mortgage Corp.	2.874%	09/15/29	\$ 3,000,000	\$ 1,932,201
Federal Home Loan				
Mortgage Corp.	3.068%	12/14/29	1,450,000	945,175
Federal Home Loan				
Mortgage Corp.	4.288%	03/15/31	1,250,000	767,039
Federal Home Loan				
Mortgage Corp.	6.750%	03/15/31	249,000	350,938
Federal Home Loan				
Mortgage Corp.	3.000%	03/01/46	447,902	445,236
Federal Home Loan				
Mortgage Corp.	3.000%	04/01/46	461,394	458,925
Federal Home Loan				
Mortgage Corp.	3.000%	05/01/46	945,844	940,193
				<u>5,839,707</u>
Federal National Mortgage Association — 3.1%				
Federal National				
Mortgage Association	2.125%	04/24/26	800,000	756,553
Federal National				
Mortgage				
Association *	1.875%	09/24/26	1,400,000	1,286,215
Federal National				
Mortgage				
Association *	2.948%	05/15/29	3,700,000	2,413,062
Federal National				
Mortgage Association	3.018%	01/15/30	775,000	497,121
Federal National				
Mortgage Association	3.075%	05/15/30	2,900,000	1,864,865
Federal National				
Mortgage Association	3.500%	07/01/42	998,156	1,026,788
Federal National				
Mortgage Association	3.000%	07/01/46	4,762,701	4,701,261
				<u>12,545,865</u>
Tennessee Valley Authority — 0.3%				
Tennessee Valley				
Authority *	5.375%	04/01/56	410,000	512,717
Tennessee Valley				
Authority *	4.250%	09/15/65	700,000	720,594
				<u>1,233,311</u>
Total U.S. Government Agency Obligations (Cost \$20,596,508)				
				<u>19,618,883</u>

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016



	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
AGENCY MORTGAGE-BACKED OBLIGATIONS — 3.8%				
Federal Home Loan Mortgage Corp. — 1.6%				
Federal Home Loan Mortgage Corp., Series 4249, Class CS	4.300%	09/15/43	\$ 1,336,261	\$ 1,230,387
Federal Home Loan Mortgage Corp., Series 4355, Class ZX	4.000%	05/15/44	4,972,442	<u>5,264,314</u>
				<u>6,494,701</u>
Federal Home Loan Mortgage Corp. Interest-Only Strips — 0.3%				
Federal Home Loan Mortgage Corp. REMIC, Series K-722, Class X1 (b)	1.311%	03/01/23	2,275,418	149,547
Federal Home Loan Mortgage Corp., Series 4077, Class TS (b)	5.299%	05/15/41	2,154,390	339,201
Federal Home Loan Mortgage Corp., Series 3966, Class SA (b)	5.361%	12/15/41	2,852,485	447,217
Federal Home Loan Mortgage Corp., Series 4089, Class SH	5.518%	08/15/42	2,265,064	<u>388,130</u>
				<u>1,324,095</u>
Federal National Mortgage Association — 1.3%				
Federal National Mortgage Association, Series 2016-75, Class ZP	3.000%	10/25/46	1,402,174	1,318,896
Federal National Mortgage Association, Series 2016-73, Class DZ	3.000%	10/25/46	4,030,075	<u>3,605,845</u>
				<u>4,924,741</u>
Federal National Mortgage Association Interest-Only Strips — 0.6%				
Federal National Mortgage Association, Series 2011-124, Class NS (b)	5.915%	12/25/41	2,525,305	437,204

	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
Federal National Mortgage Association, Series 2012-20, Class SA (b)	5.865%	03/25/42	\$ 2,327,460	\$ 428,807
Federal National Mortgage Association, Series 2012-76, Class SC (b)	5.415%	07/25/42	1,064,505	183,575
Federal National Mortgage Association, Series 2014-28, Class SD (b)	5.293%	05/25/44	7,521,549	<u>1,207,428</u>
				<u>2,257,014</u>
Total Agency Mortgage-Backed Obligations (Cost \$15,790,630)				<u>15,000,551</u>
NON-AGENCY MORTGAGE-BACKED OBLIGATIONS — 19.4%				
A10, LLC, Series 2016-1, Class A-1	2.420%	03/15/35	163,000	162,544
AABS Ltd., Series 2013-1, Class A	4.875%	01/15/38	385,167	383,049
Alliance Bancorp Trust, Series 2007-OA1, Class A-1 (b)	0.764%	07/25/37	1,203,136	868,735
American Home Mortgage Assets, Series 2006-4, Class I-A1-1 (b)	0.774%	10/25/46	1,291,712	854,336
American Home Mortgage Assets, Series 2006-6, Class A1-A (b)	0.946%	12/25/46	932,325	659,242
Americold, LLC Trust, Series 2010-ART, Class C	6.811%	01/14/21	50,000	55,937
Arbor Realty Commercial Real Estate, Series 2016-FL1, Class B (b)	3.488%	09/15/26	302,000	302,940

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016



	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
NON-AGENCY MORTGAGE-BACKED OBLIGATIONS — 19.4%									
(Continued)									
Banc of America Commercial Mortgage Trust, Series 2007-1, Class A-4	5.451%	01/15/49	\$ 2,640	\$ 2,639	CD Commercial Mortgage Trust, Series 2007-CD4, Class A-MFX	5.366%	12/11/49	\$ 545,000	\$ 545,548
Banc of America Funding Corp., Series 2013-R1, Class A5 (b)	0.690%	11/03/41	925,698	843,571	CFCRE Commercial Mortgage Trust, Series 2016-C4, Class C	4.878%	05/10/58	120,000	117,632
Bank of America RE- REMIC, Series 2010- UBER3, Class A-4B-2 (b)	5.949%	06/01/46	218,000	220,255	CIM Trust, Series 2016-1, Class B2 (b)	12.316%	07/26/55	1,000,000	874,800
BCAPB, LLC Trust, Series 2007-AB1, Class A-5 (b)	5.084%	03/25/37	4,794,640	3,369,677	CIM Trust, Series 2016-2, Class B2 (b)	12.212%	02/01/56	1,000,000	875,422
Bear Stearns Adjustable Rate Mortgage Trust, Series 2004-10, Class I-M-1 (b)	3.176%	01/01/35	817,220	733,089	CIM Trust, Series 2016-3, Class B2	12.173%	02/27/56	1,000,000	875,493
Bear Stearns Commercial Mortgage Trust, Series 2007-PWR16, Class A-M	5.719%	06/11/40	368,000	372,816	Citigroup Commercial Mortgage Trust, Series 2008-C7, Class A-MA (b)	6.333%	12/01/49	120,000	123,001
Bear Stearns Commercial Mortgage Trust, Series 2007-PWR15, Class A-4	5.331%	02/11/44	35,747	35,767	Citigroup Commercial Mortgage Trust, Series 2008-C7, Class A-M (b)	6.333%	12/01/49	334,000	343,508
Bear Stearns Commercial Mortgage Trust, Series 2007-PWR17, Class A-4	5.694%	06/11/50	182,766	185,924	Citigroup Commercial Mortgage Trust, Series 2007-C6, Class A-M	5.711%	12/10/49	219,000	222,141
Bear Stearns Commercial Mortgage Trust, Series 2007-PWR18, Class A-4	5.700%	06/11/50	259,727	265,297	Citigroup Commercial Mortgage Trust, Series 2007-C6, Class A-4	5.711%	12/10/49	141,000	142,222
					Citi-Mortgage Alternative Loan Trust, Series 2006- A1, Class IA-6	6.000%	04/25/36	3,537,063	3,236,594
					Citi-Mortgage Alternative Loan Trust, Series 2007- A5, Class IA-6 (b)	6.000%	05/01/37	3,937,286	3,666,888

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
NON-AGENCY MORTGAGE-BACKED OBLIGATIONS — 19.4%									
(Continued)									
Cobal Commercial					Credit Suisse				
Mortgage Trust,					Commercial				
Series 2007-C3,					Mortgage Trust,				
Class A-M	5.764%	05/15/46	\$ 120,000	\$ 121,586	Series 2016-PR1,				
Commercial					Class A-1 (b)	5.126%	07/01/56	\$ 912,553	\$ 891,711
Mortgage Loan Trust,					Deutsche Bank				
Series 2008-LS1,					Alt-A Securities,				
Class A-4B	6.093%	12/10/49	249,788	254,645	Series 2006-AF1,				
Cosmopolitan					Class A-4 (b)	1.056%	04/25/36	1,090,470	954,650
Hotel Trust,					First Franklin				
Series 2016-COSMO,					Mortgage Trust,				
Class C (b)	3.353%	11/15/21	1,000,000	1,005,397	Series 2004-FF10,				
Countrywide					Class M-1 (b)	2.031%	07/25/34	685,675	663,115
Alternative Loan,					FirstKey Mortgage				
Inc., Series 2007-					Trust, Series 2014-1,				
16CB, Class 5-A-4 (b)	6.249%	08/25/37	944,433	827,686	Class A-8	3.500%	11/25/44	502,309	506,979
Countrywide					Fort CRE, LLC,				
Alternative Loan,					Series 2016-1, Class B	3.250%	05/21/36	181,000	182,229
Inc., Series 2007-					GE Business Loan				
QA7, Class A-1-A (b)	0.936%	05/25/47	1,122,674	948,293	Trust, Series 2007-1,				
Countrywide Asset					Class C (b)	1.153%	04/16/35	893,125	782,477
Backed Securities,					GE Commercial				
Inc., Series 2006-6,					Mortgage,				
Class 1-A-1 (b)	0.926%	09/25/36	2,123,580	1,972,844	Series 2006-C1,				
Countrywide Home					Class A-J (b)	5.486%	03/01/44	57,021	56,879
Loan Mortgage Trust,					GMAC Commercial				
Series 2007-HY5,					Mortgage Securities,				
Class 3-A-1 (b)	4.586%	09/25/37	2,765,435	2,463,947	Series 2004-C3,				
Credit Suisse					Class E (b)	5.141%	12/10/41	160,000	159,212
Commercial					GMAC Commercial				
Mortgage Trust,					Mortgage Securities,				
Series 2007-C5,					Series 2004-C3,				
Class A-4	5.695%	09/01/40	69,957	70,957	Class D (b)	5.043%	12/10/41	96,000	99,390
Credit Suisse					Goldman Sachs				
Commercial					Mortgage Securities				
Mortgage Trust,					Trust, Series 2013-				
Series 2014-WIN2,					GC13, Class D (b) . . .	4.065%	07/10/23	60,000	53,087
Class A-3	3.500%	10/25/44	713,554	710,474	Goldman Sachs				
Credit Suisse					Mortgage Securities				
Commercial					Trust, Series 2016-				
Mortgage Trust,					ICE2, Class C (b) . . .	4.788%	02/15/33	1,000,000	1,012,568
Series 2007-C2,					Goldman Sachs				
Class A-M	5.603%	01/15/49	84,000	84,703	Mortgage Securities				
					Trust, Series 2006-				
					GG8, Class A-M	5.591%	11/10/39	27,699	27,686

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016



	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
NON-AGENCY MORTGAGE-BACKED OBLIGATIONS — 19.4%									
(Continued)									
Goldman Sachs Mortgage Securities Trust, Series 2007- GG10, Class A-4	5.794%	08/10/45	\$ 271,271	\$ 272,960	JPMorgan Chase Commercial Trust, Series 2016-WPT, Class E (b)	5.532%	10/15/18	\$ 181,000	\$ 182,238
Greenwich Capital Commercial Mortgage, Series 2007-GG9, Class A-M	5.475%	03/10/39	121,349	121,306	JPMorgan Chase Commercial Trust, Series 2016-WIKI, Class E (b)	4.008%	10/05/21	1,000,000	965,701
GSA Home Equity Trust, Series 2005-6, Class M-1 (b)	1.022%	06/25/35	1,300,000	1,173,148	JPMorgan Chase Commercial Trust, Series 2007-CIBC18, Class A-4	5.440%	06/12/47	8,301	8,295
GSA Home Equity Trust, Series 2007-7, Class A4 (b)	1.026%	07/25/37	1,070,311	967,716	JPMorgan Chase Commercial Trust, Series 2007-CIBC19, Class A-M (b)	5.880%	02/12/49	218,000	220,108
Harborview Mortgage Loan Trust, Series 2006-14, Class 2A-1A (b)	0.886%	01/25/47	1,088,886	892,046	JPMorgan Chase Commercial Trust, Series 2007-CIBC20, Class A-M	5.880%	02/12/51	273,000	279,571
Hilton USA Trust, Series 2013-HLT, Class E-FX, 144A (b)	4.601%	11/05/18	1,000,000	1,001,492	JPMorgan Commercial Mortgage Trust, Series 2004-CIBC10, Class D	5.097%	01/12/37	89,000	91,186
JPMBB Commercial Mortgage Securities Trust, Series 2013- C15, Class D (b)	5.214%	10/15/23	84,000	79,984	Lehman Brothers Commercial Mortgage Trust, Series 2007-C3, Class A-4	5.918%	07/15/44	172,902	175,200
JPMCC Commercial Mortgage Trust, Series 2016-ASH, Class B (b)	2.688%	10/15/22	115,000	115,574	Lehman Brothers- UBS Commercial Mortgage Trust, Series 2007-C2, Class A-M	5.493%	02/15/40	273,000	275,262
JPMCC Commercial Mortgage Trust, Series 2016-ASH, Class C (b)	3.287%	10/15/22	65,000	65,311	Lehman Brothers- UBS Commercial Mortgage Trust, Series 2007-C7, Class A-3	5.866%	09/15/45	202,678	207,683
JPMCC Commercial Mortgage Trust, Series 2016-JP2, Class C (b)	3.947%	08/15/49	1,000,000	954,290	Lehman Brothers- UBS Commercial Mortgage Trust, Series 2007-C7, Class A-J	6.243%	09/15/45	120,000	120,996
JPMCC RE-REMIC Trust, Series 2014- FRR1, Class A-K707	4.347%	12/27/18	181,000	176,977					

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
NON-AGENCY MORTGAGE-BACKED OBLIGATIONS — 19.4%									
(Continued)									
LSTAR Commercial Mortgage Trust, Series 2016-4, Class C	4.701%	03/10/49	\$ 274,000	\$ 250,430	Merrill Lynch-CFC Commercial Mortgage Trust, Series 2007-7, Class A-4	5.738%	06/12/50	\$ 55,621	\$ 55,976
LSTAR Securities Investments Ltd., Series 2016-4, Class A-1 (b)	2.885%	10/01/18	1,955,395	1,933,950	Morgan Stanley Capital I Trust, Series 2006-XLF, Class J (b)	1.133%	07/15/19	68,327	67,689
LSTAR Securities Investments Ltd., Series 2016-7, Class A-1 (b)	2.605%	12/01/18	2,000,000	1,970,629	Morgan Stanley Capital I Trust, Series 2006-NC1, Class M-1 (b)	0.969%	12/25/35	1,000,000	898,129
LSTAR Securities Investments Ltd., Series 2015-4, Class A-1 (b)	2.532%	04/01/20	576,049	574,969	Morgan Stanley Capital I Trust, Series 2007-Q11, Class A-M	5.478%	02/12/44	92,558	92,489
LSTAR Securities Investments Ltd., Series 2016-5, Class A-1, 144A	2.546%	11/01/21	978,225	965,581	Morgan Stanley Capital I Trust, Series 2006-HQ9, Class A-J	5.793%	07/12/44	1,384	1,383
LSTAR Securities Investments Trust, Series 2016-2, Class A, 144A (b)	2.532%	03/01/21	1,299,790	1,282,993	Morgan Stanley Capital I Trust, Series 2007-IQ16, Class A-M	6.052%	12/12/49	273,000	281,172
LSTAR Securities Investments Trust, Series 2016-3, Class A (b)	2.532%	09/01/21	2,223,925	2,196,821	Morgan Stanley REMIC Trust, Series 2010-R5, Class 4-B (b)	1.053%	06/26/36	941,950	727,898
Luminant Mortgage Trust, Series 2006-2, Class A1A (b)	0.792%	02/25/46	1,514,928	1,064,302	Morgan Stanley REMIC Trust, Series 2010-GG10, Class A4B	5.794%	08/15/45	218,000	218,801
Merrill Lynch-CFC Commercial Mortgage Trust, Series 2007-9, Class A-4	5.700%	09/12/49	168,093	171,446	Motel 6 Trust, Series 2015-MTL6, Class E (b)	5.278%	02/05/20	1,000,000	993,731
Merrill Lynch Mortgage Trust, Series 2007-C1, Class AM (b)	6.022%	06/01/50	181,000	175,582	PR Mortgage Loan Trust, Series 2014-1, Class APT (b)	5.916%	10/25/49	2,359,907	2,262,256
					Residential Accredited Loans, Inc., Series 2006-QS15, Class A-3	6.500%	10/25/36	1,627,690	1,388,776

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016



	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
NON-AGENCY MORTGAGE-BACKED OBLIGATIONS — 19.4%									
(Continued)									
Residential					Wachovia Bank				
Accredited Loans,					Commercial				
Inc., Series 2006-					Mortgage Trust,				
QO2, Class A-1 (b)	0.745%	02/25/46	\$ 2,214,046	\$ 963,265	Series 2006-C26,	6.285%	06/15/45	\$ 181,000	\$ 181,015
Rise Ltd.,					Class A-M (b)				
Series 2014-1A,					Wachovia Bank				
Class A	4.750%	02/15/39	1,234,260	1,226,237	Commercial				
Springfield Funding					Mortgage Trust,				
Trust, Series 2015-A,					Series 2006-C27,	5.825%	07/15/45	179,000	181,202
Class A	3.160%	11/15/24	1,000,000	1,007,900	Class A-J				
Structured Asset					Wachovia Bank				
Investment Loan,					Commercial				
Series 2005-11,					Mortgage Trust,				
Class A7 (b)	0.951%	01/25/36	850,824	764,427	Series 2007-C34,				
Taco Bell Funding,					Class A-3	5.678%	05/15/46	255,376	257,224
LLC, Series 2016-1,					Wachovia Bank				
Class A-2-II	4.377%	05/25/46	1,695,750	1,703,125	Commercial				
Velocity Commercial					Mortgage Trust,				
Capital Loan Trust,					Series 2006-C28,				
Series 2016-1,					Class A-J	5.632%	10/15/48	194,242	193,996
Class A-FX	3.533%	04/25/46	456,895	465,474	Wachovia Bank				
VOLT L, LLC,					Commercial				
Series 2016-NP10,					Mortgage Trust,				
Class A-1, 144A	3.500%	09/25/46	1,973,251	1,968,013	Series 2007-C32,				
VOLT LI, LLC,					Class A-3 (b)	5.890%	06/15/49	175,610	176,679
Series 2016-NP11,					Waldorf Astoria				
Class A-1	3.500%	10/25/46	1,088,264	1,085,767	Boca Raton Trust,				
VOLT XXVII, LLC,					Series 2016-BOCA,				
Series 2014-NPL7,					Class B (b)	2.588%	06/15/29	148,000	148,034
Class A-1	3.375%	08/27/57	673,113	673,413	Waldorf Astoria				
Wachovia Asset					Boca Raton Trust,				
Securitization,					Series 2016-BOCA,				
Series 2007-HE2,					Class C (b)	3.038%	06/15/29	125,000	125,026
Class A (b)	0.722%	07/25/37	1,913,138	1,678,679	Wells Fargo				
Wachovia Asset					Commercial				
Securitization,					Mortgage Trust,				
Series 2007-HE1,					Series 2016-C34,				
Class A (b)	0.731%	07/25/37	1,605,544	1,370,099	Class C	5.029%	06/15/49	141,000	139,688
Wachovia Bank					Wendy's Funding,				
Commercial					LLC, Series 2015-1,				
Mortgage Trust,					Class A2-III	4.497%	06/15/45	987,500	950,583
Series 2007-C30,					Winwater Mortgage				
Class A-M	5.383%	12/15/43	141,000	141,032	Loan Trust,				
					Series 2016-1,				
					Class 2A-3	3.000%	12/20/30	431,862	432,368

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016



<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>				
NON-AGENCY MORTGAGE-BACKED OBLIGATIONS — 19.4%												
(Continued)												
Wrightwood					Citigroup							
Capital Real Estate,					Commercial							
Series 2005-1,					Mortgage Trust,							
Class B (b)				1.083%	11/21/40	\$ 1,450,000	\$ 1,365,755	1.949%	08/10/49	\$ 1,896,338	\$ 238,820	
Total Non-Agency Mortgage-Backed Obligations					Commercial							
(Cost \$78,042,061)							<u>77,310,630</u>	Series 2013-CCRE12,				
								Class X-A (b)	1.538%	10/01/46	3,969,019	245,288
NON-AGENCY MORTGAGE-BACKED OBLIGATION					CSAIL Commercial							
INTEREST-ONLY STRIPS — 2.2%					Mortgage Trust,							
American Home					Series 2016-C6,							
Mortgage Assets,					Class X-A				1.815%	01/15/49	991,990	114,165
Series 2007-1,					Goldman Sachs							
Class IO-P				2.078%	05/25/47	8,513,198	1,501,440	Mortgage Securities				
BoFA Merrill					Trust, Series 2013-							
Lynch Commercial					GC10, Class X-A (b) .				1.598%	01/10/23	2,375,806	172,029
Mortgage Trust,					Goldman Sachs							
Series 2016-UBS10,					Mortgage Securities							
Class X-A				2.008%	06/15/49	1,117,863	132,129	Trust, Series 2016-				
CD Commercial					GS2, Class X-A				1.673%	05/10/49	1,041,378	113,195
Mortgage Trust,					JPMCC Commercial							
Series 2016-CD1,					Mortgage Trust,							
Class X-A (b)				1.581%	08/10/26	1,995,557	198,465	Series 2016-JP2,				
CFCRE Commercial					Class X-A (b)				1.866%	08/15/49	1,937,417	256,483
Mortgage Trust,					JPMDB Commercial							
Series 2016-C4,					Mortgage Securities							
Class X-A (b)				1.770%	05/10/58	1,295,792	149,963	Trust, Series 2016-C2,				
Citigroup					Class X-A (b)				1.868%	06/01/49	1,260,418	128,390
Commercial					LSTAR Commercial							
Mortgage Trust,					Mortgage Trust,							
Series 2016-P4,					Series 2016-4,							
Class X-A (b)				2.016%	08/10/26	1,234,700	164,296	Class X-A	1.957%	03/01/49	1,623,788	145,655
Citigroup					Morgan Stanley BoFA							
Commercial					Mortgage Loan Trust,							
Mortgage Trust,					Series 2014-C19,							
Series 2016-GC37,					Class X-A (b)				1.147%	12/01/47	3,517,500	195,417
Class X-A				1.811%	04/10/49	3,835,502	467,792	Morgan Stanley BoFA				
Citigroup					Mortgage Loan Trust,							
Commercial					Series 2015-C27,							
Mortgage Trust,					Class X-A				1.040%	12/15/47	26,157,663	1,657,751
Series 2016-C1,					Morgan Stanley							
Class X-A				1.952%	05/10/49	1,177,938	153,873	Capital I Trust,				
					Series 2016-UBS11,							
					Class X-A (b)				1.682%	08/15/49	5,872,425	619,420

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>	
NON-AGENCY MORTGAGE-BACKED OBLIGATION					Castle Air Securities				
INTEREST-ONLY STRIPS — 2.2% (Continued)					Trust, Series 2015-1,				
Morgan Stanley					Class A	4.703%	12/15/40	\$ 1,334,144	\$ 1,350,823
Capital I Trust,					Castlelake Aircraft				
Series 2016-UB12,					Securitization	5.250%	02/15/29	428,726	427,011
Class X-A (b)	0.841%	12/15/49	\$ 3,281,000	\$ 178,383	Castlelake Aircraft				
SG Commercial					Securitization	7.500%	02/15/29	384,132	383,172
Mortgage Securities					Cerberus Loan				
Trust, Series 2016-C5,					Funding XVII,				
Class X-A (b)	2.197%	10/01/48	8,164,325	1,030,988	Series 2016-17,				
Wells Fargo					Class A (b)	3.483%	01/15/28	1,000,000	996,341
Commercial					Chesterfield				
Mortgage Trust,					Financial Holding,				
Series 2016-C35,					LLC (b)	4.500%	12/15/34	821,000	815,722
Class X-A (b)	2.010%	07/15/48	6,867,643	<u>921,916</u>	CIFC Funding				
					Ltd., Series 2007-I,				
Total Non-Agency Mortgage-Backed Obligation					Class B-1L (b)	2.306%	05/10/21	1,300,000	1,274,208
Interest-Only Strips					CIFC Funding Ltd.,				
(Cost \$8,908,168)				<u>8,785,858</u>	Series 2012-I REFI,				
					Class A-3R (b)	3.886%	08/14/24	1,000,000	1,006,227
					CIFC Funding Ltd. (b)	2.735%	12/05/24	1,500,000	1,499,600
					Diamond Head				
ASSET-BACKED SECURITIES — 10.3%					Aviation Ltd.,				
Anchorage Credit					Series 2015-1, Class A	3.810%	07/14/28	705,697	697,441
Funding Ltd.	3.850%	10/28/33	1,000,000	989,402	Drug Royalty III,				
Anchorage Credit					L.P., Series 2016-1,				
Funding Ltd.,					Class NT	3.979%	04/15/27	931,972	923,218
Series 2016-4A,					Dryden Senior Loan				
Class A	3.500%	02/15/35	2,000,000	1,942,602	Fund, Series 2015-37,				
Apollo Aviation					Class COMB	8.826%	04/15/27	1,000,000	938,408
Securitization Equity					Earnest Student				
Trust, Series 2014-1,					Loan Program, LLC,				
Class A	5.125%	12/15/29	1,269,231	1,260,346	Series 2016-C, Class B	4.460%	01/26/37	1,000,000	972,124
Apollo Aviation					FDF Ltd. (b)	4.285%	05/12/61	1,000,000	979,070
Securitization Equity					Flagship VII Ltd. (b) .	3.594%	01/20/26	1,500,000	1,492,512
Trust, Series 2014-1,					Golub Capital				
Class B	7.375%	12/15/29	634,616	630,173	Partners, Series 2015-				
Apollo Aviation					25, Class A-1 (b) . . .	2.432%	08/05/27	1,000,000	989,698
Securitization Equity					Halcyon Loan				
Trust, Series 2016-					Advisors Funding,				
1A, Class A	4.875%	03/17/36	925,000	938,288	Series 2012-2,				
Apollo Aviation					Class C (b)	3.847%	12/20/24	1,500,000	1,463,547
Securitization Equity					Harbour Aircraft				
Trust, Series 2016-2,					Investments Ltd. (b) .	4.703%	07/15/41	941,300	945,402
Class A	4.212%	11/15/41	1,700,000	1,691,204					

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016



	Coupon	Maturity	Par Value	Value		Coupon	Maturity	Par Value	Value
ASSET-BACKED SECURITIES — 10.3% (Continued)									
Highbridge Loan Management (b)	3.247%	09/20/22	\$ 1,000,000	\$ 999,737	ACAS CLO Ltd. (b)	4.247%	09/20/23	\$ 1,000,000	\$ 1,000,800
Highbridge Loan Management (b)	4.247%	09/20/22	1,000,000	998,271	ALM Loan Funding	3.634%	07/15/28	250,000	252,764
Ivy Hill Middle Market Credit Funding, Series 2014-9, Class B-1 (b)	3.082%	10/18/25	2,000,000	1,974,180	AMMC CLO XIII Ltd., Series 2013-13, Class A-3L (b)	3.338%	01/26/26	1,500,000	1,500,821
Newmark Capital Funding (b)	4.337%	06/30/26	1,159,000	1,048,956	Annisa CLO Ltd., Series 2016, Class B (b)	2.751%	07/20/28	500,000	499,493
PPF Ltd., Series 2015-2, Class A-S (b)	2.707%	07/14/34	1,000,000	998,000	Apidos CLO (b)	4.647%	07/20/27	500,000	486,665
Putnam Structured Product, Series 2003-1, Class A2 144 (b)	1.703%	10/15/38	1,991,815	1,792,633	ARES XXIII CLO Ltd., Series 2014-23, Class C-R (b)	3.833%	04/19/23	1,250,000	1,247,434
Regatta V Funding Ltd. (b)	3.788%	10/25/26	1,500,000	1,503,002	Avery Point III CLO Ltd. (b)	2.079%	01/18/25	500,000	500,006
Rockwall CDO II Ltd., Series 2007-2, Class A-1LB (b)	1.186%	08/01/24	1,500,000	1,476,909	Babson CLO Ltd., Series 2012-II, Class SUB	0.000%	05/15/23	1,000,000	607,084
SRERS Funding Ltd., Series 2011, Class A1B-1 (b)	0.763%	05/09/46	516,098	514,034	Baker Street CLO, Series 2006-2, Class C (b)	1.410%	10/15/19	1,500,000	1,491,704
SRERS Funding Ltd., Series 2011, Class A1B-2 (b)	0.763%	05/09/46	500,000	314,651	BlueMountain CLO Ltd., Series 2014-2, Class A (b)	2.150%	07/20/26	250,000	249,888
Store Master Funding I (b)	3.960%	10/20/26	2,044,083	1,953,519	BlueMountain CLO Ltd., Series 2016-2, Class C (b)	4.800%	08/20/28	500,000	494,653
TRIAXX Prime CDO, Series 2006-2, Class A-1A (b)	0.883%	10/02/39	794,064	764,287	Canyon Capital CLO Ltd. (b)	4.006%	04/30/25	250,000	238,720
Venture VI CDO Ltd., Series 2006-6, Class C (b)	2.116%	08/03/20	2,250,000	<u>2,212,967</u>	Carlyle Global Market Strategies, Series 2014-2, Class C (b)	3.666%	05/15/25	500,000	498,826
Total Asset-Backed Securities (Cost \$41,036,920)				<u>41,157,685</u>	Cent CLO, L.P. (b)	2.886%	08/01/24	500,000	500,031
					Cent CLO, L.P. (b)	3.836%	08/01/24	1,000,000	1,001,150
					Cerberus Onshore II CLO, LLC (b)	3.930%	11/06/25	2,000,000	1,991,457
					Duane Street CLO IV, Series 2007-4, Class C (b)	1.816%	11/14/21	1,500,000	1,485,765
					ECAF I Ltd., Series 2015-1, Class A-2	4.947%	06/15/40	991,172	999,560
					Flagship CLO VI, Series 2007-6, Class D (b)	3.245%	06/10/21	2,000,000	1,971,869
COLLATERALIZED LOAN OBLIGATIONS — 13.1%									
ABPCI Direct Lending Fund CLO, Series 2016-1A, Class A (b)	3.650%	12/22/28	1,000,000	995,078					
ACAS CLO Ltd. (b)	3.317%	09/20/23	1,000,000	999,928					

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
COLLATERALIZED LOAN OBLIGATIONS — 13.1% (Continued)									
Fortress Credit Investments IV CLO (b)	2.532%	07/17/23	\$ 1,250,000	\$ 1,243,833	North End CLO Ltd., Series 2013, Class E (b)	5.279%	07/17/25	\$ 1,000,000	\$ 865,137
Fortress Credit Opportunities CLO (b)	3.314%	10/15/26	1,000,000	981,924	Ocean Trails CLO IV, LLC (b)	3.817%	08/13/25	1,750,000	1,749,484
Fortress Credit Opportunities CLO (b)	4.214%	10/15/26	1,000,000	986,410	Octagon Investment Partners (b)	2.812%	07/15/27	250,000	251,069
Fortress Credit Opportunities CLO (b)	3.884%	12/15/28	1,000,000	994,087	Octagon Investment Partners XXI, Series 2014-21, Class D (b)	7.502%	11/14/26	250,000	248,650
Galaxy XXII CLO Ltd. (b)	5.105%	07/16/28	500,000	498,750	Palmer Square Loan Funding (b)	2.817%	06/21/24	250,000	250,478
Golub Capital Partners CLO (b)	3.164%	10/25/26	700,000	679,974	Silverado CLO Ltd., Series 2006-II, Class AIJ 14 (b)	1.029%	10/16/20	300,000	299,477
Golub Capital Partners CLO (b)	3.365%	11/21/28	2,250,000	2,241,432	Steele Creek CLO Ltd. (b)	2.903%	08/21/26	2,000,000	2,000,487
Great Lakes CLO Ltd. (b)	2.630%	07/15/26	1,000,000	992,991	Symphony CLO XIV Ltd. (b)	4.273%	07/14/26	500,000	496,242
Jamestown CLO III Ltd., Series 2013-3, Class D (b)	5.280%	01/15/26	1,750,000	1,469,192	TCI-Cent CLO, Series 2016-1A, Class C (b)	4.934%	12/21/29	500,000	490,939
Keuka Park CLO Ltd., Series 2013, Class SUB	0.000%	10/21/24	1,250,000	612,500	TCI-Flatiron (b)	2.862%	07/17/28	250,000	251,488
KVK CLO Ltd.	0.000%	04/14/25	1,150,000	465,862	TCI-Flatiron (b)	3.712%	07/17/28	250,000	250,106
KVK CLO Ltd. (b)	2.980%	10/15/26	1,000,000	971,743	TCP Waterman CLO, LLC (b)	3.216%	12/15/28	1,000,000	998,177
Madison Park Funding VI, Series 2007-6, Class C (b)	1.721%	07/26/21	250,000	245,074	TICP CLO I Ltd. (b)	3.695%	07/20/26	1,000,000	994,797
Madison Park Funding XI, Series 2013-11, Class D (b)	4.214%	10/23/25	500,000	497,471	Treman Park CLO Ltd., Series 2015, Class COMB	7.000%	04/20/27	500,000	450,959
Marea CLO Ltd., Series 2012-REFI, Class B-R (b)	2.428%	10/15/23	1,250,000	1,246,666	Venture CDO Ltd. (b)	2.954%	07/19/28	500,000	502,642
Neuberger Berman CLO XII, Series 2012-12R, Class C-R (b)	3.981%	07/25/23	1,500,000	1,496,601	Venture XII CLO Ltd., Series 2013-12, Class C-1 (b)	3.524%	02/28/24	1,000,000	1,000,396
					Vibrant CLO Ltd. (b)	2.779%	07/17/24	1,000,000	1,004,537
					Voya CLO IV Ltd. (b)	2.837%	06/14/22	1,500,000	1,505,249
					Voya CLO Ltd. (b)	4.932%	07/19/28	500,000	496,226
					Westcott Park CLO, Series 2016, Class D (b)	5.006%	07/20/28	500,000	503,354
					Whitehorse IV Ltd. CLO (b)	2.082%	01/17/20	1,500,000	1,449,102
					Whitehorse VIII Ltd. CLO (b)	2.686%	05/01/26	1,100,000	1,083,801

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WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
COLLATERALIZED LOAN OBLIGATIONS — 13.1% (Continued)									
Wind River CLO I Ltd. (b)	4.952%	01/15/26	\$ 250,000	\$ <u>249,995</u>	JPMorgan Chase & Co.	2.972%	01/15/23	\$ 140,000	\$ 139,531
					JPMorgan Chase & Co.	4.250%	10/01/27	125,000	128,429
Total Collateralized Loan Obligations (Cost \$52,322,056)				<u>52,030,998</u>	Liberty Mutual Group, Inc., 144A Manufacturing Americas Holding Corp.	6.500%	05/01/42	155,000	183,773
					Corp.	2.250%	02/10/20	140,000	138,509
INVESTMENT-GRADE CORPORATE OBLIGATIONS — 5.6%					Morgan Stanley	2.500%	04/21/21	60,000	59,348
Energy — 1.1%					Morgan Stanley	2.625%	11/17/21	75,000	74,097
Buckeye Partners, L.P.	4.350%	10/15/24	500,000	510,265	Morgan Stanley	3.875%	01/27/26	90,000	90,910
Gulfstream Natural Gas Systems, LLC, 144A	4.600%	09/15/25	310,000	321,178	Morgan Stanley	3.125%	07/27/26	50,000	47,769
MPLX, L.P.	4.875%	12/01/24	650,000	669,301	PNC Funding Corp.	3.300%	03/08/22	130,000	133,645
Occidental Petroleum Corp.	3.400%	04/15/26	35,000	35,264	Royal Bank of Canada	2.500%	01/19/21	55,000	55,135
Shell International Finance BV	6.375%	12/15/38	1,000,000	1,289,584	Simon Property Group, L.P.	3.300%	01/15/26	135,000	134,333
Sunoco Logistics Partners *	5.950%	12/01/25	1,300,000	<u>1,448,328</u>	State Street Corp.	3.550%	08/18/25	100,000	102,376
				<u>4,273,920</u>	State Street Corp.	2.650%	05/19/26	15,000	14,226
Financials — 1.4%					Sumitomo Mitsui Financial Group, Inc.	2.934%	03/09/21	140,000	140,812
Air Lease Corp.	3.750%	02/01/22	165,000	169,958	Sumitomo Mitsui Financial Group, Inc.	2.058%	07/14/21	60,000	58,031
Ally Financial, Inc.	4.125%	03/30/20	125,000	126,250	Synchrony Financial	3.000%	08/15/19	120,000	121,555
American Express Credit Corp.	2.250%	08/15/19	20,000	20,111	TIAA Asset Management Finance Co., LLC, 144A	2.950%	11/01/19	30,000	30,518
American Express Credit Corp.	2.250%	05/05/21	245,000	242,080	Bank Toronto-Dominion	1.800%	07/13/21	200,000	193,674
Australia & New Zealand Banking Group Ltd., 144A	4.875%	01/12/21	125,000	135,262	UnitedHealth Group, Inc.	4.200%	01/15/47	130,000	131,495
Bank of America Corp.	2.000%	01/11/18	105,000	105,242	WellPoint, Inc.	2.300%	07/15/18	125,000	125,817
Bank of America Corp.	2.503%	10/21/22	105,000	101,548	Wells Fargo & Co.	3.000%	04/22/26	210,000	200,389
Bank of Montreal	1.900%	08/21/27	135,000	130,818	Wells Fargo & Co.	3.000%	10/23/26	85,000	80,954
BB&T Corp.	2.050%	05/10/21	210,000	206,103	Westpac Banking Corp.	2.600%	11/23/20	120,000	120,485
Boston Properties, L.P.	4.125%	05/15/21	165,000	174,330	Westpac Banking Corp.	2.000%	08/19/21	15,000	14,561
Citigroup, Inc.	2.700%	03/30/21	205,000	204,531					<u>5,587,727</u>
Goldman Sachs Group, Inc.	2.350%	11/15/21	140,000	135,376	Health Care — 0.3%				
Hospitality Properties Trust	5.250%	02/15/26	1,300,000	1,315,746	WP Carey, Inc. *	4.250%	10/01/26	1,150,000	<u>1,116,499</u>

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WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

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	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
INVESTMENT-GRADE CORPORATE OBLIGATIONS — 5.6%									
(Continued)									
Industrials — 2.0%									
AbbVie, Inc.	4.700%	05/14/45	\$ 135,000	\$ 132,453	General Motors Financial Co., Inc.	2.400%	05/09/19	\$ 165,000	\$ 164,563
Actavis Funding SCS	2.350%	03/12/18	185,000	186,069	General Motors Financial Co., Inc.	3.200%	07/06/21	30,000	29,750
Amazon.com, Inc.	3.800%	12/05/24	65,000	68,304	Georgia-Pacific, LLC, 144A	3.600%	03/01/25	267,000	270,049
Analog Devices, Inc.	2.500%	12/05/21	140,000	138,715	Hewlett Packard Enterprise Co., 144A	3.600%	10/15/20	100,000	101,731
Anheuser-Busch					Home Depot, Inc. (The)	3.000%	04/01/26	130,000	129,751
InBev SA/NV	4.900%	02/01/46	65,000	70,257	Intel Corp.	4.100%	05/19/46	90,000	89,206
Apache Corp.	4.750%	04/15/43	75,000	77,252	International Paper Co.	3.000%	02/15/27	65,000	61,323
AstraZeneca plc	2.375%	11/16/20	70,000	69,762	Kinder Morgan Energy Partners	6.950%	01/15/38	95,000	110,197
Boeing Co.	6.875%	03/15/39	90,000	127,152	Kraft Heinz Co. (The)	2.000%	07/02/18	160,000	160,036
BP Capital Markets plc	3.017%	01/16/27	50,000	48,253	Kroger Co. (The)	3.400%	04/15/22	170,000	173,291
BP Capital Markets plc	3.723%	11/28/28	155,000	157,492	Laboratory Corp. of America Holdings	2.500%	11/01/18	135,000	136,190
British Telecommunications plc	5.950%	01/15/18	285,000	297,029	Laboratory Corp. of America Holdings	4.700%	02/01/45	130,000	128,406
Burlington North Santa Fe Corp.	4.550%	09/01/44	150,000	159,487	Lockheed Martin Corp.	4.700%	05/15/46	130,000	141,404
Cardinal Health, Inc.	1.950%	06/15/18	135,000	135,293	Microsoft Corp.	4.450%	11/03/45	120,000	127,850
Celgene Corp.	3.875%	08/15/25	120,000	121,717	Mylan N.V., 144A	3.150%	06/15/21	165,000	161,929
Chevron Corp.	1.561%	05/16/19	135,000	134,446	Newell Brands, Inc.	3.150%	04/01/21	35,000	35,619
Cisco Systems, Inc.	1.850%	09/20/21	145,000	141,515	Omnicom Group, Inc.	3.600%	04/15/26	100,000	98,967
Coca-Cola Co. (The)	1.875%	10/27/20	45,000	44,618	Oracle Corp.	1.900%	09/15/21	160,000	156,351
Coca-Cola Co. (The)	1.550%	09/01/21	95,000	92,312	Oracle Corp.	4.125%	05/15/45	140,000	135,682
Comcast Corp.	4.400%	08/15/35	130,000	135,998	Orange S.A.	2.750%	02/06/19	100,000	101,323
CSX Corp.	3.800%	11/01/46	140,000	129,791	PepsiCo, Inc.	3.450%	10/06/46	145,000	132,093
CVS Health Corp.	2.875%	06/01/26	75,000	71,488	Phillips 66	4.875%	11/15/44	65,000	68,644
Delphi Automotive plc	4.250%	01/15/26	130,000	134,593	Potash Corp. Saskatchewan, Inc.	4.000%	12/15/26	30,000	30,190
Eli Lilly & Co.	3.700%	03/01/45	100,000	94,862	Reynolds American, Inc.	4.000%	06/12/22	165,000	172,577
Energy Transfer Partners, L.P.	4.750%	01/15/26	140,000	144,738	S&P Global, Inc.	4.400%	02/15/26	65,000	68,761
EOG Resources, Inc.	4.150%	01/15/26	70,000	73,255	Schlumberger Holdings Corp., 144A	2.350%	12/21/18	70,000	70,577
Express Scripts Holdings Co.	4.500%	02/25/26	100,000	102,947	Shell International Finance BV	1.375%	05/10/19	140,000	138,737
Express Scripts Holdings Co.	3.400%	03/01/27	25,000	23,423	Shire Acquisitions Investments Ireland	2.875%	09/23/23	145,000	137,570
FedEx Corp.	4.750%	11/15/45	125,000	129,459					
Fidelity National Information Services, Inc.	3.625%	10/15/20	150,000	155,290					
Ford Motor Co.	7.450%	07/16/31	105,000	131,780					

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

	<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>		<u>Coupon</u>	<u>Maturity</u>	<u>Par Value</u>	<u>Value</u>
INVESTMENT-GRADE CORPORATE OBLIGATIONS — 5.6%									
(Continued)									
Industrials — 2.0% (Continued)									
Teva Pharmaceutical					American Axle & Manufacturing, Inc.	6.625%	10/15/22	\$ 55,000	\$ 56,716
Financial Co. BV	2.800%	07/21/23	\$ 50,000	\$ 47,330	Argos Merger Sub, Inc., 144A	7.125%	03/15/23	50,000	51,000
Teva Pharmaceuticals					Asbury Automotive Group	6.000%	12/15/24	30,000	30,675
Financial Co. BV	2.950%	12/18/22	160,000	154,176	Dana Holding Corp.	5.500%	12/15/24	30,000	30,600
Thermo Fisher Scientific, Inc.	3.300%	02/15/22	200,000	203,195	Dollar Tree, Inc.	5.750%	03/01/23	15,000	15,882
Tyson Foods, Inc.	3.950%	08/15/24	260,000	264,886	Gannett Co., Inc., 144A	4.875%	09/15/21	60,000	61,050
Verizon Communications, Inc.	4.400%	11/01/34	275,000	271,422	GLP Capital, L.P. Financing II	5.375%	04/15/26	20,000	20,858
Waste Management, Inc.	4.100%	03/01/45	35,000	34,639	Goodyear Tire & Rubber Co.	5.125%	11/15/23	60,000	61,800
Zimmer Biomet Holdings, Inc.	2.700%	04/01/20	140,000	<u>140,007</u>	Gray Television, Inc., 144A	5.125%	10/15/24	25,000	24,188
				<u>7,978,172</u>	Gray Television, Inc., 144A	5.875%	07/15/26	30,000	29,775
Materials — 0.6%									
BHP Billiton Finance USA Ltd., 144A	6.750%	10/19/75	450,000	505,125	Hilton Domestic Operating Co., Inc., 144A	4.250%	09/01/24	40,000	38,800
Newcrest Finance Property Ltd., 144A	4.200%	10/01/22	550,000	553,041	Jack Ohio Finance, LLC, 144A	6.750%	11/15/21	40,000	40,500
Tamaha Gold, Inc. *	4.950%	07/15/24	1,450,000	<u>1,421,000</u>	Levi Strauss & Co.	5.000%	05/01/25	15,000	15,000
				<u>2,479,166</u>	Live Nation Entertainment, Inc., 144A	4.875%	11/01/24	40,000	40,100
Utilities — 0.2%									
Duke Energy Corp.	3.750%	09/01/46	50,000	45,010	MGM Resorts International, Inc.	4.625%	09/01/26	30,000	28,875
Duke Energy Progress, Inc.	4.150%	12/01/44	95,000	94,384	NCL Corp. Ltd., 144A	4.750%	12/15/21	40,000	39,975
Exelon Corp.	3.400%	04/15/26	65,000	63,777	Pinnacle Entertainment, Inc., 144A	5.625%	05/01/24	40,000	40,100
Fortis, Inc., 144A	2.100%	10/04/21	140,000	135,312	Prime Securities Service Borrower, LLC, 144A	9.250%	05/15/23	55,000	59,881
MidAmerican Energy Holdings	6.500%	09/15/37	200,000	260,335	Sally Holdings, LLC	5.750%	06/01/22	55,000	57,131
Southern Co.	2.450%	09/01/18	196,000	<u>198,013</u>	Scientific Games International, Inc., 144A	7.000%	01/01/22	20,000	21,450
				<u>796,831</u>	ServiceMaster Co., LLC, 144A	5.125%	11/15/24	20,000	20,300
Total Investment-Grade Corporate Obligations				<u>22,232,315</u>	Sirius XM Canada Holdings, Inc., 144A	5.625%	04/23/21	400,000	297,881
(Cost \$22,515,274)					Station Casinos, LLC	7.500%	03/01/21	40,000	41,900
HIGH YIELD CORPORATE OBLIGATIONS — 4.0%									
Consumer Discretionary — 0.3%									
Allison Transmission, Inc., 144A	5.000%	10/01/24	25,000	25,250					
AMC Entertainment Holdings, Inc., 144A	5.875%	11/15/26	20,000	20,450					

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016



	Coupon	Maturity	Par Value	Value		Coupon	Maturity	Par Value	Value
HIGH YIELD CORPORATE OBLIGATIONS — 4.0% (Continued)					Financials — 0.3%				
Consumer Discretionary — 0.3% (Continued)					ESH Hospitality, Inc.,				
Viking Cruises Ltd.,					144A	5.250%	05/01/25	\$ 60,000	\$ 59,700
144A	8.500%	10/15/22	\$ 60,000	\$ 62,250	Jefferies Finance, LLC	7.500%	04/15/21	500,000	495,000
				<u>1,232,387</u>	Kennedy-Wilson, Inc.	5.875%	04/01/24	600,000	611,250
Consumer Staples — 0.6%					MGP Growth, L.P.,				
Albertsons Cos., LLC,					144A	5.625%	05/01/24	10,000	10,475
144A	5.750%	03/15/25	40,000	39,600	Nationstar Mortgage,				
Bumble Bee					LLC	6.500%	07/01/21	20,000	20,250
Holdings, Inc., 144A	9.000%	12/15/17	769,000	759,388					<u>1,196,675</u>
HRG Group, Inc.	7.875%	07/15/19	415,000	432,638	Health Care — 0.4%				
JBS USA, LLC, 144A	5.750%	06/15/25	30,000	30,375	Acadia Healthcare				
Kronos Acquisition					Co., Inc.	5.625%	02/15/23	40,000	40,000
Holdings, Inc., 144A	9.000%	08/15/23	20,000	19,950	Air Medical Merger				
Pilgrim's Pride Corp.,					Sub, 144A	6.375%	05/15/23	60,000	57,600
144A	5.750%	03/15/25	60,000	59,850	Centene Corp.	5.625%	02/15/21	15,000	15,771
Revlon Consumer					Centene Corp.	4.750%	01/15/25	40,000	39,050
Products Corp. (b)	5.750%	02/15/21	40,000	40,200	DJO Finance, LLC,				
Revlon Consumer					144A	8.125%	06/15/21	10,000	8,675
Products Corp.	6.250%	08/01/24	10,000	10,250	Endo Finance, LLC,				
Rite Aid Corp., 144A	6.125%	04/01/23	35,000	37,625	144A	5.375%	01/15/23	45,000	38,138
Spectrum Brands, Inc.	5.750%	07/15/25	60,000	62,250	HCA Holdings, Inc.	5.875%	02/15/26	20,000	20,600
TreeHouse Foods,					Inventive Group				
Inc., 144A	6.000%	02/15/24	20,000	21,000	Holdings, Inc., 144A	7.500%	10/01/24	40,000	41,896
Vector Group Ltd. *	7.750%	02/15/21	1,000,000	1,042,499	Kinetic Concepts,				
				<u>2,555,625</u>	Inc., 144A	7.875%	02/15/21	250,000	271,250
Energy — 0.4%					LifePoint Health,				
Access Midstream					Inc., 144A	5.375%	05/01/24	20,000	19,590
Partners, L.P.	4.875%	03/15/24	40,000	40,391	MPH Acquisition				
Cheniere Corp., 144A	5.875%	03/31/25	1,000,000	1,020,310	Holdings, LLC, 144A	7.125%	06/01/24	55,000	57,893
Dynagas LNG					New Amethyst				
Partners (c)	6.250%	10/30/19	500,000	477,500	Corp., 144A	6.250%	12/01/24	50,000	52,750
Energy Transfer					RegionalCare				
Equity	5.500%	06/01/27	30,000	29,250	Hospital Partners				
Extraction Oil & Gas					Holdings, Inc., 144A	8.250%	05/01/23	25,000	24,938
Holdings, LLC, 144A	7.875%	07/15/21	20,000	21,400	Select Medical Corp.	6.375%	06/01/21	60,000	60,000
Noble Holding					TeamHealth, Inc.,				
International Ltd.	7.750%	01/15/24	10,000	9,406	144A	7.250%	12/15/23	25,000	28,438
PDC Energy, Inc.,					Tenet Healthcare				
144A	6.125%	09/15/24	15,000	15,338	Corp. (b)	4.463%	06/15/20	800,000	805,999
Sanchez Energy Corp.	6.125%	01/15/23	25,000	23,750	Tenet Healthcare				
Targa Resource					Corp.	6.750%	06/15/23	65,000	57,363
Partners, 144A	5.370%	02/01/27	2,500	24,750	Vizient, Inc., 144A	10.375%	03/01/24	30,000	33,975
				<u>1,662,095</u>					<u>1,673,926</u>

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

	Coupon	Maturity	Par Value	Value		Coupon	Maturity	Par Value	Value
HIGH YIELD CORPORATE OBLIGATIONS — 4.0% (Continued)									
Industrials — 0.1%					Western Digital				
Builders FirstSource, Inc., 144A	5.625%	09/01/24	\$ 22,000	\$ 22,110	Corp., 144A	7.375%	04/01/23	\$ 20,000	\$ 22,000
Gates Global, LLC, 144A	6.000%	07/15/22	45,000	44,010					<u>677,338</u>
Grinding Media, Inc., 144A	7.375%	12/15/23	15,000	15,759	Materials — 0.1%				
Milacron, LLC, 144A	7.750%	02/15/21	60,000	61,650	Alcoa Nederland Holding, 144A	6.750%	09/30/24	200,000	217,000
Novelis Corp., 144A	6.250%	08/15/24	25,000	26,500	Ashland, Inc.	4.750%	08/15/22	30,000	31,125
Novelis Corp., 144A	5.875%	09/30/26	10,000	10,100	Berry Plastics Corp.	5.500%	05/15/22	40,000	41,600
OPE KAG Finance, Inc., 144A	7.875%	07/31/23	20,000	20,200	Plastipak Holdings, Inc., 144A	6.500%	10/01/21	40,000	41,800
Signode Industrial Group US, Inc., 144A	6.375%	05/01/22	40,000	39,900	PQ Corp., 144A	6.750%	11/15/22	30,000	32,100
Terex Corp.	6.000%	05/15/21	55,000	56,238	Reynolds Group, Inc.	8.250%	02/15/21	34,679	35,806
TransDigm, Inc.	6.000%	07/15/22	60,000	<u>62,399</u>					<u>399,431</u>
				<u>358,866</u>	Real Estate — 0.1%				
Information Technology — 0.2%					Equinix, Inc.	5.875%	01/15/26	40,000	42,100
Camelot Finance S.A.	5.500%	10/15/24	30,000	31,125	Geo Group, Inc. (The)	5.875%	10/15/24	440,000	<u>433,950</u>
CDK Global, Inc.	5.000%	10/15/24	100,000	96,999					<u>476,050</u>
CommScope, Inc., 144A	5.000%	06/15/21	60,000	61,800	Telecommunication Services — 1.1%				
Diamond 1 Financial Corp., 144A	7.125%	06/15/24	40,000	44,407	CCO Holdings, LLC	5.250%	09/30/22	40,000	41,400
Ensemble S Merger Sub, Inc., 144A	9.000%	09/30/23	60,000	63,750	CCO Holdings, LLC, 144A	5.125%	05/01/23	15,000	15,450
First Data Corp., 144A	7.000%	12/01/23	30,000	31,950	Cengage Learning, Inc., 144A	9.500%	06/15/24	35,000	31,063
First Data Corp., 144A	5.750%	01/15/24	30,000	30,956	Cequel Commercial Capital, 144A	6.375%	09/15/20	60,000	61,800
Greeneden US Holdings II, LLC, 144A	10.000%	11/30/24	45,000	47,813	Cincinnati Bell, Inc., 144A	7.000%	07/15/24	50,000	52,875
Infor US, Inc.	6.500%	05/15/22	40,000	41,700	CSC Holdings, LLC	5.250%	06/01/24	20,000	19,550
Microsemi Corp., 144A	9.125%	04/15/23	10,000	11,650	CSC Holdings, LLC, 144A	5.500%	04/15/27	20,000	20,250
NXP Funding, LLC, 144A	4.125%	06/01/21	45,000	46,463	Dish DBS Corp. * . . .	5.875%	11/15/24	450,000	463,050
Open Text Corp., 144A	5.875%	06/01/26	35,000	36,925	Dish DBS Corp., 144A *	7.750%	07/01/26	1,000,000	1,127,499
Quintiles Transnational Corp., 144A	4.875%	05/15/23	40,000	40,600	Embarq Corp.	7.995%	06/01/36	30,000	28,125
Sabre Global, Inc., 144A	5.250%	11/15/23	40,000	41,075	Geo Group, Inc. (The)	6.000%	04/15/26	100,000	98,250
Solera, LLC, 144A	10.500%	03/01/24	25,000	28,125	Inmarsat Financial plc, 144A	4.875%	05/15/22	250,000	243,125
					Intelsat Jackson Holdings Ltd.	5.500%	08/01/23	35,000	23,583
					Intelsat Jackson Holdings Ltd., 144A	8.000%	02/15/24	20,000	20,550
					Level 3 Communications, Inc.	5.750%	12/01/22	60,000	61,650

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WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

	Coupon	Maturity	Par Value	Value		Coupon	Maturity	Par Value	Value
HIGH YIELD CORPORATE OBLIGATIONS — 4.0% (Continued)					Cayman Islands — 1.7%				
Telecommunication Services — 1.1% (Continued)					Agromercantil Senior				
Neptune Finco					Trust	6.250%	04/10/19	\$ 457,000	\$ 468,672
Corp., 144A	6.625%	10/15/25	\$ 525,000	\$ 573,563	Cementos Progreso				
Nexstar Escrow					Trust	7.125%	11/06/23	800,000	839,120
Corp., 144A	5.625%	08/01/24	30,000	29,775	Cosan Overseas Ltd.	8.250%	11/29/49	1,200,000	1,196,400
Numericable Group					Grupo Aval Ltd.	4.750%	09/26/22	800,000	789,200
S.A., 144A	6.000%	05/15/22	200,000	205,250	Gruposura Finance	5.500%	04/29/26	600,000	614,400
Sinclair Television					Guanay Finance Ltd.	6.000%	12/15/20	1,028,857	1,039,146
Group, 144A	5.625%	08/01/24	60,000	61,350	Industrial Senior Trust	5.500%	11/01/22	1,000,000	959,340
Sirius XM Radio,					Republic of Kenya,				
Inc., 144A	5.375%	07/15/26	CAD 60,000	58,650	144A	6.875%	06/24/24	900,000	848,599
Sprint Nextel Corp.,									<u>6,754,877</u>
144A *	7.000%	03/01/20	800,000	868,000	Chile — 0.9%				
Telesat Canada, LLC,					Banco				
144A	8.875%	11/15/24	30,000	31,275	Latinamericano S.A.	3.250%	05/07/20	1,000,000	1,006,000
WMG Acquisition					Celulosa Arauco y				
Corp., 144A	6.750%	04/15/22	45,000	47,363	Constitucion S.A.	7.250%	07/29/19	400,000	442,352
				<u>4,183,446</u>	Cencosud S.A.	5.150%	02/12/25	500,000	505,386
Utilities — 0.4%					Colbun S.A.				
AES Corp.	6.000%	05/15/26	200,000	203,000	CorpGroup Banking				
AmeriGas Partners					S.A.	6.750%	03/15/23	500,000	475,065
Finance Corp.	5.500%	05/20/25	1,030,000	1,040,300	Empresa Electrica				
Calpine Corp.	5.750%	01/15/25	20,000	19,300	Guacolda S.A.	4.560%	04/30/25	200,000	182,095
Ferrellgas, L.P.	6.750%	01/15/22	300,000	297,750					<u>3,689,678</u>
NGL Energy					China — 0.1%				
Partners, L.P., 144A	7.500%	11/01/23	20,000	20,650	CNOOC Finance				
NRG Energy, Inc., 144A	7.250%	05/15/26	40,000	39,800	2015 Australia				
				<u>1,620,800</u>	Property Ltd.	2.625%	05/05/20	300,000	298,793
Total High Yield Corporate Obligations				<u>16,036,639</u>	Colombia — 0.4%				
(Cost \$15,666,957)					Banco de Bogota				
FOREIGN BONDS — 12.7%					S.A., 144A	6.250%	05/12/26	200,000	204,000
Austria — 0.0% (d)					Empresa de Energia				
Eldorado					de Bogota S.A.	6.125%	11/10/21	1,000,000	1,030,000
International Finance					Empresas Publicas				
GmbH, 144A	8.625%	06/16/21	200,000	171,000	de Medellin	7.625%	07/29/19	100,000	111,750
Bermuda — 0.2%					Republic of Columbia	4.500%	01/28/26	300,000	309,000
Digicel Group Ltd.	7.125%	04/01/22	900,000	698,166					<u>1,654,750</u>
Canada — 0.0% (d)					Costa Rica — 0.7%				
Lundin					Banco de Costa Rica	5.250%	08/12/18	1,000,000	1,008,700
Mining Corp.	7.500%	11/01/20	40,000	42,550	Banco Nacional de				
					Costa Rica, 144A	5.875%	04/25/21	1,000,000	1,008,750

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

	Coupon	Maturity	Par Value	Value		Coupon	Maturity	Par Value	Value
LOAN PARTICIPATIONS — 8.4% (Continued)									
CHG Healthcare Services, Inc. (b) . . .	4.749%	05/19/23	\$ 992,500	\$ 1,005,527	Lineage Logistics, LLC (b)	4.500%	04/07/21	\$ 438,722	\$ 436,528
CompuCom Systems, Inc. (b)	4.250%	05/09/20	328,678	258,560	Linxens Microconn (b)	5.000%	10/14/22	685	687
Dell, Inc. (b)	3.999%	06/02/23	686,000	698,636	MGM Growth Properties Operating Partnership, L.P. (b)	3.520%	04/25/23	690,149	699,145
DJO Finance, LLC (b)	4.250%	06/08/20	248,741	239,257	MultiPlan, Inc. (b)	5.000%	06/07/23	665,404	678,120
EIG Investors Corp. (b)	6.000%	02/09/23	467,839	464,915	NBTY, Inc. (b)	5.000%	05/05/23	691,575	698,384
Endo Luxembourg Finance (b)	3.812%	06/24/22	694,924	699,392	Numericables US, LLC (b)	5.137%	01/15/24	248,750	252,460
Envision Healthcare Corp. (b)	3.750%	12/01/23	900,000	911,817	PetSmart, Inc. (b)	3.999%	01/17/17	496,222	498,308
Epicor Software Corp. (b)	4.749%	06/01/22	1,028,936	1,034,817	Press Ganey Holdings, Inc. (b)	4.250%	10/21/23	400,000	402,876
First Data Corp. (b)	3.759%	03/24/21	689,301	698,155	Quest Software U.S. Holdings, Inc. (b)	4.020%	09/27/22	700,000	710,504
Fitness International, LLC (b)	6.000%	07/01/20	482,736	484,095	Ranpack Cov-Lite (b)	8.250%	09/22/22	200,000	195,000
Floor & Decor Outlets of America (b)	5.249%	09/30/24	299,250	300,372	Revlon Consumer Products Corp. (b)	4.269%	07/21/23	688,275	696,407
Gates Global, LLC (b)	4.250%	07/06/21	577,987	579,282	Reynolds Group Holdings, Inc. (b)	4.250%	01/23/20	687,322	697,398
Generation Brands Holdings, Inc. (b)	6.000%	05/19/22	646,750	649,580	Scientific Games International, Inc. (b)	6.000%	09/17/21	348,717	353,704
Harbor Freight Tools USA (b)	4.137%	08/16/23	688,288	699,135	Sinclair Television (b)	3.500%	12/31/19	340,000	340,425
HBC Hardware Holdings, LLC (b) (c)	6.750%	03/30/20	591,500	579,670	Solera, LLC	5.750%	03/03/23	297,750	302,216
HCA (b)	3.520%	02/05/24	259,350	262,815	Telesat Canada (b)	4.500%	11/09/23	480,000	487,646
Hearthside Group Holdings, LLC (b)	4.500%	06/02/21	297,716	301,437	T-Mobile USA, Inc. (b)	3.520%	11/03/22	690,124	699,721
Jaguar Holdings Co. II (b)	4.250%	08/18/22	689,949	698,573	Travelport Finance (b)	5.000%	09/02/21	1,119,737	1,132,688
Kraton Polymers, LLC (b)	6.000%	01/06/22	365,000	369,823	Tribune Media Co. (b)	3.770%	12/27/20	694,936	701,972
Leslie's Poolmart, Inc. (b)	5.249%	08/09/23	688,275	697,312	Univar, Inc. (b)	4.250%	07/01/22	694,949	702,621
Level 3 Financing, Inc. (b)	3.499%	05/31/22	690,000	699,343	Warner Music (b)	3.750%	11/21/23	695,000	702,457
Lightstone Generation, LLC, Class B (b)	6.500%	12/15/23	210,000	212,975	York Risk Services Holding Corp. (b) (c)	4.749%	10/01/21	977,500	929,847
Lightstone Generation, LLC, Class C (b)	6.500%	12/15/23	20,000	20,283	Total Loan Participations (Cost \$32,968,667)				<u>33,218,993</u>
					MILITARY HOUSING OBLIGATIONS — 1.9%				
					Atlantic Marine Corps. Communities Military Housing, 144A (c)	5.433%	12/01/50	713,329	692,143

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

<u>Coupon</u> <u>Maturity</u> <u>Par Value</u> <u>Value</u>	<u>Shares</u> <u>Value</u>
MILITARY HOUSING OBLIGATIONS — 1.9% (Continued)	COMMON STOCKS — 0.0% (d)
Capmark Military Housing Trust, Series 2007-AETC, Class A1 (c) 5.746% 02/10/52 \$ 1,919,550 \$ 1,966,098	Energy — 0.0% (d)
Capmark Military Housing Trust, Series 2007-ROBS, Class A (c) 6.059% 10/10/52 481,508 480,088	Titan Energy, LLC (c) (e) (Cost \$502,500) 3,370 \$ 80,880
Fort Benning Family Communities, LLC, 144A (c) 5.810% 01/15/51 1,050,000 970,505	PREFERRED STOCKS — 0.6%
GMAC Commercial Military Housing Trust, Series 2007-HCKM, Class A (b) (c) 6.107% 08/10/52 1,124,247 1,133,377	Bank of America Corp., 6.300% 300,000 313,500
HP Communities, LLC (c) 5.630% 09/15/34 650,000 691,308	Citigroup, Inc., 5.900% 500,000 504,400
Mid-Atlantic Military Company, 144A 5.300% 08/01/50 949,453 888,147	Citigroup, Inc., 5.875% 285,000 285,713
Housing, LLC (c) 6.298% 10/15/49 725,000 <u>717,601</u>	Citigroup, Inc., 5.950% 140,000 142,093
	Citigroup, Inc., 6.250% 910,000 <u>936,390</u>
Total Military Housing Obligations (Cost \$7,773,161) <u>7,539,267</u>	Total Preferred Stocks (Cost \$2,151,171) <u>2,182,096</u>
MUNICIPAL OBLIGATIONS — 0.3%	AFFILIATED REGISTERED INVESTMENT COMPANIES — 2.7%
Illinois State, GO (Cost \$1,336,602) 5.650% 12/01/38 1,310,000 <u>1,363,422</u>	Guggenheim Floating Rate Strategies Fund 231,944 6,049,104
	Guggenheim Strategy Fund I 187,961 <u>4,699,030</u>
	Total Affiliated Registered Investment Companies (Cost \$10,690,012) <u>10,748,134</u>
	MONEY MARKET FUNDS — 0.7%
	Northern Trust Institutional Government Select Portfolio - Institutional Class, 0.39% (f) (Cost \$2,851,244) 2,851,244 <u>2,851,244</u>
	Total Investments at Value — 103.9% (Cost \$418,097,352) 413,532,748
	Liabilities in Excess of Other Assets — (3.9%) <u>(15,633,739)</u>
	NET ASSETS — 100.0% <u>\$397,899,009</u>

- * Security, or a portion thereof, has been pledged as collateral on open reverse repurchase agreements (Note 2).
- (a) Zero coupon security. The rate reported on the Schedule of Investments is the effective yield at the time of purchase.
 - (b) Variable rate security. The rate shown is the effective interest rate as of December 31, 2016.
 - (c) Illiquid.
 - (d) Percentage rounds to less than 0.1%.
 - (e) Non-income producing security.
 - (f) The rate shown is the 7-day effective yield as of December 31, 2016.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
SCHEDULE OF INVESTMENTS - (CONTINUED)

December 31, 2016  **Wilshire**

A list of the outstanding forward foreign currency contracts held by the Fund at December 31, 2016 is as follows:

Counterparty	Settlement Date	Currency to Deliver	Currency to Receive	Unrealized Appreciation
Montgomery/ Bank of America	1/12/17	CAD 403,000	USD 305,819	\$ 5,669
Montgomery/ Bank of America	1/12/17	GBP 316,000	USD 398,072	8,557
				<u>\$ 14,226</u>

For the period ended December 31, 2016, the total amount of all forward foreign currency contracts, as presented in the table above, are representative of the volume of activity for this derivative type during the period.

CDO — Collateralized Debt Obligation.

CLO — Collateralized Loan Obligation.

GO — General Obligation.

LLC — Limited Liability Corporation.

Ltd. — Limited.

plc — Public Limited Company.

Re-REMIC — Re-securitization of Real Estate Mortgage Investment Conduit.

STRIPS — Separately Traded Registered Interest and Principal Securities.

144A — This is a restricted security that was sold in a transaction exempt from Rule 144A of the Securities Act of 1933. This security may be sold in transactions exempt from registration, normally to qualified institutional buyers.

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF ASSETS AND LIABILITIES
December 31, 2016



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND	WILSHIRE INCOME OPPORTUNITIES FUND
ASSETS:							
Investments in unaffiliated securities, at value (Note 2)	\$ 222,222,525*	\$ 190,125,833*	\$ 39,237,954*	\$ 42,949,663*	\$ 178,042,535*	\$ 279,293,240*	\$ 402,784,614
Investments in affiliated funds, at value	—	—	—	—	—	—	10,748,134
Foreign currency, at value	—	—	—	—	—	20,751	—
Receivable for investment securities sold	645,056	931,469	—	127,155	—	53,649	1,619,399
Unrealized gain on forward foreign currency contracts	—	—	—	—	—	—	14,226
Dividends and interest receivable	135,152	445,578	23,477	58,835	231,434	315,258	2,496,932
Receivable for Portfolio shares sold	142,550	168,269	66,904	25,429	152,544	211,213	425,970
Dividend reclaim receivable	10,256	106	—	—	207	519,339	1,772
Prepaid expenses and other assets	33,321	28,126	21,823	21,674	35,224	50,900	61,286
Total Assets	<u>223,188,860</u>	<u>191,699,381</u>	<u>39,350,158</u>	<u>43,182,756</u>	<u>178,461,944</u>	<u>280,464,350</u>	<u>418,152,333</u>
LIABILITIES:							
Bank overdraft	—	656,540	—	—	—	456,244	—
Payable upon return on securities loaned (Note 6)	7,815,619	4,729,193	2,128,325	2,227,822	4,582,659	8,828,715	—
Reverse repurchase agreements (Note 2)	—	—	—	—	—	—	16,976,454
Payable for investment securities purchased	—	104,617	—	15,228	—	732,193	2,020,081
Payable for Portfolio shares redeemed	307,484	396,310	60,463	65,970	176,628	499,672	868,075
Investment advisory fees payable (Note 3)	140,552	121,804	22,482	28,820	15,260	224,367	203,042
Distribution fees payable (Note 4)	22,823	789	8,101	3,767	71,777	1,115	—
Shareholder Service fees payable (Note 4)	29,000	15,240	3,280	3,860	15,780	20,960	42,460
Administration fees payable	7,800	6,800	1,400	1,500	6,400	9,700	14,200
Accrued expenses and other payables	64,148	59,829	38,928	40,009	64,061	90,871	129,012
Total Liabilities	<u>8,387,426</u>	<u>6,091,122</u>	<u>2,262,979</u>	<u>2,386,976</u>	<u>4,932,565</u>	<u>10,863,837</u>	<u>20,253,324</u>
NET ASSETS	<u>\$ 214,801,434</u>	<u>\$ 185,608,259</u>	<u>\$ 37,087,179</u>	<u>\$ 40,795,780</u>	<u>\$ 173,529,379</u>	<u>\$ 269,600,513</u>	<u>\$ 397,899,009</u>
* Includes Market Value of Securities on Loan	\$ 22,586,674	\$ 14,358,569	\$ 4,691,378	\$ 3,523,566	\$ 10,033,391	\$ 19,967,056	\$ —

Amounts designated as “—” are either \$0, or have been rounded to \$0.

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF ASSETS AND LIABILITIES - (CONTINUED)
December 31, 2016



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND	WILSHIRE INCOME OPPORTUNITIES FUND
NET ASSETS consist of:							
Paid-in capital	\$ 162,799,873	\$ 153,086,456	\$ 27,596,587	\$ 30,786,376	\$ 64,262,115	\$ 278,303,995	\$ 402,888,218
Undistributed net investment income (accumulated net investment loss)	11,973	3,533	—	—	(2,459)	(104,004)	(14,227)
Accumulated net realized gains (losses) on investments sold and foreign currency transactions . . .	1,008,422	2,280,890	1,118,345	1,321,264	88,944	(22,175,266)	(424,602)
Net unrealized appreciation (depreciation) on investments . . .	50,981,166	30,237,380	8,372,247	8,688,140	109,180,779	13,603,915	(4,564,604)
Net unrealized appreciation (depreciation) on assets and liabilities denominated in foreign currencies	—	—	—	—	—	(28,127)	14,224
NET ASSETS	<u>\$ 214,801,434</u>	<u>\$ 185,608,259</u>	<u>\$ 37,087,179</u>	<u>\$ 40,795,780</u>	<u>\$ 173,529,379</u>	<u>\$ 269,600,513</u>	<u>\$ 397,899,009</u>
Investments in unaffiliated securities, at cost (Note 2)	\$ 163,425,740	\$ 155,159,260	\$ 28,737,382	\$ 32,033,701	\$ 64,279,097	\$ 256,860,610	\$ 407,407,340
Investments in affiliated funds, at cost	—	—	—	—	—	—	10,690,012
Cash collateral for securities on loan, at cost	7,815,619	4,729,193	2,128,325	2,227,822	4,582,659	8,828,715	—
Foreign currency, at cost	—	—	—	—	—	21,305	—
NET ASSETS:							
Investment Class shares	<u>\$ 62,634,450</u>	<u>\$ 10,111,562</u>	<u>\$ 8,633,220</u>	<u>\$ 9,097,361</u>	<u>\$ 132,669,048</u>	<u>\$ 11,289,693</u>	<u>\$ 1,101,883</u>
(50,000,000 shares authorized, per class, per Portfolio, par value \$.001 per share)†							
Institutional Class shares	<u>\$ 152,166,984</u>	<u>\$ 175,496,697</u>	<u>\$ 28,453,959</u>	<u>\$ 31,698,419</u>	<u>\$ 40,860,331</u>	<u>\$ 258,310,820</u>	<u>\$ 396,797,126</u>
(50,000,000 shares authorized, per class, per Portfolio, par value \$.001 per share)†							

Amounts designated as “—” are either \$0, or have been rounded to \$0.

† For the Wilshire International Equity Fund, (40,000,000 shares authorized, per class, par value \$.001 per share).

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF ASSETS AND LIABILITIES - (CONTINUED)
December 31, 2016



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND	WILSHIRE INCOME OPPORTUNITIES FUND
SHARES OUTSTANDING:							
Investment Class shares	<u>1,846,252</u>	<u>495,772</u>	<u>353,739</u>	<u>383,058</u>	<u>7,034,013</u>	<u>1,265,997</u>	<u>108,647</u>
Institutional Class shares	<u>4,205,125</u>	<u>8,689,708</u>	<u>1,086,800</u>	<u>1,312,971</u>	<u>2,167,096</u>	<u>29,311,284</u>	<u>39,278,089</u>
INVESTMENT CLASS SHARES:							
Net asset value, offering and redemption price per share	<u>\$ 33.93</u>	<u>\$ 20.40</u>	<u>\$ 24.41</u>	<u>\$ 23.75</u>	<u>\$ 18.86</u>	<u>\$ 8.92</u>	<u>\$ 10.14</u>
INSTITUTIONAL CLASS SHARES:							
Net asset value, offering and redemption price per share	<u>\$ 36.19</u>	<u>\$ 20.20</u>	<u>\$ 26.18</u>	<u>\$ 24.14</u>	<u>\$ 18.85</u>	<u>\$ 8.81</u>	<u>\$ 10.10</u>

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.

STATEMENTS OF OPERATIONS

For the Year Ended December 31, 2016



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND	WILSHIRE INCOME OPPORTUNITIES FUND*
INVESTMENT INCOME:							
Dividends	\$ 3,565,703	\$ 5,480,643	\$ 309,984	\$ 737,926	\$ 4,182,126	\$ 8,232,063	\$ 489,191
Interest	165	1,724	—	210	—	—	10,026,656
Income from Security Lending	87,834	56,215	39,918	44,839	88,145	105,600	—
Income distributions from affiliated investments	—	—	—	—	—	—	94,857
Foreign taxes withheld	(60,912)	(12,844)	(11)	(873)	(725)	(825,747)	(12,002)
Total income	<u>3,592,790</u>	<u>5,525,738</u>	<u>349,891</u>	<u>782,102</u>	<u>4,269,546</u>	<u>7,511,916</u>	<u>10,598,702</u>
EXPENSES:							
Investment advisory fee (Note 3)	1,893,731	1,321,817	315,035	332,900	197,180	2,770,494	1,593,644
Administration and accounting fees (Note 3)	176,951	122,777	25,842	27,269	137,662	194,231	185,668
Distribution (12b-1) fees (Note 4)							
Investment Class	226,229	102,604	26,895	31,877	368,098	18,231	1,635
Horace Mann Class	N/A	N/A	N/A	N/A	5,214	N/A	N/A
Shareholder Service fees (Note 4)							
Investment Class	79,358	10,128	7,487	9,963	83,529	8,966	1,316
Institutional Class	80,814	74,297	14,631	14,674	—	114,245	149,518
Professional fees	96,917	72,977	39,475	40,068	82,171	99,966	76,962
Custodian fees (Note 3)	90,907	57,950	15,749	15,840	67,783	160,614	80,008
Transfer agent fees (Note 3)	78,039	32,166	24,806	28,551	73,190	85,666	15,788
Registration and filing fees	44,985	42,106	27,097	27,424	55,513	63,202	58,130
Printing fees	56,026	40,763	11,449	12,401	35,562	47,737	21,442
Directors' fees and expenses (Note 3)	26,745	18,825	4,026	4,255	20,697	29,714	24,636
Insurance expense	18,170	8,439	2,153	2,238	17,238	14,065	—
Interest expense	—	—	—	—	—	5,364	41,533
Chief compliance officer expenses	449	538	78	87	180	827	1,753
Other	28,414	29,055	8,472	8,506	34,274	62,806	51,628
Total expenses	<u>2,897,735</u>	<u>1,934,442</u>	<u>523,195</u>	<u>556,053</u>	<u>1,178,291</u>	<u>3,676,128</u>	<u>2,303,661</u>
Fees reduced and/or reimbursed by Investment Adviser (Note 3)	—	—	(26,249)	(23,509)	—	(144,932)	(723)
Fees paid indirectly (Note 4)	(6,299)	(11,674)	(474)	(4,178)	(203)	—	—
Net expenses	<u>2,891,436</u>	<u>1,922,768</u>	<u>496,472</u>	<u>528,366</u>	<u>1,178,088</u>	<u>3,531,196</u>	<u>2,302,938</u>
Net investment income (loss)	<u>701,354</u>	<u>3,602,970</u>	<u>(146,581)</u>	<u>253,736</u>	<u>3,091,458</u>	<u>3,980,720</u>	<u>8,295,764</u>

* Commenced operations on March 30, 2016.

Amounts designated as "—" are either \$0, or have been rounded to \$0.

N/A – Not Applicable. Share class not offered during the year.

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF OPERATIONS - (CONTINUED)
For the Year Ended December 31, 2016



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND	WILSHIRE INCOME OPPORTUNITIES FUND*
NET REALIZED AND UNREALIZED GAINS (LOSSES) ON INVESTMENTS AND FOREIGN CURRENCY TRANSACTIONS (NOTES 2 and 5):							
Net realized gains (losses) from:							
Unaffiliated investments	24,110,965	10,983,831	5,246,004	3,935,633	32,576,301	(4,186,065)	1,637,055
Sale of affiliated investment company shares	—	—	—	—	—	—	15,724
Foreign currency transactions . . .	—	—	—	—	—	143,452	66,898
Net change in unrealized appreciation (depreciation) on:							
Unaffiliated investments	(9,717,197)	18,844,323	3,547,658	6,014,108	(12,337,006)	13,545,937	(4,622,727)
Investments in affiliated funds . . .	—	—	—	—	—	—	58,123
Foreign currency transactions and translation of other assets and liabilities denominated in foreign currencies	—	—	—	—	—	(16,394)	14,224
Net realized and unrealized gains (losses) on investments and foreign currency transactions	14,393,768	29,828,154	8,793,662	9,949,741	20,239,295	9,486,930	(2,830,703)
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	\$ 15,095,122	\$ 33,431,124	\$ 8,647,081	\$ 10,203,477	\$ 23,330,753	\$ 13,467,650	\$ 5,465,061

* Commenced operations on March 30, 2016.
Amounts designated as “—” are either \$0, or have been rounded to \$0.

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF CHANGES IN NET ASSETS
For the Year Ended December 31, 2016



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND	WILSHIRE INCOME OPPORTUNITIES FUND*
OPERATIONS:							
Net investment income (loss)	\$ 701,354	\$ 3,602,970	\$ (146,581)	\$ 253,736	\$ 3,091,458	\$ 3,980,720	\$ 8,295,764
Net realized gains (losses) on unaffiliated investments, sale of affiliated investment company shares and foreign currency transactions	24,110,965	10,983,831	5,246,004	3,935,633	32,576,301	(4,042,613)	1,719,677
Net change in unrealized appreciation (depreciation) on affiliated and unaffiliated investments and foreign currency transactions and translation of other assets and liabilities denominated in foreign currencies	(9,717,197)	18,844,323	3,547,658	6,014,108	(12,337,006)	13,529,543	(4,550,380)
Net increase in net assets resulting from operations	15,095,122	33,431,124	8,647,081	10,203,477	23,330,753	13,467,650	5,465,061
DISTRIBUTIONS TO SHAREHOLDERS FROM:							
Net investment income:							
Investment Class shares	(23,274)	(70,117)	—	(42,010)	(2,761,275)	(182,252)	(18,739)
Institutional Class shares	(666,107)	(3,529,320)	—	(249,635)	(1,004,390)	(4,629,388)	(8,022,614)
Horace Mann Class shares	N/A	N/A	N/A	N/A	(4,577)	N/A	N/A
Net realized capital gains:							
Investment Class shares	(7,216,123)	(812,603)	(902,329)	(879,115)	(5,106,112)	—	(7,570)
Institutional Class shares	(16,461,985)	(8,395,071)	(3,066,404)	(2,443,106)	(1,869,149)	—	(2,931,274)
Total distributions to shareholders	(24,367,489)	(12,807,111)	(3,968,733)	(3,613,866)	(10,745,503)	(4,811,640)	(10,980,197)

* Commenced operations on March 30, 2016.
N/A — Not Applicable. Share classes not offered during the year.
Amounts designated as “—” are either \$0, or have been rounded to \$0.

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF CHANGES IN NET ASSETS - (CONTINUED)
For the Year Ended December 31, 2016



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND	WILSHIRE INCOME OPPORTUNITIES FUND*
CAPITAL SHARE TRANSACTIONS							
(DOLLARS):							
Investment Class shares:							
Shares sold	9,447,776	13,100,295	8,090,368	4,601,966	14,468,832	13,074,344	3,002,325
Issued in connection with in-kind transfer**	—	—	—	—	—	—	10
Shares issued as reinvestment of distributions	7,046,311	868,423	883,172	900,773	7,545,415	176,771	22,884
Redemption fees (Note 2)	—	—	—	—	—	942	—
Shares redeemed	(58,801,975)	(60,891,899)	(14,178,884)	(12,548,929)	(58,715,642)	(5,481,578)	(1,932,279)
Net increase (decrease) in net assets from Investment Class share transactions	(42,307,888)	(46,923,181)	(5,205,344)	(7,046,190)	(36,701,395)	7,770,479	1,092,940
Institutional Class shares:							
Shares sold	112,406,914	127,227,693	23,749,758	24,015,502	10,987,352	177,914,962	317,151,289
Issued in connection with in-kind transfer**	—	—	—	—	—	—	147,868,290
Shares issued as reinvestment of distributions	15,976,819	11,893,895	3,059,039	2,684,309	2,231,465	4,619,158	10,945,747
Redemption fees (Note 2)	—	—	—	—	—	1,948	—
Shares redeemed	(91,601,976)	(33,421,170)	(16,251,162)	(13,461,080)	(34,209,479)	(109,736,709)	(73,644,121)
Net increase (decrease) in net assets from Institutional Class share transactions	36,781,757	105,700,418	10,557,635	13,238,731	(20,990,662)	72,799,359	402,321,205

* Commenced operations on March 30, 2016.

** See Note 9 in Notes to Financial Statements.

Amounts designated as “—” are either \$0, or have been rounded to \$0.

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF CHANGES IN NET ASSETS - (CONTINUED)
For the Year Ended December 31, 2016



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND	WILSHIRE INCOME OPPORTUNITIES FUND*
CAPITAL SHARE TRANSACTIONS							
(DOLLARS) (Continued):							
Qualified Class shares:							
Shares sold	N/A	N/A	N/A	N/A	1	N/A	N/A
Shares issued as reinvestment of distributions . .	N/A	N/A	N/A	N/A	—	N/A	N/A
Shares redeemed	N/A	N/A	N/A	N/A	(197)	N/A	N/A
Net decrease in net assets from Qualified Class share transactions	N/A	N/A	N/A	N/A	(196)	N/A	N/A
Horace Mann Class shares:							
Shares sold	N/A	N/A	N/A	N/A	24,850	N/A	N/A
Shares issued as reinvestment of distributions . .	N/A	N/A	N/A	N/A	4,577	N/A	N/A
Shares redeemed	N/A	N/A	N/A	N/A	(1,792,892)	N/A	N/A
Net decrease in net assets from Horace Mann Class share transactions	N/A	N/A	N/A	N/A	(1,763,465)	N/A	N/A
Net increase (decrease) in net assets from capital stock transactions	(5,526,131)	58,777,237	5,352,291	6,192,541	(59,455,718)	80,569,838	403,414,145
Net increase (decrease) in net assets	(14,798,498)	79,401,250	10,030,639	12,782,152	(46,870,468)	89,225,848	397,899,009
NET ASSETS:							
Beginning of year	229,599,932	106,207,009	27,056,540	28,013,628	220,399,847	180,374,665	—
End of the year	<u>\$ 214,801,434</u>	<u>\$ 185,608,259</u>	<u>\$ 37,087,179</u>	<u>\$ 40,795,780</u>	<u>\$ 173,529,379</u>	<u>\$ 269,600,513</u>	<u>\$ 397,899,009</u>
Undistributed net investment income (accumulated net investment loss) at end of the year	\$ 11,973	\$ 3,533	\$ —	\$ —	\$ (2,459)	\$ (104,004)	\$ (14,227)

* Commenced operations on March 30, 2016.
N/A — Not Applicable. Share classes not offered during the year.
Amounts designated as “—” are either \$0, or have been rounded to \$0

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF CHANGES IN NET ASSETS - (CONTINUED)
For the Year Ended December 31, 2016



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND	WILSHIRE INCOME OPPORTUNITIES FUND*
CAPITAL SHARE TRANSACTIONS:							
Investment Class shares:							
Shares sold	258,962	723,256	330,720	217,024	800,638	1,460,532	292,557
Issued in connection with in-kind transfer**	—	—	—	—	—	—	1
Shares issued as reinvestment of distributions . .	202,292	42,973	35,879	38,667	392,549	19,862	2,256
Shares redeemed	(1,531,665)	(3,109,741)	(571,361)	(561,550)	(3,141,812)	(600,832)	(186,167)
Net increase (decrease) in Investment Class shares outstanding	<u>(1,070,411)</u>	<u>(2,343,512)</u>	<u>(204,762)</u>	<u>(305,859)</u>	<u>(1,948,625)</u>	<u>879,562</u>	<u>108,647</u>
Institutional Class shares:							
Shares sold	2,946,276	6,952,495	1,016,072	1,155,839	572,873	21,027,280	31,084,393
Issued in connection with in-kind transfer**	—	—	—	—	—	—	14,275,906
Shares issued as reinvestment of distributions . .	430,089	577,737	115,866	111,843	115,397	524,904	1,080,559
Shares redeemed	(2,302,019)	(1,698,028)	(644,708)	(605,842)	(1,843,987)	(12,387,624)	(7,162,769)
Net increase (decrease) in Institutional Class shares outstanding	<u>1,074,346</u>	<u>5,832,204</u>	<u>487,230</u>	<u>661,840</u>	<u>(1,155,717)</u>	<u>9,164,560</u>	<u>39,278,089</u>
Qualified Class shares:							
Shares sold	N/A	N/A	N/A	N/A	—	N/A	N/A
Shares issued as reinvestment of distributions . .	N/A	N/A	N/A	N/A	—	N/A	N/A
Shares redeemed	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>(12)</u>	<u>N/A</u>	<u>N/A</u>
Net decrease in Qualified Class shares outstanding	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>(12)</u>	<u>N/A</u>	<u>N/A</u>
Horace Mann Class shares:							
Shares sold	N/A	N/A	N/A	N/A	1,374	N/A	N/A
Shares issued as reinvestment of distributions . .	N/A	N/A	N/A	N/A	240	N/A	N/A
Shares redeemed	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>(93,255)</u>	<u>N/A</u>	<u>N/A</u>
Net decrease in Horace Mann Class shares outstanding	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>(91,641)</u>	<u>N/A</u>	<u>N/A</u>

* Commenced operations on March 30, 2016.

** See Note 9 in Notes to Financial Statements.

N/A — Not Applicable. Share classes not offered during the year.

Amounts designated as “—” are either \$0, or have been rounded to \$0.

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF CHANGES IN NET ASSETS
For the Year Ended December 31, 2015*



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND
OPERATIONS:						
Net investment income (loss)	\$ (398,110)	\$ 1,283,331	\$ (122,687)	\$ 63,065	\$ 3,259,507	\$ 1,850,892
Net realized gains (losses) on investments and foreign currency transactions	21,237,633	6,431,264	1,568,318	1,708,145	12,858,128	(9,062,137)
Net change in unrealized appreciation (depreciation) on investments and other assets and liabilities denominated in foreign currencies	(6,083,070)	(13,725,637)	(751,209)	(2,915,605)	(15,900,180)	3,650,463
Net increase (decrease) in net assets resulting from operations	14,756,453	(6,011,042)	694,422	(1,144,395)	217,455	(3,560,782)
DISTRIBUTIONS TO SHAREHOLDERS FROM:						
Net Investment Income:						
Investment Class shares	—	(559,437)	—	(1,177)	(2,187,317)	(8,401)
Institutional Class shares	—	(692,061)	—	(45,631)	(944,890)	(1,748,013)
Qualified Class shares	N/A	N/A	N/A	N/A	(3)	N/A
Horace Mann Class shares	N/A	N/A	N/A	N/A	(22,310)	N/A
Net Realized Capital Gains:						
Investment Class shares	(11,355,053)	(3,397,914)	(720,384)	(828,980)	—	—
Institutional Class shares	(12,134,652)	(3,309,669)	(766,658)	(762,106)	—	—
Total distributions to shareholders	(23,489,705)	(7,959,081)	(1,487,042)	(1,637,894)	(3,154,520)	(1,756,414)
CAPITAL SHARE TRANSACTIONS (DOLLARS):						
Investment Class shares:						
Shares sold	14,431,823	9,017,150	5,078,365	5,800,048	28,001,013	4,067,254
Shares issued as reinvestment of distributions	11,150,215	3,910,990	712,109	819,947	2,059,887	6,973
Redemption fees (Note 2)	—	—	—	—	—	220
Shares redeemed	(17,010,216)	(14,667,095)	(4,087,152)	(4,997,495)	(72,677,521)	(12,701,044)
Net increase (decrease) in net assets from Investment Class share transactions	8,571,822	(1,738,955)	1,703,322	1,622,500	(42,616,621)	(8,626,597)
Institutional Class shares:						
Shares sold	5,361,481	9,153	20,061	154,125	5,224,542	40,029,720
Shares issued as reinvestment of distributions	10,859,881	3,996,628	766,653	807,423	459,540	1,746,693
Redemption fees (Note 2)	—	—	—	—	—	341
Shares redeemed	(24,726,424)	(7,155,243)	(1,522,249)	(1,563,847)	(13,339,955)	(23,877,118)
Net increase (decrease) in net assets from Institutional Class share transactions	(8,505,062)	(3,149,462)	(735,535)	(602,299)	(7,655,873)	17,899,636

* The Wilshire Income Opportunities Fund had not commenced operations at December 31, 2015.

N/A — Not Applicable. Share classes not offered during the year.

Amounts designated as “—” are either \$0, or have been rounded to \$0.

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF CHANGES IN NET ASSETS - (CONTINUED)
*For the Year Ended December 31, 2015**



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND
CAPITAL SHARE TRANSACTIONS						
(DOLLARS) (Continued):						
Qualified Class shares:						
Shares sold	N/A	N/A	N/A	N/A	1	N/A
Shares issued as reinvestment of distributions	N/A	N/A	N/A	N/A	2	N/A
Shares redeemed	N/A	N/A	N/A	N/A	—	N/A
Net increase in net assets from Qualified Class share transactions	N/A	N/A	N/A	N/A	3	N/A
Horace Mann Class shares:						
Shares sold	N/A	N/A	N/A	N/A	30,775	N/A
Shares issued as reinvestment of distributions	N/A	N/A	N/A	N/A	22,309	N/A
Shares redeemed	N/A	N/A	N/A	N/A	(124,088)	N/A
Net decrease in net assets from Horace Mann Class share transactions	N/A	N/A	N/A	N/A	(71,004)	N/A
Net increase (decrease) in net assets from capital stock transactions	66,760	(4,888,417)	967,787	1,020,201	(50,343,495)	9,273,039
Net increase (decrease) in net assets	(8,666,492)	(18,858,540)	175,167	(1,762,088)	(53,280,560)	3,955,843
NET ASSETS:						
Beginning of year	238,266,424	125,065,549	26,881,373	29,775,716	273,680,407	176,418,822
End of year	\$ 229,599,932	\$ 106,207,009	\$ 27,056,540	\$ 28,013,628	\$ 220,399,847	\$ 180,374,665
Undistributed net investment income (accumulated net investment loss) end of year	\$ (10)	\$ (13)	\$ (3)	\$ 34,817	\$ 540,069	\$ 81,733

* The Wilshire Income Opportunities Fund had not commenced operations at December 31, 2015.

N/A — Not Applicable. Share classes not offered during the year.

Amounts designated as “—” are either \$0, or have been rounded to \$0.

WILSHIRE MUTUAL FUNDS, INC.
STATEMENTS OF CHANGES IN NET ASSETS - (CONTINUED)
For the Year Ended December 31, 2015*



	LARGE COMPANY GROWTH PORTFOLIO	LARGE COMPANY VALUE PORTFOLIO	SMALL COMPANY GROWTH PORTFOLIO	SMALL COMPANY VALUE PORTFOLIO	WILSHIRE 5000 INDEX SM FUND	WILSHIRE INTERNATIONAL EQUITY FUND
CAPITAL SHARE TRANSACTIONS:						
Investment Class shares:						
Shares sold	362,130	438,642	207,103	255,692	1,545,688	450,088
Shares issued as reinvestment of distributions	302,995	208,652	31,233	39,706	114,741	778
Shares redeemed	(431,846)	(713,809)	(166,035)	(224,213)	(4,033,525)	(1,319,953)
Net increase (decrease) in Investment Class shares outstanding	<u>233,279</u>	<u>(66,515)</u>	<u>72,301</u>	<u>71,185</u>	<u>(2,373,096)</u>	<u>(869,087)</u>
Institutional Class shares:						
Shares sold	128,974	431	761	6,769	287,221	4,200,644
Shares issued as reinvestment of distributions	278,388	212,174	31,653	38,323	25,615	197,366
Shares redeemed	(588,546)	(344,881)	(58,468)	(68,327)	(740,212)	(2,615,097)
Net increase (decrease) in Institutional Class shares outstanding	<u>(181,184)</u>	<u>(132,276)</u>	<u>(26,054)</u>	<u>(23,235)</u>	<u>(427,376)</u>	<u>1,782,913</u>
Qualified Class shares:						
Shares sold	N/A	N/A	N/A	N/A	1	N/A
Shares issued as reinvestment of distributions	N/A	N/A	N/A	N/A	1	N/A
Shares redeemed	N/A	N/A	N/A	N/A	—	N/A
Net increase in Qualified Class shares outstanding	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>2</u>	<u>N/A</u>
Horace Mann Class shares:						
Shares sold	N/A	N/A	N/A	N/A	1,699	N/A
Shares issued as reinvestment of distributions	N/A	N/A	N/A	N/A	1,246	N/A
Shares redeemed	N/A	N/A	N/A	N/A	(6,773)	N/A
Net decrease in Horace Mann Class shares outstanding	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>(3,828)</u>	<u>N/A</u>

* The Wilshire Income Opportunities Fund had not commenced operations at December 31, 2015.

N/A — Not Applicable. Share classes not offered during the year.

Amounts designated as “—” are either \$0, or have been rounded to \$0.

WILSHIRE MUTUAL FUNDS, INC.
LARGE COMPANY GROWTH PORTFOLIO
FINANCIAL HIGHLIGHTS



For a Fund Share Outstanding Throughout Each Year.

	Investment Class Shares				
	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 36.82	\$ 38.66	\$ 41.60	\$ 34.70	\$ 31.54
Income (loss) from investment operations:					
Net investment income (loss) ¹	0.04	(0.14)	(0.26)	(0.02)	0.07
Net realized and unrealized gains on investments	1.26	2.53	3.61	10.38	4.24
Total from investment operations	<u>1.30</u>	<u>2.39</u>	<u>3.35</u>	<u>10.36</u>	<u>4.31</u>
Less distributions:					
From net investment income	(0.01)	—	—	—	(0.07)
From realized capital gains	(4.18)	(4.23)	(6.29)	(3.46)	(1.08)
Total distributions	<u>(4.19)</u>	<u>(4.23)</u>	<u>(6.29)</u>	<u>(3.46)</u>	<u>(1.15)</u>
Net asset value, end of year	<u>\$ 33.93</u>	<u>\$ 36.82</u>	<u>\$ 38.66</u>	<u>\$ 41.60</u>	<u>\$ 34.70</u>
Total return	<u>3.33%</u>	<u>6.18%</u>	<u>7.97%</u>	<u>30.22%</u>	<u>13.72%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 62,634	\$ 107,381	\$ 103,733	\$ 113,495	\$ 100,853
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	1.32%	1.33%	1.38%	1.36%	1.39%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	1.32% ²	1.33% ²	1.38% ²	1.36% ²	1.39% ²
Net investment income (loss)	0.10%	(0.34%)	(0.61%)	(0.05%)	0.20%
Portfolio turnover rate	75%	104%	62%	136%	71%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² The ratio of operating expenses before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.32%, 1.34%, 1.38%, 1.36% and 1.39% for 2016, 2015, 2014, 2013 and 2012, respectively.

WILSHIRE MUTUAL FUNDS, INC.
LARGE COMPANY GROWTH PORTFOLIO
FINANCIAL HIGHLIGHTS - (CONTINUED)



For a Fund Share Outstanding Throughout Each Year.

Institutional Class Shares

	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 39.04	\$ 40.62	\$ 43.28	\$ 35.94	\$ 32.63
Income (loss) from investment operations:					
Net investment income (loss) ¹	0.15	(0.01)	(0.13)	0.10	0.18
Net realized and unrealized gains on investments	1.34	2.66	3.76	10.77	4.38
Total from investment operations	<u>1.49</u>	<u>2.65</u>	<u>3.63</u>	<u>10.87</u>	<u>4.56</u>
Less distributions:					
From net investment income	(0.16)	—	(0.00) ²	(0.07)	(0.17)
From realized capital gains	(4.18)	(4.23)	(6.29)	(3.46)	(1.08)
Total distributions	<u>(4.34)</u>	<u>(4.23)</u>	<u>(6.29)</u>	<u>(3.53)</u>	<u>(1.25)</u>
Net asset value, end of year	<u>\$ 36.19</u>	<u>\$ 39.04</u>	<u>\$ 40.62</u>	<u>\$ 43.28</u>	<u>\$ 35.94</u>
Total return	<u>3.61%</u>	<u>6.52%</u>	<u>8.32%</u>	<u>30.60%</u>	<u>14.04%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 152,167	\$ 122,219	\$ 134,534	\$ 243,622	\$ 85,740
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	1.04%	1.01%	1.06%	1.05%	1.11%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	1.04% ³	1.01% ³	1.06% ³	1.06% ³	1.11% ³
Net investment income (loss)	0.37%	(0.02%)	(0.29%)	0.23%	0.50%
Portfolio turnover rate	75%	104%	62%	136%	71%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² Amount is less than \$0.01 per share.

³ The ratio of operating expenses before fee reductions and reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.04%, 1.02%, 1.06%, 1.05% and 1.11% for 2016, 2015, 2014, 2013 and 2012, respectively.

WILSHIRE MUTUAL FUNDS, INC.
LARGE COMPANY VALUE PORTFOLIO
FINANCIAL HIGHLIGHTS



For a Fund Share Outstanding Throughout Each Year.

	Investment Class Shares				
	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 18.62	\$ 21.19	\$ 21.44	\$ 15.86	\$ 13.82
Income (loss) from investment operations:					
Net investment income ¹	0.37	0.20	0.18	0.16	0.17
Net realized and unrealized gains (losses) on investments	2.56	(1.33)	2.14	5.64	2.03
Total from investment operations	<u>2.93</u>	<u>(1.13)</u>	<u>2.32</u>	<u>5.80</u>	<u>2.20</u>
Less distributions:					
From net investment income	(0.14)	(0.19)	(0.23)	(0.14)	(0.16)
From realized capital gains	(1.01)	(1.25)	(2.34)	(0.08)	—
Total distributions	<u>(1.15)</u>	<u>(1.44)</u>	<u>(2.57)</u>	<u>(0.22)</u>	<u>(0.16)</u>
Net asset value, end of year	<u>\$ 20.40</u>	<u>\$ 18.62</u>	<u>\$ 21.19</u>	<u>\$ 21.44</u>	<u>\$ 15.86</u>
Total return	<u>15.73%</u>	<u>(5.33%)</u>	<u>10.77%</u>	<u>36.54%</u>	<u>15.92%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 10,112	\$ 52,864	\$ 61,566	\$ 61,800	\$ 44,220
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	1.26%	1.27%	1.29%	1.24%	1.35%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	1.27% ²	1.29% ²	1.30% ²	1.25% ²	1.36% ²
Net investment income	1.87%	0.96%	0.80%	0.87%	1.12%
Portfolio turnover rate	174%	55%	57%	101%	97%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² The ratio of operating expenses before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.26%, 1.27%, 1.29%, 1.24% and 1.35% for 2016, 2015, 2014, 2013 and 2012, respectively.

WILSHIRE MUTUAL FUNDS, INC.
LARGE COMPANY VALUE PORTFOLIO
FINANCIAL HIGHLIGHTS - (CONTINUED)



For a Fund Share Outstanding Throughout Each Year.

Institutional Class Shares

	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 18.67	\$ 21.24	\$ 21.48	\$ 15.89	\$ 13.84
Income (loss) from investment operations:					
Net investment income ¹	0.40	0.26	0.24	0.22	0.20
Net realized and unrealized gains (losses) on investments	2.55	(1.33)	2.14	5.63	2.04
Total from investment operations	<u>2.95</u>	<u>(1.07)</u>	<u>2.38</u>	<u>5.85</u>	<u>2.24</u>
Less distributions:					
From net investment income	(0.41)	(0.25)	(0.28)	(0.18)	(0.19)
From realized capital gains	(1.01)	(1.25)	(2.34)	(0.08)	—
Total distributions	<u>(1.42)</u>	<u>(1.50)</u>	<u>(2.62)</u>	<u>(0.26)</u>	<u>(0.19)</u>
Net asset value, end of year	<u>\$ 20.20</u>	<u>\$ 18.67</u>	<u>\$ 21.24</u>	<u>\$ 21.48</u>	<u>\$ 15.89</u>
Total return	<u>15.78%</u>	<u>(5.07%)</u>	<u>11.05%</u>	<u>36.85%</u>	<u>16.18%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 175,497	\$ 53,343	\$ 63,499	\$ 111,550	\$ 800
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	1.04%	1.01%	1.00%	0.95%	1.14%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	1.05% ²	1.02% ²	1.01% ²	0.97% ²	1.15% ²
Net investment income	2.09%	1.23%	1.09%	1.13%	1.32%
Portfolio turnover rate	174%	55%	57%	101%	97%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² The ratio of operating expenses before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.04%, 1.01%, 1.00%, 0.95% and 1.14% for 2016, 2015, 2014, 2013 and 2012, respectively.

WILSHIRE MUTUAL FUNDS, INC.
SMALL COMPANY GROWTH PORTFOLIO
FINANCIAL HIGHLIGHTS



For a Fund Share Outstanding Throughout Each Year.

	Investment Class Shares				
	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 22.64	\$ 23.44	\$ 24.95	\$ 18.06	\$ 15.90
Income (loss) from investment operations:					
Net investment income (loss) ¹	(0.15)	(0.15)	(0.25)	(0.16)	0.09
Net realized and unrealized gains on investments	4.80	0.70	1.09	7.59	2.07
Total from investment operations	<u>4.65</u>	<u>0.55</u>	<u>0.84</u>	<u>7.43</u>	<u>2.16</u>
Less distributions:					
From realized capital gains	(2.88)	(1.35)	(2.35)	(0.54)	—
Net asset value, end of year	<u>\$ 24.41</u>	<u>\$ 22.64</u>	<u>\$ 23.44</u>	<u>\$ 24.95</u>	<u>\$ 18.06</u>
Total return	<u>20.44%</u>	<u>2.29%</u>	<u>3.44%</u>	<u>41.25%</u>	<u>13.58%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 8,633	\$ 12,642	\$ 11,398	\$ 9,582	\$ 7,225
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	1.51%	1.46%	1.50%	1.47%	1.47%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	1.60% ²	1.64% ²	1.55% ²	1.62% ²	1.97% ²
Net investment income (loss)	(0.57%)	(0.59%)	(1.00%)	(0.75%)	0.55%
Portfolio turnover rate	114%	63%	77%	88%	99%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

- ¹ The selected per share data was calculated using the average shares outstanding method for the period.
- ² The ratio of operating expenses before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.60%, 1.64%, 1.54%, 1.61% and 1.95% for 2016, 2015, 2014, 2013 and 2012, respectively.

WILSHIRE MUTUAL FUNDS, INC.
SMALL COMPANY GROWTH PORTFOLIO
FINANCIAL HIGHLIGHTS - (CONTINUED)



For a Fund Share Outstanding Throughout Each Year.

Institutional Class Shares

	<u>Year Ended 12/31/2016</u>	<u>Year Ended 12/31/2015</u>	<u>Year Ended 12/31/2014</u>	<u>Year Ended 12/31/2013</u>	<u>Year Ended 12/31/2012</u>
Net asset value, beginning of year	\$ 24.04	\$ 24.75	\$ 26.14	\$ 18.89	\$ 16.60
Income (loss) from investment operations:					
Net investment income (loss) ¹	(0.08)	(0.07)	(0.18)	(0.15)	0.11
Net realized and unrealized gains on investments	5.10	0.71	1.14	7.99	2.18
Total from investment operations	<u>5.02</u>	<u>0.64</u>	<u>0.96</u>	<u>7.84</u>	<u>2.29</u>
Less distributions:					
From net investment income	—	—	—	(0.05)	—
From realized capital gains	(2.88)	(1.35)	(2.35)	(0.54)	—
Total distributions	<u>(2.88)</u>	<u>(1.35)</u>	<u>(2.35)</u>	<u>(0.59)</u>	<u>—</u>
Net asset value, end of year	<u>\$ 26.18</u>	<u>\$ 24.04</u>	<u>\$ 24.75</u>	<u>\$ 26.14</u>	<u>\$ 18.89</u>
Total return	<u>20.79%</u>	<u>2.53%</u>	<u>3.75%</u>	<u>41.58%</u>	<u>13.80%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 28,454	\$ 14,414	\$ 15,483	\$ 24,013	\$ 15
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	1.27%	1.19%	1.20%	1.19%	1.28%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	1.33% ²	1.36% ²	1.24% ²	1.20% ²	1.79% ²
Net investment income (loss)	(0.32%)	(0.28%)	(0.70%)	(0.54%)	0.60%
Portfolio turnover rate	114%	63%	77%	88%	99%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² The ratio of operating expenses before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.33%, 1.35%, 1.19%, 1.18% and 1.78% for 2016, 2015, 2014, 2013 and 2012, respectively.

WILSHIRE MUTUAL FUNDS, INC.
SMALL COMPANY VALUE PORTFOLIO
FINANCIAL HIGHLIGHTS



For a Fund Share Outstanding Throughout Each Year.

	Investment Class Shares				
	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 20.74	\$ 22.86	\$ 24.33	\$ 17.40	\$ 15.04
Income (loss) from investment operations:					
Net investment income (loss) ¹	0.10	0.01	(0.08)	(0.03)	0.20
Net realized and unrealized gains (losses) on investments	4.99	(0.89)	1.53	7.62	2.38
Total from investment operations	<u>5.09</u>	<u>(0.88)</u>	<u>1.45</u>	<u>7.59</u>	<u>2.58</u>
Less distributions:					
From net investment income	(0.09)	(0.00) ²	—	(0.00) ²	(0.22)
From capital gains	(1.99)	(1.24)	(2.92)	(0.66)	—
Total distributions	<u>(2.08)</u>	<u>(1.24)</u>	<u>(2.92)</u>	<u>(0.66)</u>	<u>(0.22)</u>
Net asset value, end of year	<u>\$ 23.75</u>	<u>\$ 20.74</u>	<u>\$ 22.86</u>	<u>\$ 24.33</u>	<u>\$ 17.40</u>
Total return	<u>24.86%</u>	<u>(3.83%)</u>	<u>6.17%</u>	<u>43.79%</u>	<u>17.20%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 9,097	\$ 14,287	\$ 14,120	\$ 13,688	\$ 9,641
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	1.51%	1.49%	1.49%	1.49%	1.49%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	1.60% ³	1.67% ³	1.56% ³	1.58% ³	1.84% ³
Net investment income (loss)	0.48%	0.06%	(0.35%)	(0.13%)	1.24%
Portfolio turnover rate	99%	49%	53%	60%	68%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² Amount is less than \$0.01 per share.

³ The ratio of operating expenses before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.59%, 1.67%, 1.55%, 1.57% and 1.83% for 2016, 2015, 2014, 2013 and 2012, respectively.

WILSHIRE MUTUAL FUNDS, INC.
SMALL COMPANY VALUE PORTFOLIO
FINANCIAL HIGHLIGHTS - (CONTINUED)



For a Fund Share Outstanding Throughout Each Year.

Institutional Class Shares

	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 21.08	\$ 23.21	\$ 24.59	\$ 17.58	\$ 15.19
Income (loss) from investment operations:					
Net investment income (loss) ¹	0.16	0.08	(0.02)	0.00	0.22
Net realized and unrealized gains (losses) on investments	5.08	(0.90)	1.56	7.74	2.42
Total from investment operations	5.24	(0.82)	1.54	7.74	2.64
Less distributions:					
From net investment income	(0.19)	(0.07)	—	(0.07)	(0.25)
From realized capital gains	(1.99)	(1.24)	(2.92)	(0.66)	—
Total distributions	(2.18)	(1.31)	(2.92)	(0.73)	(0.25)
Net asset value, end of year	\$ 24.14	\$ 21.08	\$ 23.21	\$ 24.59	\$ 17.58
Total return	25.16%	(3.52%)	6.47%	44.16%	17.41%
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 31,698	\$ 13,727	\$ 15,655	\$ 24,934	\$ 54
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	1.27%	1.18%	1.17%	1.20%	1.31%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	1.33% ²	1.36% ²	1.23% ²	1.19% ²	1.66% ²
Net investment income (loss)	0.73%	0.36%	(0.07%)	(0.01%)	1.33%
Portfolio turnover rate	99%	49%	53%	60%	68%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² The ratio of operating expenses before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.32%, 1.35%, 1.21%, 1.18% and 1.65% for 2016, 2015, 2014, 2013 and 2012, respectively.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE 5000 INDEXSM FUND
FINANCIAL HIGHLIGHTS



For a Fund Share Outstanding Throughout Each Year.

	Investment Class Shares				
	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 17.78	\$ 18.01	\$ 16.22	\$ 12.43	\$ 10.93
Income (loss) from investment operations:					
Net investment income ¹	0.27	0.24	0.23	0.19	0.19
Net realized and unrealized gains (losses) on investments	1.96	(0.22)	1.78	3.80	1.49
Total from investment operations	<u>2.23</u>	<u>0.02</u>	<u>2.01</u>	<u>3.99</u>	<u>1.68</u>
Less distributions:					
From net investment income	(0.39)	(0.25)	(0.22)	(0.20)	(0.18)
From realized capital gains	(0.76)	—	—	—	—
Total distributions	<u>(1.15)</u>	<u>(0.25)</u>	<u>(0.22)</u>	<u>(0.20)</u>	<u>(0.18)</u>
Net asset value, end of year	<u>\$ 18.86</u>	<u>\$ 17.78</u>	<u>\$ 18.01</u>	<u>\$ 16.22</u>	<u>\$ 12.43</u>
Total return	<u>12.51%</u>	<u>0.08%</u>	<u>12.38%</u>	<u>32.10%</u>	<u>15.36%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 132,669	\$ 159,709	\$ 204,465	\$ 139,354	\$ 107,888
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	0.67%	0.64%	0.65%	0.68%	0.70%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	0.67% ²	0.64% ²	0.65%	0.68%	0.70%
Net investment income	1.49%	1.35%	1.32%	1.33%	1.61%
Portfolio turnover rate	5%	6%	3%	2%	2%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² The ratio of operating expenses before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 0.67% and 0.64% for 2016 and 2015, respectively.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE 5000 INDEXSM FUND
FINANCIAL HIGHLIGHTS - (CONTINUED)



For a Fund Share Outstanding Throughout Each Year.

Institutional Class Shares

	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 17.78	\$ 18.00	\$ 16.21	\$ 12.41	\$ 10.92
Income (loss) from investment operations:					
Net investment income ¹	0.33	0.29	0.26	0.22	0.22
Net realized and unrealized gains (losses) on investments	1.95	(0.22)	1.79	3.81	1.47
Total from investment operations	<u>2.28</u>	<u>0.07</u>	<u>2.05</u>	<u>4.03</u>	<u>1.69</u>
Less distributions:					
From net investment income	(0.45)	(0.29)	(0.26)	(0.23)	(0.20)
From realized capital gains	(0.76)	—	—	—	—
Total distributions	<u>(1.21)</u>	<u>(0.29)</u>	<u>(0.26)</u>	<u>(0.23)</u>	<u>(0.20)</u>
Net asset value, end of year	<u>\$ 18.85</u>	<u>\$ 17.78</u>	<u>\$ 18.00</u>	<u>\$ 16.21</u>	<u>\$ 12.41</u>
Total return	<u>12.81%</u>	<u>0.36%</u>	<u>12.60%</u>	<u>32.48%</u>	<u>15.54%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 40,860	\$ 59,065	\$ 67,500	\$ 59,565	\$ 50,633
Operating expenses after fee reductions and expense reimbursements and fees paid indirectly	0.36%	0.41%	0.44%	0.46%	0.47%
Operating expenses before fee reductions and expense reimbursements and fees paid indirectly	0.36% ²	0.41% ²	0.44%	0.46%	0.47%
Net investment income	1.80%	1.59%	1.53%	1.55%	1.84%
Portfolio turnover rate	5%	6%	3%	2%	2%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² The ratio of operating expenses before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 0.36% and 0.41% for 2016 and 2015, respectively.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INTERNATIONAL EQUITY FUND
FINANCIAL HIGHLIGHTS



For a Fund Share Outstanding Throughout Each Year.

	Investment Class Shares				
	Year Ended 12/31/2016	Year Ended 12/31/2015	Year Ended 12/31/2014	Year Ended 12/31/2013	Year Ended 12/31/2012
Net asset value, beginning of year	\$ 8.90	\$ 9.06	\$ 9.70	\$ 8.34	\$ 7.63
Income (loss) from investment operations:					
Net investment income ¹	0.10	0.09	0.09	0.03	0.06
Net realized and unrealized gains (losses) on investments and foreign currency transactions	0.07	(0.23)	(0.71)	1.54	0.96
Total from investment operations	<u>0.17</u>	<u>(0.14)</u>	<u>(0.62)</u>	<u>1.57</u>	<u>1.02</u>
Less distributions:					
From net investment income	(0.15)	(0.02)	(0.02)	0.00	(0.09)
From realized capital gains	—	—	—	(0.21)	(0.22)
Redemption fee (Note 2)	0.00 ²	0.00 ²	—	—	—
Total distributions	<u>(0.15)</u>	<u>(0.02)</u>	<u>(0.02)</u>	<u>(0.21)</u>	<u>(0.31)</u>
Net asset value, end of year	<u>\$ 8.92</u>	<u>\$ 8.90</u>	<u>\$ 9.06</u>	<u>\$ 9.70</u>	<u>\$ 8.34</u>
Total return	<u>1.88%</u>	<u>(1.55%)</u>	<u>(6.38%)</u>	<u>18.95%</u>	<u>13.36%</u>
Ratios to average net assets/supplemental data:					
Net assets, end of year (in 000's)	\$ 11,290	\$ 3,438	\$ 11,371	\$ 2,410	\$ 74,999
Operating expenses including dividends and rebates on securities sold short and interest expense, after fee reductions and expense reimbursements and fees paid indirectly ⁴	1.52%	1.50%	1.50%	1.85% ⁵	2.24% ⁵
Operating expenses including dividends and rebates on securities sold short and interest expense, before fee reductions and expense reimbursements and fees paid indirectly ⁴	1.65%	1.75%	1.71% ⁵	1.93% ⁵	2.29% ⁵
Net investment income	1.19%	0.99%	0.97%	0.38%	0.77%
Portfolio turnover rate	79%	84%	176%	368%	45%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

- ¹ The selected per share data was calculated using the average shares outstanding method for the period.
- ² Amount is less than \$0.01 per share.
- ³ The operating expense ratios reflect the expenses related to investing in securities sold short. Had these expenses been excluded, the expense ratio (after waiver and fees paid indirectly) would have been 1.50% for 2013 and 2012.
- ⁴ Effective April 2, 2013, the Wilshire International Equity Fund no longer engages in short selling.
- ⁵ The ratio of operating expenses including dividends and rebates on securities sold short and interest expense, before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.71%, 1.93% and 2.28% for 2014, 2013 and 2012, respectively.

See Notes to Financial Statements.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INTERNATIONAL EQUITY FUND
FINANCIAL HIGHLIGHTS - (CONTINUED)



For a Fund Share Outstanding Throughout Each Year.

Institutional Class Shares

	<u>Year Ended 12/31/2016</u>	<u>Year Ended 12/31/2015</u>	<u>Year Ended 12/31/2014</u>	<u>Year Ended 12/31/2013</u>	<u>Year Ended 12/31/2012</u>
Net asset value, beginning of year	\$ 8.78	\$ 8.99	\$ 9.64	\$ 8.38	\$ 7.67
Income (loss) from investment operations:					
Net investment income ¹	0.12	0.09	0.09	0.08	0.09
Net realized and unrealized gains (losses) on investments and foreign currency transactions	0.07	(0.21)	(0.68)	1.51	0.95
Total from investment operations	<u>0.19</u>	<u>(0.12)</u>	<u>(0.59)</u>	<u>1.59</u>	<u>1.04</u>
Less distributions:					
From net investment income	(0.16)	(0.09)	(0.06)	(0.12)	(0.11)
From realized capital gains	—	—	—	(0.21)	(0.22)
Redemption fee (Note 2)	0.00 ²	0.00 ²	—	—	—
Total distributions	<u>(0.16)</u>	<u>(0.09)</u>	<u>(0.06)</u>	<u>(0.33)</u>	<u>(0.33)</u>
Net asset value, end of year	<u>\$ 8.81</u>	<u>\$ 8.78</u>	<u>\$ 8.99</u>	<u>\$ 9.64</u>	<u>\$ 8.38</u>
Total return	<u>2.16%</u>	<u>(1.37%)</u>	<u>(6.16%)</u>	<u>19.10%</u>	<u>13.63%</u>
Ratios to average net assets/supplemental data²:					
Net assets, end of year (in 000's)	\$ 258,311	\$ 176,937	\$ 165,048	\$ 45,897	\$ 99,106
Operating expenses including dividends and rebates on securities sold short and interest expense, after fee reductions and expense reimbursements and fees paid indirectly ⁴	1.27%	1.25%	1.25%	1.61% ⁵	1.99% ⁵
Operating expenses including dividends and rebates on securities sold short and interest expense, before fee reductions and expense reimbursements and fees paid indirectly ⁴	1.32%	1.29%	1.31% ⁵	1.87% ⁵	2.01% ⁵
Net investment income	1.44%	1.00%	0.96%	0.88%	1.03%
Portfolio turnover rate	79%	84%	176%	368%	45%

Amounts designated as “—” are either \$0, or have been rounded to \$0.

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

² Amount is less than \$0.01 per share.

³ The operating expense ratios reflect the expenses related to investing in securities sold short. Had these expenses been excluded, the expense ratio (after waiver and fees paid indirectly) would have been 1.25% for 2013 and 2012.

⁴ Effective April 2, 2013, the Wilshire International Equity Fund no longer engages in short selling.

⁵ The ratio of operating expenses including dividends and rebates on securities sold short and interest expense, before fee reductions and expense reimbursements excludes the effect of fees paid indirectly. If this expense offset was included, the ratio would have been 1.31%, 1.87% and 2.00% for 2014, 2013 and 2012, respectively.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
FINANCIAL HIGHLIGHTS



For a Fund Share Outstanding Throughout the Period.

	Investment Class Shares
	Period Ended 12/31/2016*
Net asset value, beginning of period	\$ 10.00
Income from investment operations:	
Net investment income ¹	0.21
Net realized and unrealized gains on investments and foreign currency transactions	0.18
Total from investment operations	<u>0.39</u>
Less distributions:	
From net investment income	(0.18)
From realized capital gains	(0.07)
Total distributions	<u>(0.25)</u>
Net asset value, end of period	<u>\$ 10.14</u>
Total return	<u>3.92%²</u>
Ratios to average net assets/supplemental data²:	
Net assets, end of period (in 000's)	\$ 1,102
Operating expenses after expense reimbursements [†]	1.15% ³
Operating expense before expense reimbursements	1.26%
Net investment income	2.83% ³
Portfolio turnover rate	74% ²

* Commenced operations on March 30, 2016.

† Ratio does not include expenses from underlying funds.

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

² Not Annualized.

³ Annualized.

WILSHIRE MUTUAL FUNDS, INC.
WILSHIRE INCOME OPPORTUNITIES FUND
FINANCIAL HIGHLIGHTS - (CONTINUED)



For a Fund Share Outstanding Throughout the Period.

	Institutional Class Shares
	Period Ended 12/31/2016*
Net asset value, beginning of period	\$ 10.00
Income from investment operations:	
Net investment income ¹	0.25
Net realized and unrealized gains on investments and foreign currency transactions	0.13
Total from investment operations	<u>0.38</u>
Less distributions:	
From net investment income	(0.21)
From realized capital gains	(0.07)
Total distributions	<u>(0.28)</u>
Net asset value, end of period	<u>\$ 10.10</u>
Total return	<u>3.82%²</u>
Ratios to average net assets/supplemental data²:	
Net assets, end of period (in 000's)	\$ 396,797
Operating expenses†	0.86% ³
Net investment income	3.11% ³
Portfolio turnover rate	74% ²

* Commenced operations on March 30, 2016.

† Ratio does not include expenses from underlying funds.

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

² Not Annualized.

³ Annualized.

WILSHIRE MUTUAL FUNDS, INC.

NOTES TO FINANCIAL STATEMENTS

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1. Organization.

Wilshire Mutual Funds, Inc. (the “Company”) is registered under the Investment Company Act of 1940, as amended (the “1940 Act”), as an open-end diversified investment company, which was incorporated under Maryland law on July 30, 1992. The Company operates as a series company and presently offers seven series, all of which had operations during the period: Large Company Growth Portfolio, Large Company Value Portfolio, Small Company Growth Portfolio, Small Company Value Portfolio, Wilshire 5000 IndexSM Fund, Wilshire International Equity Fund and Wilshire Income Opportunities Fund (each a “Portfolio” and collectively the “Portfolios”). The Company accounts separately for the assets, liabilities and operations of each series.

The Wilshire Income Opportunities Fund commenced operations on March 30, 2016.

Each of the Portfolios currently offers Investment and Institutional Class shares, each of which has equal rights as to voting privileges. The Investment Class has exclusive voting rights for its service and distribution plan. Investment income, realized and unrealized capital gains and losses and the common expenses of each Portfolio are allocated on a pro-rata basis to each class based on the relative net assets of each class to the total net assets of each Portfolio. Each class of shares differs in its respective service and distribution expenses.

2. Significant Accounting Policies.

In October 2016, the Securities and Exchange Commission (the “SEC”) released its final rule on Investment Company Reporting Modernization (the “Rule”). The Rule, which introduces two new regulatory reporting forms for investment companies – Form N-PORT and Form N-CEN, also contains amendments to Regulation S-X, which impact financial statement presentation, particularly the presentation of derivative investments. Although the Company is still evaluating the impact of the Rule, management believes that many of the Regulation S-X amendments are consistent with the Portfolios’ current financial statement presentation and expects that the Portfolios will be able to comply with the Rule’s Regulation S-X amendments by the August 1, 2017 compliance date.

Use of estimates – Each Portfolio is an investment company in conformity with U.S. generally accepted accounting principles (“U.S. GAAP”). Therefore, each Portfolio follows the accounting and reporting guidelines for investment companies. The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates and those differences could be material.

The following is a summary of significant accounting policies consistently followed by the Portfolios in the preparation of their financial statements.

Security valuation – A security listed or traded on U.S. exchanges is valued at its last sales price on the exchange where it is principally traded. In the absence of a current quotation, the security is valued at the mean between the last bid and asked prices on that exchange. Securities quoted on the National Association of Securities Dealers Automatic Quotation (NASDAQ) System, for which there have been sales, are valued at the NASDAQ official closing price. If there are no such sales, the most recent bid quotation is used. Securities traded over-the-counter

WILSHIRE MUTUAL FUNDS, INC.
NOTES TO FINANCIAL STATEMENTS - (CONTINUED)
December 31, 2016



(other than on NASDAQ) are valued at the last current sale price; and if there are no such sales, the most recent bid quotation is used. Debt securities are valued at an evaluated bid price by employing methodologies that utilize actual market transactions, broker-supplied valuations, or other inputs designed to identify the market value for such securities. Third-party valuation providers often utilize proprietary models that are subjective and require the use of judgment and the application of various assumptions including, but not limited to, interest rates, prepayment speeds, and default rate assumptions. Debt securities that have a remaining maturity of 60 days or less are valued at prices supplied by the Portfolios' pricing agent for such securities, if available. Otherwise such securities are valued at amortized cost if the Pricing Committee concludes it approximates fair value. Equity securities primarily traded on a foreign exchange are valued daily at a price, as provided by an independent pricing service which is an estimate of the fair value price. In the event market quotations are not readily available, such securities are valued at fair value according to procedures adopted by the Board of Directors (the "Board") or as determined in good faith by the Pricing Committee, whose members include at least two representatives of Wilshire Associates Incorporated (the "Adviser"), one of whom is an officer of the Company, or by the Company's Valuation Committee. Fair value is defined as the amount the owner of a security might reasonably expect to receive upon a current sale. Securities whose value does not reflect fair value because a significant valuation event has occurred may be valued at fair value by the Pricing Committee or the Valuation Committee in accordance with the Company's valuation procedures. Significant events may include, but are not limited to, the following: significant fluctuations in domestic markets, foreign markets or foreign currencies; occurrences not directly tied to the securities markets such as natural disasters, armed conflicts or significant governmental actions; and major announcements affecting a single issuer or an entire market or market sector. The value of fair valued securities may be different from the last sale price (or the mean between the last bid and asked prices), and there is no guarantee that a fair valued security will be sold at the price at which a Portfolio is carrying the security.

The Wilshire International Equity Fund uses ICE Data Services (formerly, Interactive Data Pricing and Reference Data, Inc.) ("ICE") as a third-party fair valuation vendor. ICE provides a daily fair value for foreign securities in the Wilshire International Equity Fund based on certain factors and methodologies (involving, generally, tracking valuation correlations between the U.S. market and each non-U.S. security) applied by ICE. These factors are used to value the Wilshire International Equity Fund without holding a Pricing Committee meeting. In the event that the Adviser believes that the fair values provided by ICE are not reliable, the Adviser contacts the Wilshire International Equity Fund's administrator and may request that a meeting of the Pricing Committee be held.

In accordance with the authoritative guidance on fair value measurements and disclosures under U.S. GAAP, the Portfolios disclose the fair value of their investments in a hierarchy that prioritizes the inputs to valuation techniques used to measure the fair value. The objective of a fair value measurement is to determine the price 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 (an exit price). Accordingly, the fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The guidance establishes three levels of the fair value hierarchy as follows:

- Level 1 – Unadjusted quoted prices in active markets for identical, unrestricted assets or liabilities that the Portfolios have the ability to access at the measurement date;

WILSHIRE MUTUAL FUNDS, INC.
NOTES TO FINANCIAL STATEMENTS - (CONTINUED)
December 31, 2016



- Level 2 – Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, referenced indices, quoted prices in inactive markets, adjusted quoted prices in active markets, etc.); and
- Level 3 – Prices, inputs or exotic modeling techniques which are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The inputs or methodology used for valuing securities are not necessarily an indication of the risks associated with investing in those securities. During the year ended December 31, 2016, there have been no significant changes to the Portfolios' fair value methodologies.

The following is a summary of the inputs used to value the Portfolios' investments as of December 31, 2016:

Large Company Growth Portfolio	Level 1	Level 2	Level 3	Total
Common Stocks	\$ 212,295,406	\$ —	\$ —	\$ 212,295,406
Money Market Funds	9,927,119	—	—	9,927,119
Total	<u>\$ 222,222,525</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 222,222,525</u>
Large Company Value Portfolio	Level 1	Level 2	Level 3	Total
Common Stocks	\$ 185,385,646	\$ —	\$ —	\$ 185,385,646
Rights	—	—	1,189	1,189
Money Market Funds	4,738,998	—	—	4,738,998
Total	<u>\$ 190,124,644</u>	<u>\$ —</u>	<u>\$ 1,189</u>	<u>\$ 190,125,833</u>
Small Company Growth Portfolio	Level 1	Level 2	Level 3	Total
Common Stocks	\$ 36,032,578	\$ —	\$ —	\$ 36,032,578
Rights	—	—	360*	360
Money Market Funds	3,205,016	—	—	3,205,016
Total	<u>\$ 39,237,594</u>	<u>\$ —</u>	<u>\$ 360</u>	<u>\$ 39,237,954</u>
Small Company Value Portfolio	Level 1	Level 2	Level 3	Total
Common Stocks	\$ 39,794,076	\$ —	\$ —	\$ 39,794,076
Money Market Funds	3,155,587	—	—	3,155,587
Total	<u>\$ 42,949,663</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 42,949,663</u>
Wilshire 5000 IndexSM Fund	Level 1	Level 2	Level 3	Total
Common Stocks	\$ 173,307,064	\$ —	\$ —	\$ 173,307,064
Rights	—	—	12,313*	12,313
Money Market Funds	4,723,158	—	—	4,723,158
Total	<u>\$ 178,030,222</u>	<u>\$ —</u>	<u>\$ 12,313</u>	<u>\$ 178,042,535</u>

WILSHIRE MUTUAL FUNDS, INC.
NOTES TO FINANCIAL STATEMENTS - (CONTINUED)
December 31, 2016



Wilshire International Equity Fund	Level 1	Level 2	Level 3	Total
Common Stocks	\$ 67,822,913	\$ 194,652,920	\$ —	\$ 262,475,833
Rights	—	0*	—	0
Exchange-Traded Funds	1,113,756	—	—	1,113,756
Money Market Funds	15,703,651	—	—	15,703,651
Total	<u>\$ 84,640,320</u>	<u>\$ 194,652,920</u>	<u>\$ —</u>	<u>\$ 279,293,240</u>
Wilshire Income Opportunities Fund	Level 1	Level 2	Level 3	Total
Investments in Securities				
U.S. Treasury Obligations	\$ —	\$ 52,738,270	\$ —	\$ 52,738,270
U.S. Government Agency Obligations	—	19,618,883	—	19,618,883
Agency Mortgage-Backed Obligations	—	15,000,551	—	15,000,551
Non-Agency Mortgage-Backed Obligations	—	86,096,488	—	86,096,488
Asset-Backed Securities	—	41,157,685	—	41,157,685
Collateralized Loan Obligations	—	52,030,998	—	52,030,998
Investment Grade Corporate Obligations	—	22,232,315	—	22,232,315
High Yield Corporate Obligations	—	16,036,639	—	16,036,639
Foreign Bonds	—	50,636,883	—	50,636,883
Loan Participations	—	33,218,993	—	33,218,993
Military Housing Obligations	—	5,688,289	1,850,978	7,539,267
Municipal Obligations	—	1,363,422	—	1,363,422
Common Stocks	80,880	—	—	80,880
Preferred Stocks	—	2,182,096	—	2,182,096
Affiliated Registered Investment Companies	10,748,134	—	—	10,748,134
Money Market Funds	2,851,244	—	—	2,851,244
Total	<u>\$ 13,680,258</u>	<u>\$ 398,001,512</u>	<u>\$ 1,850,978</u>	<u>\$ 413,532,748</u>
Other Financial Instruments				
Forward Contracts Unrealized Appreciation	\$ —	\$ 14,226	\$ —	\$ 14,226
Reverse Repurchase Agreements	(16,976,454)	—	—	(16,976,454)
Total	<u>\$ (16,976,454)</u>	<u>\$ 14,226</u>	<u>\$ —</u>	<u>\$ (16,962,228)</u>

* Includes Rights which have been fair valued at \$0.

Refer to the Portfolios' Schedules of Investments for a listing of the securities by industry or sector type. As of December 31, 2016, the Portfolios did not have any transfers between Levels. In addition, Large Company Growth Portfolio, Small Company Value Portfolio and Wilshire International Equity Fund did not hold any derivative instruments or any assets or liabilities that were measured at fair value on a recurring basis using significant unobservable inputs (Level 3) as of December 31, 2016. Large Company Value Portfolio, Small Company Growth Portfolio and Wilshire 5000 IndexSM Fund held Rights and Wilshire Income Opportunities held Military Housing Obligations that were measured at fair value on a recurring basis using significant unobservable inputs (Level 3) at December 31, 2016 totaling \$1,189, \$360, \$12,313 and \$1,850,978, respectively. A reconciliation of Level 3 investments, including certain disclosures related to significant inputs used in valuing Level 3 investments, is only

WILSHIRE MUTUAL FUNDS, INC.
NOTES TO FINANCIAL STATEMENTS - (CONTINUED)
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presented when the Portfolio has over 1% of Level 3 investments at the beginning and/or end of the period in relation to net assets. It is the Portfolios' policy to recognize transfers between Levels at the end of the reporting period.

Option Transactions – The Wilshire Income Opportunities Fund may purchase and write call and put options on securities, securities indices, swaps (“swaptions”) and foreign currencies, provided such options are traded on a national securities exchange or an over-the-counter market. When the Portfolio writes or purchases a covered call or put option, an amount equal to the premium received is included as a liability in the Portfolio's statement of assets and liabilities. The amount of the liability is subsequently marked-to-market to reflect the current market value of the option. If an option expires on its stipulated expiration date or if the Portfolio enters into a closing purchase transaction, a gain or loss is realized. If a written call option is exercised, a gain or loss is realized for the sale of the underlying security and the proceeds from the sale are increased by the premium originally received. If a written put option is exercised, the cost of the security acquired is decreased by the premium originally received. As a writer of an option, the Portfolio has no control over whether the underlying securities are subsequently sold (call) or purchased (put) and, as a result, bears the market risk of an unfavorable change in the price of the security or index underlying the written option. When the Portfolio purchases a call or put option, an amount equal to the premium paid is included as an investment in the Portfolio's statement of assets and liabilities, and is subsequently marked-to-market to reflect the current market value of the option. If an option expires on the stipulated expiration date or if the Portfolio enters into a closing sale transaction, a gain or loss is realized. If the Portfolio exercises a call, the cost of the security acquired is increased by the premium paid for the call. If the Portfolio exercises a put option, a gain or loss is realized from the sale of the underlying security, and the proceeds from such sale are decreased by the premium originally paid. Written and purchased options are non-income producing securities. The option techniques utilized are generally to hedge against changes in interest rates, foreign currency exchange rates or securities prices in order to establish more definitely the effective return on securities or currencies held or intended to be acquired by the Portfolio, to reduce the volatility of the currency exposure associated with an investment in non-U.S. securities, or as an efficient means of adjusting exposure to the bond, equity and currency markets. As of and during the year ended December 31, 2016, there were no written options transactions.

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NOTES TO FINANCIAL STATEMENTS - (CONTINUED)
December 31, 2016



Reverse Repurchase Agreements – The Wilshire Income Opportunities Fund may enter into reverse repurchase agreements for investment purposes. A reverse repurchase agreement involves the sale of portfolio assets together with an agreement to repurchase the same assets later at a fixed price. At the time the Portfolio enters into a reverse repurchase agreement, the Portfolio segregates cash, cash equivalents, or other liquid assets, including equity securities and debt securities, at least equal in value to the repurchase price. In the event the buyer of securities under a reverse repurchase agreement files for bankruptcy or becomes insolvent, the Portfolio's use of the proceeds under the agreement may be restricted pending a determination by the other party, or its trustee or receiver, whether to enforce the obligation to repurchase the securities. Reverse repurchase agreements outstanding as of December 31, 2016 were as follows:

Counterparty	Reverse Repurchase Agreements					
	Remaining Contractual Maturity of the Agreements					
	Overnight and Continuous	Up to 30 days	30-90 days	Greater than 90 days	Total	Rate
Bank of America						
U.S. Treasury Obligations	\$ (3,056,250)	\$ —	\$ —	\$ —	\$ (3,056,250)	1.10%
Corporate Bonds	—	(1,200,794)	—	—	(1,200,794)	1.15%
U.S. Treasury Obligations	—	(2,979,660)	—	—	(2,979,660)	1.10%
U.S. Treasury Obligations	(1,428,750)	—	—	—	(1,428,750)	(0.25%)
RBC						
U.S. Government Agency Obligations	—	(1,922,000)	—	—	(1,922,000)	1.05%
Corporate Bonds	—	(3,956,625)	—	—	(3,956,625)	1.55%
Corporate Bonds	—	(2,432,375)	—	—	(2,432,375)	1.30%
Total reverse repurchase agreements	<u>\$ (4,485,000)</u>	<u>\$(12,491,454)</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$(16,976,454)</u>	

The following table represents the Portfolio's outstanding reverse repurchase agreements net of the related collateral received by counterparty at December 31, 2016:

Counterparty	Financial Assets	Financial Liabilities	Available for Offset	Collateral Pledged or (Received)*	Net Amount
Reverse repurchase agreements					
Bank of America	\$ —	\$ (8,665,454)	\$ (8,665,454)	\$ 8,665,454	\$ —
RBC	—	(8,311,000)	(8,311,000)	8,311,000	—
Total	<u>\$ —</u>	<u>\$(16,976,454)</u>	<u>\$(16,976,454)</u>	<u>\$ 16,976,454</u>	<u>\$ —</u>

* Collateral pledged is limited to the net outstanding amount from an individual counterparty. The actual collateral amount pledged may exceed the amount and may fluctuate in value.

For the period ended December 31, 2016, the average amount of reverse repurchase agreements outstanding and the daily weighted average interest rate for Wilshire Income Opportunities Fund was \$12,355,795 and 0.44%, respectively.

WILSHIRE MUTUAL FUNDS, INC.
NOTES TO FINANCIAL STATEMENTS - (CONTINUED)
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When-issued and delayed delivery investments – The Wilshire Income Opportunities Fund may purchase or sell securities on a when-issued or delayed-delivery basis and make contracts to purchase or sell securities for a fixed price at a future date beyond customary settlement time. Securities purchased or sold on a when-issued, delayed-delivery or forward commitment basis involve a risk of loss if the value of the security to be purchased declines prior to the settlement date. Although the Portfolio would generally purchase securities on a when-issued, delayed-delivery or forward commitment basis with the intention of acquiring the securities, the Portfolio may dispose of such securities prior to settlement if a sub-adviser deems it appropriate to do so. The Portfolio may dispose of or negotiate a when-issued or forward commitment after entering into these transactions. Such transactions are generally considered to be derivative transactions. The Portfolio will normally realize a capital gain or loss in connection with these transactions. When the Portfolio purchases securities on a when-issued, delayed-delivery or forward commitment basis, the Portfolio's custodian will maintain cash or liquid securities having a value (determined daily) at least equal to the amount of the Portfolio's purchase commitments. In the case of a forward commitment to sell portfolio securities, the custodian will hold the portfolio securities themselves while the commitment is outstanding. These procedures are designed to ensure that the Portfolio will maintain sufficient assets at all times to cover its obligations under when-issued purchases, forward commitments and delayed-delivery transactions. The when-issued market is commonly associated with government bonds that are to be issued as a pending auction. The Portfolio uses when-issued investments as a way to participate in a new issuance. As of, and during the year ended December 31, 2016, the Portfolio held no when-issued or delayed delivery investments.

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 from settlement date. Distributions received on securities that represent a return of capital or capital gain are reclassified as a reduction of cost of investments and/or as a realized gain. The actual character of income, realized gain and return of capital distributions received from Real Estate Investment Trusts ("REITs") is not known until after the end of the fiscal year, at which time such distribution estimates are appropriately adjusted.

Asset-backed and mortgage securities – The Wilshire Income Opportunities Fund may invest in mortgage and asset-backed securities which represent shares in a pool of mortgages or other debt. These securities are generally pass-through securities, which means that principal and interest payments on the underlying securities (less servicing fees) are passed through to owners on a pro rata basis. These securities involve prepayment risk, which is the risk that the underlying mortgages or other debt may be refinanced or paid off before they mature, particularly during periods of declining interest rates. In that case, proceeds from the securities may have to be reinvested at a lower interest rate. This could lower the Portfolio's return and result in losses to the Portfolio if some securities were acquired at a premium. Potential market gains on a security subject to prepayment risk may be more limited than potential market gains on a comparable security that is not subject to prepayment risk. The Portfolio may also invest in collateralized mortgage obligations ("CMOs"). In a CMO, a series of bonds or certificates is issued in multiple classes, which have varying levels of risks.

Foreign currency transactions – The books and records of the Portfolios are maintained in U.S. dollars. Foreign currency transactions are translated into U.S. dollars on the following basis:

- market value of investment securities, other assets and liabilities at the daily rates of exchange and

WILSHIRE MUTUAL FUNDS, INC.
NOTES TO FINANCIAL STATEMENTS - (CONTINUED)
December 31, 2016



- purchases and sales of investment securities, dividend and interest income and certain expenses at the rates of exchange prevailing on the respective dates of such transactions.

Net realized and unrealized gains (losses) from foreign currency related transactions includes gains and losses between trade and settlement dates on securities transactions, gains and losses arising from the sales of foreign currency and gains and losses between the ex-dividend and payment dates on dividends, interest and foreign withholding taxes. The effect of changes in foreign exchange rates on realized and unrealized gains or losses is reflected as a component of such gains or losses.

Forward Foreign Currency Contracts – The Wilshire Income Opportunities Fund may enter into forward foreign currency contracts as hedges against either specific transactions, Portfolio positions or anticipated Portfolio positions. The Portfolio may also engage in currency transactions to enhance the Portfolio's returns. All commitments are "marked-to-market" daily at the applicable foreign exchange rate, and any resulting unrealized gains or losses are recorded currently. The Portfolio realizes gains and losses at the time forward contracts are closed. Unrealized gains or losses on outstanding positions in forward foreign currency contracts held at the close of the period are recognized as ordinary income or loss for federal income tax purposes. Finally, the risk exists that losses could exceed amounts disclosed on the Statements of Assets and Liabilities. As of December 31, 2016, the Portfolio had no outstanding open forward foreign currency contracts.

For the year ended December 31, 2016, the average volume of activity of forward foreign currency contracts was as follows:

Average Monthly Notional Amount Purchased	\$	292,640
Average Monthly Notional Amount Sold		686,593

Over-the-Counter ("OTC") Derivative Contracts – To reduce counterparty risk for OTC transactions, the Wilshire Income Opportunities Fund has entered into master netting arrangements, established within the International Swap Dealers Association, Inc. ("ISDA") master agreements, which allow the Portfolio to make (or to have an entitlement to receive) a single net payment in the event of default (close-out netting) for outstanding payables and receivables for certain OTC positions for each individual counterparty. In addition, the Portfolio may require that certain counterparties post cash and/or securities in collateral accounts to cover their net payment obligations for those derivative contracts subject to ISDA master agreements. If the counterparty fails to perform under these contracts and agreements, the cash and/or securities will be made available to the Portfolio. For financial reporting purposes, the Portfolio does not offset derivative assets and derivative liabilities that are subject to netting arrangements in the Statement of Assets and Liabilities. Bankruptcy or insolvency laws of a particular jurisdiction may impose restrictions on or prohibitions against the right of offset in bankruptcy, insolvency or other events.

Collateral terms are contract-specific for OTC derivatives. For derivatives traded under an ISDA master agreement or other similar agreement, the collateral requirements are typically calculated by netting the mark-to-market amount of each transaction under such agreement and comparing that amount to the value of any collateral currently pledged by the Portfolio or the counterparty.

For financial reporting purposes, cash collateral that has been pledged to cover obligations of the Portfolio, if any, is reported separately as cash pledged as collateral on the Statement of Assets and Liabilities. Non-cash collateral pledged by the Portfolio, if any, is noted in the Schedule of Investments. Generally, the amount of collateral

WILSHIRE MUTUAL FUNDS, INC.
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due from or to a party must exceed a minimum transfer amount before a transfer has to be made. To the extent amounts due to the Portfolio from its counterparties are not fully collateralized, contractually or otherwise, the Portfolio bears the risk of loss from counterparty nonperformance.

The following table presents, by derivative type, the Portfolio's OTC financial derivative instruments net of the related collateral (received)/pledged by counterparty at December 31, 2016:

<u>Counterparty</u>	<u>Financial Derivative Assets</u>	<u>Financial Derivative Liabilities</u>	<u>Derivatives Available for Offset</u>	<u>Collateral Pledged or (Received)*</u>	<u>Net Amount</u>
Forward foreign currency contracts					
Montgomery/Bank of America	\$ 14,226	\$ —	\$ 14,226	\$ —	\$ 14,226
Total	<u>\$ 14,226</u>	<u>\$ —</u>	<u>\$ 14,226</u>	<u>\$ —</u>	<u>\$ 14,226</u>

* Collateral pledged is limited to the net outstanding amount from an individual counterparty. The actual collateral amount pledged may exceed the amount and may fluctuate in value.

Expense policy – Distribution and Service fees directly attributable to Investment Class shares are charged to that class' operating expenses. Expenses of the Portfolios other than Distribution and Service fees are prorated among the classes to which the expense relates based on the relative net assets of each class of shares. Expenses directly attributable to a Portfolio are charged to that Portfolio. Expenses not directly attributable to a Portfolio are allocated proportionately among all Portfolios daily in relation to the net assets of each Portfolio or another reasonable basis. Expenses that are attributable to the Company and the Wilshire Variable Insurance Trust (an affiliated investment company) are allocated across the Company and the Wilshire Variable Insurance Trust based upon relative net assets or another reasonable basis. Expenses and fees, including the advisory fees, are accrued daily and taken into account for the purpose of determining the net asset value of each Portfolio's shares.

Investments in REITs – With respect to the Portfolios, dividend income is recorded based on the income included in distributions received from the REIT investments using published REIT reclassifications including some management estimates when actual amounts are not available. Distributions received in excess of these estimated amounts are recorded as a reduction of the cost of investments or reclassified to capital gains. The actual amounts of income, return of capital, and capital gains are only determined by each REIT after its fiscal year end, and may differ from the estimated amounts.

Distributions to shareholders – Distributions to shareholders are recorded on the ex-dividend date. Distributions from net investment income, if any, are declared and paid annually. The Portfolios' net realized capital gains, unless offset by any available capital loss carryforward, are distributed to shareholders annually. Additional distributions of net investment income and realized capital gains may be made at the discretion of the Board of Directors in order to avoid the application of a 4% non-deductible Federal excise tax.

Master Limited Partnerships ("MLPs") – The Portfolios may invest in MLPs, which are limited partnerships or limited liability companies whose partnership units or limited liability interests are listed and traded on a U.S. securities exchange. MLPs are treated as publicly traded partnerships for federal income tax purposes. To qualify to be treated as a partnership for tax purposes, an MLP must receive at least 90% of its income from qualifying sources as set forth

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NOTES TO FINANCIAL STATEMENTS - (CONTINUED)
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in Section 7704(d) of the Internal Revenue Code of 1986, as amended (the “Code”). These qualifying sources include activities such as the exploration, development, mining, production, processing, refining, transportation, storage and marketing of mineral or natural resources. MLPs generally have two classes of owners, the general partner and limited partners. MLPs that are formed as limited liability companies generally have two analogous classes of owners, the managing member and the members. For purposes of this section, references to general partners also apply to managing members and references to limited partners also apply to members. The general partner is typically owned by a major energy company, an investment fund, the direct management of the MLP, or is an entity owned by one or more of such parties. The general partner may be structured as a private or publicly traded corporation or other entity. The general partner typically controls the operations and management of the MLP through an equity interest in the MLP of as much as 2% plus, in many cases, ownership of common units and subordinated units. Limited partners own the remainder of the MLP through ownership of common units and have a limited role in the MLP’s operations and management.

Redemption fees – The Wilshire International Equity Fund charges a redemption fee of 1% on redemption of capital shares held for sixty days or less, subject to certain exceptions. For the year ended December 31, 2015, the Wilshire International Equity Fund charged \$561 in redemption fees. For the year ended December 31, 2016, the Wilshire International Equity Fund charged \$2,890 in redemption fees.

3. Investment Advisory Fee and Other Transactions.

Pursuant to the Advisory Agreement (the “Agreement”) between the Company and the Adviser, the Adviser charges annual fees of 0.75% of average daily net assets for the first \$1 billion and 0.65% thereafter for the Large Company Growth Portfolio and Large Company Value Portfolio, 0.85% of average daily net assets for the first \$1 billion and 0.75% thereafter for the Small Company Growth Portfolio and Small Company Value Portfolio, 0.10% of the average daily net assets for the first \$1 billion and 0.07% thereafter for the Wilshire 5000 IndexSM Fund, 1.00% of the average daily net assets for the first \$1 billion and 0.90% thereafter for the Wilshire International Equity Fund, and 0.60% of average daily net assets for the Wilshire Income Opportunities Fund.

The Adviser has entered into contractual expense limitation agreements with the Small Company Growth Portfolio, the Small Company Value Portfolio and the Wilshire International Equity Fund to reduce a portion of its management fees or reimburse expenses to limit expenses of such Portfolios (excluding taxes, brokerage expenses, dividend expenses on short securities, and extraordinary expenses) to 1.50% and 1.25% of average daily net assets for Investment Class Shares and Institutional Class Shares, respectively. These agreements to limit expenses continue through at least April 30, 2017. The Adviser may recoup the amount of any fee reduced or expenses reimbursed within three years after the year in which it reduced fees or reimbursed the expenses if the recoupment does not exceed the expense limitation that was in place at the time of the fee reduction or expense reimbursement. At December 31, 2016, the amounts of fee reductions and expense reimbursements subject to recoupment for Small Company Growth Portfolio were \$26,249 expiring in 2019, \$48,753 expiring in 2018 and \$16,159 expiring in 2017. At December 31, 2016, the amounts of fee reductions and expense reimbursements subject to recoupment for Small Company Value Portfolio were \$23,509 expiring in 2019, \$52,909 expiring in 2018 and \$17,655 expiring in 2017. At December 31, 2016, the amounts of fee reductions and expense reimbursements subject to recoupment for Wilshire International Equity Fund were \$144,932 expiring in 2019, \$81,678 expiring in 2018 and \$78,351 expiring in 2017.

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The Adviser has entered into a contractual expense limitation agreements with the Wilshire Income Opportunities Fund to reduce a portion of its management fee or reimburse expenses to limit expenses of the Portfolio (excluding taxes, brokerage expenses, dividend expenses on short securities and extraordinary expenses) to 1.15% and 0.90% of average daily net assets for Investment Class Shares and Institutional Class Shares, respectively. This agreement to limit expenses continues through at least April 30, 2017. At December 31, 2016, the amount of expense reimbursements subject to recoupment for the Wilshire Income Opportunities Fund was \$723 expiring in 2019.

For the year ended December 31, 2016, the Adviser reduced fees or reimbursed expenses as follows:

<u>Portfolio</u>	<u>Fees Reduced/ Reimbursed</u>	<u>Fees Recouped</u>
Small Company Growth Portfolio	\$ 26,249	N/A
Small Company Value Portfolio	23,509	N/A
International Equity Fund	144,932	N/A
Wilshire Income Opportunities Fund	723	N/A

The Board of the Company has approved Los Angeles Capital Management and Equity Research, Inc. (“L.A. Capital”), Victory Capital Management Inc. (“Victory”), Pzena Investment Management, LLC (“Pzena”), Barrow, Hanley, Mewhinney and Strauss, LLC (“BHMS”), Ranger Investment Management, LLC (“Ranger”), NWQ Investment Management Company, LP (“NWQ”), Cambiar Investors, LLC (“Cambiar”), Loomis, Sayles & Company, L.P. (“Loomis Sayles”), DoubleLine® Capital LP (“DoubleLine”), Guggenheim Partners Investment Management, LLC (“Guggenheim”) and WCM Investment Management (“WCM”) (collectively the “Sub-Advisers”) to provide sub-advisory services with respect to the Portfolios. L.A. Capital, Loomis Sayles and Victory each manage a portion of the Large Company Growth Portfolio. L.A. Capital, Pzena and BHMS each manage a portion of the Large Company Value Portfolio. L.A. Capital and Ranger each manage a portion of the Small Company Growth Portfolio. L.A. Capital and NWQ each manage a portion of the Small Company Value Portfolio. L.A. Capital is the sole sub-adviser for the Wilshire 5000 IndexSM Fund. L.A. Capital, Cambiar and WCM each manage a portion of the Wilshire International Equity Fund. DoubleLine® and Guggenheim each manage a portion of the Wilshire Income Opportunities Fund.

The Sub-Advisers are subject to the Adviser’s oversight. The fees of the Sub-Advisers are paid by the Adviser.

DST Systems, Inc. serves as the Company’s transfer agent and dividend disbursing agent. The Northern Trust Company (“NTC”) serves as the Company’s custodian for all Portfolios. Effective October 1, 2016, Ultimus Fund Solutions LLC (the “Administrator”) serves as the Company’s administrator and accounting agent and Ultimus Fund Distributors LLC (the “Distributor”) serves as the Company’s distributor.

Prior to October 1, 2016, SEI Investments Global Funds Services served as the Company’s administrator and accounting agent and SEI Investments Distribution Co. (“SEI”) served as the Company’s distributor.

Officers’ and Directors’ Expenses – Certain officers of the Company are affiliated with and receive remuneration from the Adviser or the Administrator. The Company does not pay any remuneration to its officers. For the year ended December 31, 2016, the Company and the Wilshire Variable Insurance Trust together paid each independent director

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an annual retainer of \$18,000, an annual additional Board chair retainer of \$12,000, a Board in-person meeting fee of \$2,000, a Board telephonic meeting fee of \$1,000, an annual Committee Member retainer of \$8,000 and a Committee telephonic meeting fee of \$500.

4. Distribution Plan, Shareholder Services Plan and Fees Paid Indirectly.

The Directors of the Company have adopted shareholder services and/or distribution plans (the “Plans”) pursuant to Rule 12b-1 under the 1940 Act, for the Investment Class Shares of each Portfolio. Under the Plan, each Portfolio reimburses the Distributor, at an annual rate of up to 0.25% of the value of the average daily net assets attributable to the Investment Class Shares for certain services provided by financial intermediaries or for certain distribution expenses for the purpose of financing any activity intended to result in the sale of Investment Class Shares. For the year ended December 31, 2016, the distribution and service fee expenses incurred for the Investment Class of the Large Company Growth Portfolio, Large Company Value Portfolio, Small Company Growth Portfolio, Small Company Value Portfolio, Wilshire 5000 IndexSM Fund, Wilshire International Equity Fund and Wilshire Income Opportunities Fund was 0.25% of the respective average net assets of each Portfolio.

In addition, Investment Class Shares and Institutional Class Shares pay the expenses associated with certain shareholder servicing arrangements with third parties, provided that payment of such fees does not exceed in any year 0.20% and 0.15% for the Investment and Institutional Class Shares, respectively, of the average net assets of each class. For the year ended December 31, 2016, the net shareholder service provider fees were as follows (as a percent of average net assets of each class):

Portfolio	Investment Class	Institutional Class
Wilshire Large Company Growth Portfolio	0.090%	0.050%
Wilshire Large Company Value Portfolio	0.025%	0.055%
Wilshire Small Company Growth Portfolio	0.070%	0.055%
Wilshire Small Company Value Portfolio	0.080%	0.055%
Wilshire 5000 Index SM Fund	0.060%	0.000%
Wilshire International Equity Fund	0.120%	0.040%
Wilshire Income Opportunities Fund	0.200%	0.055%

Fees paid indirectly – The Company has entered into a brokerage commission recapture program with SEI, pursuant to which a portion of the Portfolios’ commissions generated from transactions directed to SEI are used to reduce the Portfolios’ expenses. Under such program, SEI, as introducing broker, retains a portion of the Portfolios’ commissions.

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Such commissions rebated to the Portfolios for the year ended December 31, 2016 were as follows:

Wilshire Large Company Growth Portfolio	\$	6,299
Wilshire Large Company Value Portfolio		11,674
Wilshire Small Company Growth Portfolio		474
Wilshire Small Company Value Portfolio		4,178
Wilshire 5000 Index SM Fund		203
Wilshire International Equity Fund		—
Wilshire Income Opportunities Fund		—

For the year ended December 31, 2016, SEI retained the following commissions:

Wilshire Large Company Growth Portfolio	\$	2,279
Wilshire Large Company Value Portfolio		4,978
Wilshire Small Company Growth Portfolio		228
Wilshire Small Company Value Portfolio		9,108
Wilshire 5000 Index SM Fund		131
Wilshire International Equity Fund		—
Wilshire Income Opportunities Fund		—

5. Securities Transactions.

For the year ended December 31, 2016, aggregate cost of purchases and proceeds from sales and maturities of securities, other than affiliated investments, short-term investments, short sales and purchases to cover and U.S. Government securities, were as follows:

<u>Portfolio</u>	<u>Purchases</u>	<u>Sales</u>
Wilshire Large Company Growth Portfolio	\$ 184,282,574	\$ 214,105,041
Wilshire Large Company Value Portfolio	343,370,593	293,165,483
Wilshire Small Company Growth Portfolio	41,028,301	40,377,793
Wilshire Small Company Value Portfolio	39,245,105	36,839,590
Wilshire 5000 Index SM Fund	9,988,545	76,386,106
Wilshire International Equity Fund	285,474,435	206,834,603
Wilshire Income Opportunities Fund	335,814,080	105,114,739

Purchases and sales and maturities of U.S. Government securities during the year ended December 31, 2016 were:

<u>Portfolio</u>	<u>Purchases</u>	<u>Sales</u>
Wilshire Income Opportunities Fund	\$ 167,526,025	\$ 134,284,154

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Purchases and sales of affiliated investments for the Wilshire Income Opportunities Fund during the year ended December 31, 2016, and value as of December 31, 2016 were:

<u>Affiliated Investment</u>	<u>Value as of March 30, 2016</u>	<u>Purchases</u>	<u>Proceeds from Sales</u>	<u>Realized Gain</u>	<u>Change in Unrealized Appreciation (Depreciation)</u>	<u>Value as of December 31, 2016</u>	<u>Income Distributions</u>
Guggenheim Floating Rate Strategies Fund	\$ —	\$ 6,021,365	\$ —	\$ —	\$ 27,739	\$ 6,049,104	\$ 21,568
Guggenheim Straregy Fund I	\$ —	\$ 13,852,922	\$ (9,200,000)	\$ 15,724	\$ 30,384	\$ 4,699,030	\$ 73,289

6. Securities Lending.

Each Portfolio may seek additional income by lending its securities on a short-term basis to banks, brokers and dealers in return for cash collateral, which is invested in short-term securities. A Portfolio may return a portion of the interest earned to the borrower or a third party that is unaffiliated with the Company and acting as a “placing broker.” A Portfolio receives compensation for lending securities in the form of fees. A Portfolio also continues to receive dividends on the securities loaned. Security loans are secured at all times by collateral. It is the Company’s policy that the collateral be equal to at least 102% of the market value of the securities loaned (105% if the collateral and securities loaned are denominated in different currencies) plus accrued interest when the transaction is entered into, and that the collateral supporting loans be valued daily. However, due to market fluctuations during the day, the value of securities loaned on a particular day may, during the course of the day, exceed the value of collateral. On each business day, the amount of collateral is adjusted based on the prior day’s market fluctuations and the current day’s lending activity. Gain or loss in the market price of the securities loaned that may occur during the term of the loan are reflected in the value of the Portfolio. The risks from securities lending are that the borrower may not provide additional collateral when required or return the securities when due or when called for by the Portfolio. Lending securities entails a risk of loss to the Portfolio if and to the extent that the market value of securities loans were to increase, the borrower did not increase the collateral accordingly, and the borrower fails to return the securities. NTC, the Portfolios’ custodian, acts as the securities lending agent for the Portfolios. The value of the securities on loan and the value of the related collateral at December 31, 2016 are shown on the Statement of Assets and Liabilities. The Northern Trust Institutional Liquid Asset Portfolio was purchased with proceeds from collateral received from securities on loan. Securities on loan are also collateralized by various U.S. Treasury obligations. The following table represents each type of collateral received from securities on loan as of December 31, 2016 for each Fund:

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	Collateral Received		
	Northern Trust Institutional Liquid Asset Portfolio	U.S. Treasury Obligations	Total
Large Company Growth Portfolio	\$ 7,815,619	\$ 15,374,737	\$ 23,190,356
Large Company Value Portfolio	4,729,193	9,915,530	14,644,723
Small Company Growth Portfolio	2,128,325	2,721,691	4,850,016
Small Company Value Portfolio	2,227,822	1,431,817	3,659,639
Wilshire 5000 Index SM Fund	4,582,659	5,762,862	10,345,521
Wilshire International Equity Fund	8,828,715	11,735,202	20,563,917

The Wilshire Income Opportunities Fund did not utilize securities lending as of December 31, 2016.

7. Significant Shareholder Activity.

On December 31, 2016, the Portfolios had the following concentrations of shareholders holding 10% or more of the outstanding shares of the Portfolios. These represent omnibus shareholder accounts comprised of many individual shareholders.

Portfolio

Large Company Growth Portfolio (3 omnibus shareholders)	59%
Large Company Value Portfolio (3 omnibus shareholder)	67%
Small Company Growth Portfolio (3 omnibus shareholders)	66%
Small Company Value Portfolio (3 omnibus shareholders)	66%
Wilshire 5000 Index SM Fund (2 omnibus shareholders)	45%
Wilshire International Equity Fund (2 omnibus shareholders)	67%
Wilshire Income Opportunities Fund (3 omnibus shareholders)	77%

8. Tax Information.

No provision for federal income taxes is required because each Portfolio has qualified and intends to continue to qualify, as a regulated investment company under Subchapter M of the Code and distributes to shareholders all of its taxable income and gains. Federal income tax regulations differ from GAAP; therefore, distributions determined in accordance with tax regulations may differ in amount or character from net investment income and realized gains for financial reporting purposes. Financial reporting records are adjusted for permanent book/tax differences to reflect tax character. Financial records are not adjusted for temporary differences.

The Portfolios evaluate tax positions taken or expected to be taken in the course of preparing the Portfolios' tax returns to determine whether it is "more-likely than-not" (i.e., greater than 50 percent) that each tax position will be sustained upon examination by a taxing authority based on the technical merits of the position. Tax positions not deemed to meet the more-likely-than-not threshold are recorded as a tax benefit or expense in the current

WILSHIRE MUTUAL FUNDS, INC.
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year. The Portfolios did not record any tax provision in the current period. However, management's conclusions regarding tax positions taken may be subject to review and adjustment at a later date based on factors including, but not limited to, examination by tax authorities (i.e., the last 3 tax year ends, as applicable), on-going analysis of and changes to tax laws, regulations and interpretations thereof.

The federal tax cost, unrealized appreciation and depreciation at December 31, 2016 for each Portfolio are as follows:

Portfolio	Large Company Growth Portfolio	Large Company Value Portfolio	Small Company Growth Portfolio	Small Company Value Portfolio	Wilshire 5000 IndexSM Fund	Wilshire International Equity Fund	Wilshire Income Opportunities Fund
Tax Cost	\$172,132,828	\$160,859,529	\$31,055,600	\$34,542,396	\$70,868,137	\$267,397,240	\$417,620,838
Aggregate gross unrealized appreciation	\$56,126,590	\$33,689,640	\$8,794,225	\$9,528,623	\$110,022,780	\$23,321,042	\$4,340,785
Aggregate gross unrealized depreciation	(6,036,893)	(4,423,336)	(611,871)	(1,121,356)	(2,848,382)	(11,425,042)	(8,428,875)
Net unrealized appreciation (depreciation)	\$50,089,697	\$29,266,304	\$8,182,354	\$8,407,267	\$107,174,398	\$11,896,000	\$(4,088,090)

The differences between book and tax-basis unrealized appreciation (depreciation) are attributable primarily to the tax deferral of losses on wash sales, investment in passive foreign investment companies, investments in Master Limited Partnerships and investment in Grantor Trusts.

As of December 31, 2016, Wilshire International Equity Fund had the following capital loss carryforwards ("CLCFs") for federal income tax purposes which do not expire:

Portfolio	Short-Term Loss	Long-Term Loss	Total
Wilshire International Equity Fund	\$16,807,563	\$3,761,340	\$20,568,903

These CLCFs may be utilized in future years to offset net realized capital gains, if any, prior to distributing such gains to shareholders.

During the year ended December 31, 2016, the Wilshire 5000 IndexSM Fund utilized capital loss carryforwards of \$21,738,354, to offset current year capital gains.

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Late year losses represent net qualified late year ordinary losses and specified net capital losses incurred after October 31, 2016. These losses are deemed to arise on the first day of the Portfolio's next taxable year. For the year ended December 31, 2016, the following Portfolios intend to defer late year losses to January 1, 2017 for federal income tax purposes:

Portfolio	Late Year Ordinary Losses	Post-October Losses
Wilshire International Equity Fund	\$ (2,452)	\$ —
Wilshire Income Opportunities Fund	—	(901,116)

The tax character of distributions declared during the years ended December 31, 2016 and 2015 were as follows:

Portfolio	2016 Ordinary Income	2016 Long-Term Capital Gains	2016 Return of Capital	2015 Ordinary Income	2015 Long-Term Capital Gains	2015 Return of Capital
Large Company Growth Portfolio	\$ 5,499,968	\$ 18,867,521	\$ —	\$ 73,052	\$ 23,416,653	\$ —
Large Company Value Portfolio	8,155,226	4,651,885	—	1,572,836	6,386,245	—
Small Company Growth Portfolio	1,364,686	2,604,047	—	—	1,487,042	—
Small Company Value Portfolio	1,222,049	2,391,817	—	456,140	1,181,754	—
Wilshire 5000 Index SM Fund	3,645,085	7,100,418	—	3,154,520	—	—
Wilshire International Equity Fund	4,811,640	—	—	1,756,414	—	—
Wilshire Income Opportunities Fund	10,683,057	290,797	6,343	N/A	N/A	N/A

At December 31, 2016, the components of distributable earnings (accumulated deficit) on a tax basis were as follows:

Portfolio	Large Company Growth Portfolio	Large Company Value Portfolio	Small Company Growth Portfolio	Small Company Value Portfolio	Wilshire 5000 IndexSM Fund	Wilshire International Equity Fund	Wilshire Income Opportunities Fund
Undistributed ordinary income	\$ 287,871	\$ 2,647,713	\$ 659,938	\$ 1,049,785	\$ —	\$ —	\$ —
Undistributed long-term capital gains	1,623,993	607,786	648,300	552,352	2,092,866	—	—
Capital loss carryforwards	—	—	—	—	—	(20,568,903)	—
Late year losses	—	—	—	—	—	(2,452)	(901,116)
Unrealized appreciation (depreciation)	50,089,697	29,266,304	8,182,354	8,407,267	107,174,398	11,867,873	(4,088,093)
Total distributable earnings (accumulated deficit)	<u>\$ 52,001,561</u>	<u>\$ 32,521,803</u>	<u>\$ 9,490,592</u>	<u>\$ 10,009,404</u>	<u>\$ 109,267,264</u>	<u>\$ (8,703,482)</u>	<u>\$ (4,989,209)</u>

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GAAP requires that certain components of net assets be reclassified between financial and income tax reporting. These reclassifications are primarily due to investments in real estate investment trusts, sales of passive foreign investment companies, investments in Master Limited Partnerships, investments in Grantor Trusts, the reclassification of net operating losses and the reclassification of distributions paid. These reclassifications have no effect on net assets or the net asset value per share. As of December 31, 2016, the Portfolios made the following reclassifications:

Portfolio	Large Company Growth Portfolio	Large Company Value Portfolio	Small Company Growth Portfolio	Small Company Value Portfolio	Wilshire 5000 IndexSM Fund	Wilshire International Equity Fund	Wilshire Income Opportunities Fund
Paid-in capital	\$ (6)	\$ (5)	\$ (2)	\$ (1)	\$ 11	\$ (5)	\$ (525,927)
Undistributed net investment income (accumulated net investment loss)	10	13	146,584	3,092	136,256	645,183	(268,638)
Accumulated net realized gains (losses) on investments sold and foreign currency transactions	(4)	(8)	(146,582)	(3,091)	(136,267)	(645,178)	794,565

9. In-Kind Transfers.

During the year ended December 31, 2016, Wilshire Income Opportunities Fund issued shares of beneficial interest to Wilshire Global Allocation Fund, an affiliated fund, through an affiliated in-kind transfer of investment securities and cash. The securities were transferred at their current value on the date of the transaction.

Receiving Portfolio	Contributing Portfolio	Date of Transfer	Value of Investment Securities	Cash	Total Assets	Shares Issued
Wilshire Income Opportunities Fund	Wilshire Variable Insurance Trust Global Allocation Fund	3/30/2016	\$156,418,546	\$(13,659,576)	\$142,758,970	14,275,906

10. Indemnifications.

In the normal course of business, the Company, on behalf of the Portfolios, enters into contracts that provide general indemnifications. The Portfolios' maximum exposure under these arrangements is dependent on claims that may be made against the Portfolios in the future and, therefore, cannot be estimated; however, based on experience, the risk of material loss from such claims is considered remote.

11. Risks.

Asset-Backed Securities (“ABS”) Risk – Investors in ABS, including mortgage-backed securities (“MBS”) and structured finance investments, generally receive payments that are part interest and part return of principal. These payments may vary based on the rate at which the underlying borrowers pay off their loans or other future expected receivables of assets or cash flows. Some ABS, including MBS, may have structures that make their reaction to interest rates and other factors difficult to predict, making them subject to liquidity risk.

Collateralized debt obligation (“CDO”) risk – A CDO is an ABS whose underlying collateral is typically a portfolio of bonds, bank loans, other structured finance securities and/or synthetic instruments. Investors in CDOs bear the credit risk of the underlying collateral. Multiple tranches of securities are issued by the CDO, offering investors various maturity and credit risk characteristics. Tranches are categorized as senior, mezzanine, and subordinated/equity, according to their degree of risk. If there are defaults or the CDO’s collateral otherwise underperforms, scheduled payments to senior tranches take precedence over those of mezzanine tranches, and scheduled payments to mezzanine tranches take precedence over those to subordinated/equity tranches. CDOs are subject to the same risk of prepayment described for certain mortgage-related and ABS, and are subject to credit risk, interest rate risk and default risk. The market value of CDOs may be affected by changes in the market’s perception of the creditworthiness of the servicing agent for the pool or the originator.

Forward contracts risk – There may be an imperfect correlation between the price of a forward contract and the underlying security, index or currency which will increase the volatility of the Wilshire Income Opportunities Fund. The Portfolio bears the risk of loss of the amount expected to be received under a forward contract in the event of the default or bankruptcy of a counterparty. If such a default occurs, the Portfolio will have contractual remedies pursuant to the forward contract, but such remedies may be subject to bankruptcy and insolvency laws that could affect the Portfolio’s rights as a creditor. Forward currency transactions include risks associated with fluctuations in foreign currency.

Interest rate risk – For debt securities, interest rate risk is the possibility that the market price will fall because of changing interest rates. In general, debt securities’ market prices rise or fall inversely to changes in interest rates. If interest rates rise, bond market prices generally fall; if interest rates fall, bond market prices generally rise. In addition, for a given change in interest rates, the market price of longer-maturity bonds fluctuates more (gaining or losing more in value) than shorter-maturity bonds. There may be less governmental intervention in influencing interest rates in the near future. If so, it could cause an increase in interest rates, which would have a negative impact on the market prices of fixed income securities and could negatively affect a Portfolio’s NAV.

Credit risk – A Portfolio’s debt instruments are subject to credit risk, which is the risk that an issuer will be unable, or will be perceived to be unable, to repay its obligations at maturity. Funds that invest primarily in high quality securities generally are subject to less credit risk than funds that invest in lower quality securities. Certain securities are backed by credit enhancements from various financial institutions and financial guarantee assurance agencies. These credit enhancements reinforce the credit quality of the individual securities; however, if any of the financial institutions or financial guarantee assurance agencies’ credit quality should deteriorate, it could cause the individual security’s credit quality to change. Additionally, if a Portfolio concentrates its credit enhancements in any one financial institution, the risk of credit quality deterioration increases. The value of ABS may be affected

by the credit risk of the servicing agent for the pool, the originator of the loans or receivables, or the financial institution(s) providing the credit support. In addition to credit risk, ABS and other securities with early redemption features are subject to pre-payment risk. During periods of declining interest rates, prepayment of loans underlying ABS can be expected to accelerate or an issuer may retire an outstanding bond early to reduce interest costs. A Portfolio's ability to maintain positions in such securities will be affected by reductions in the principal amount of such securities resulting from prepayments, and its ability to reinvest the returns of principal at comparable yields is subject to generally prevailing interest rates at that time.

Counterparty credit risk – Counterparty credit risk is the risk that a counterparty to a financial instrument will fail on a commitment that it has entered into with a Portfolio. A Portfolio's sub-adviser seeks to minimize counterparty credit risk by monitoring the creditworthiness of each counterparty on an ongoing basis.

Foreign security risk – The Wilshire International Equity Fund and Wilshire Income Opportunities Fund invest in securities of foreign issuers in various countries. These investments may involve certain considerations and risks not typically associated with investments in the United States as a result of, among other factors, the possibility of future political and economic developments and the level of governmental supervision and regulation of securities markets in the respective countries. The market values of the Portfolios' investments will change in response to interest rate changes and other factors. During periods of falling interest rates, the values of fixed income securities generally rise. Conversely, during periods of rising interest rates, the values of such securities generally decline. Changes by recognized rating agencies in the ratings of any fixed income security and in the ability of an issuer to make payments of interest and principal may also affect the value of these investments. Also, the ability of the issuers of debt securities held by the Portfolios to meet their obligations may be affected by economic and political developments in a specific country, industry or region.

Investments in Loans Risk – Investments in loans involve special types of risks, including credit risk, interest rate risk, counterparty risk and prepayment risk. Loans may offer a fixed or floating interest rate. Loans are often generally below investment grade and may be unrated. Loans may be difficult to value and some can be subject to liquidity risk.

A more complete description of risks is included in each Portfolio's prospectus and SAI.

12. Contingencies.

The Wilshire 5000 IndexSM Fund was named as a defendant and a putative member of a proposed defendant class of shareholders in a lawsuit filed on December 7, 2010, in the U.S. Bankruptcy Court for the District of Delaware and on March 6, 2012, in the District Court for the Southern District of New York, in connection with Tribune Company's Chapter 11 bankruptcy proceeding. The 2010 lawsuit was brought by the official Committee of Unsecured Creditors of the Tribune Company and the 2012 lawsuit was brought by Deutsche Bank, as trustee for senior noteholders of Tribune Company. Both lawsuits relate to a leveraged buyout transaction by which Tribune Company converted to a privately-held company in 2007 less than a year prior to Tribune Company's bankruptcy filing. The putative defendant class is comprised of beneficial owners of shares of Tribune Company who meet certain jurisdictional requirements and received proceeds of the leveraged buyout. The plaintiffs seek to recover those proceeds, together with interest and attorneys' fees and expenses, as fraudulent transfers under

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the Bankruptcy Act or various state laws, respectively. On September 2013, the District Court dismissed the 2012 lawsuit and in March 2016 the Second Circuit Court of Appeals affirmed this decision. The 2010 lawsuit continues in the District Court. The Adviser does not expect the Portfolio to be materially impacted by the lawsuits.

13. Subsequent Event Evaluation.

The Portfolios have evaluated the need for additional disclosures and/or adjustments resulting from subsequent events through the date these financial statements were issued. Based on this evaluation, no additional disclosures and/or adjustments were required to these financial statements.

WILSHIRE MUTUAL FUNDS, INC.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM



To the Board of Directors of Wilshire Mutual Funds, Inc. and the Shareholders of Large Company Growth Portfolio, Large Company Value Portfolio, Small Company Growth Portfolio, Small Company Value Portfolio, Wilshire 5000 IndexSM Fund, Wilshire International Equity Fund, and Wilshire Income Opportunities Fund:

In our opinion, the accompanying statements of assets and liabilities, including the condensed schedules of investments and with respect to the Wilshire Income Opportunities Fund, the schedule of investments, and the related statements of operations and of changes in net assets and the financial highlights present fairly, in all material respects, the financial position of the Large Company Growth Portfolio, Large Company Value Portfolio, Small Company Growth Portfolio, Small Company Value Portfolio, Wilshire 5000 IndexSM Fund, Wilshire International Equity Fund, and Wilshire Income Opportunities Fund (seven portfolios or funds constituting the Wilshire Mutual Funds, Inc., hereafter referred to as the "Portfolios") as of December 31, 2016, the results of each of their operations for the year then ended, and with respect to the Wilshire Income Opportunities Fund from March 30, 2016 (commencement of operations) through December 31, 2016, the changes in each of their net assets each of the periods indicated and the financial highlights for each of the periods indicated, in conformity with accounting principles generally accepted in the United States of America. These financial statements and financial highlights (hereafter referred to as "financial statements") are the responsibility of the Portfolios' management. Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these financial statements in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits, which included confirmation of securities as of December 31, 2016 by correspondence with the custodian and brokers, provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP

February 28, 2017

WILSHIRE MUTUAL FUNDS, INC.
ADDITIONAL FUND INFORMATION (UNAUDITED)



The Board of Directors has responsibility for the overall management and operations of the Company. The Board establishes the Company's policies and meets regularly to review the activities of the officers, who are responsible for the day-to-day operations of the Company.

Set forth below are the names of the Directors and executive officers of the Company, their ages, positions and terms of office, their principal occupations during the past five years, and other directorships held by them. The address of each Director and Officer is 1299 Ocean Avenue, Suite 700, Santa Monica, California 90401.

Name and Age	Position Held with the Company	Term of Office⁽¹⁾ and Length of Time Served	Principal Occupations During the Past Five Years	Number of Funds/ Funds in Complex Overseen by Director	Other Directorships Held by Director
INTERESTED DIRECTOR					
John C. Hindman, 46	Director	Since 2014	President, Wilshire Associates; formerly, Executive Vice President, Allianz Global Investors of America	11	Wilshire Associates; Wilshire Variable Insurance Trust (4 Funds)
NON-INTERESTED DIRECTORS					
Roger A. Formisano, 67	Director	Since 2006	Vice President, University Medical Foundation, 2006- Present; formerly Director, The Center for Leadership and Applied Business, UW-Madison School of Business; Principal, R.A. Formisano & Company, LLC	11	Integrity Mutual Insurance Company, Wilshire Variable Insurance Trust (4 Funds)
Edward Gubman, 65	Director	Since 2011	Founder and Principal, Strategic Talent Solutions	11	Wilshire Variable Insurance Trust (4 Funds)
Suane K. Luhn, 62	Director	Since 2008	Retired; formerly Chief Compliance Officer, Bahl & Gaynor (investment adviser) (1990 to 2006)	11	Wilshire Variable Insurance Trust (4 Funds)
George J. Zock, 65	Director, Chairman of the Board	Since 2006	Independent Consultant	11	Wilshire Variable Insurance Trust (4 Funds), Armed Forces Insurance Exchange

WILSHIRE MUTUAL FUNDS, INC.
ADDITIONAL FUND INFORMATION (UNAUDITED) - (CONTINUED)



Name and Age	Position Held with the Company	Term of Office⁽¹⁾ and Length of Time Served	Principal Occupations During the Past Five Years
OFFICERS			
Jason Schwarz, 42	President	Since 2012	President, Wilshire Funds Management Group (Since 2005).
Reena S. Lalji, 45	Secretary	Since 2009	Managing Director and General Counsel, Wilshire Associates Incorporated
Benkai Boucy, 46	Chief Compliance Officer	Since 2015	Chief Compliance Officer, Wilshire Associates Incorporated. (Since 2012); Attorney, Benkai Bouey, Attorney at Law (2010-2013)
Michael Wauters, 51	Treasurer	Since 2009	Chief Financial Officer, Wilshire Associates Incorporated (Since 2009)
Nathan R. Palmer, 41	Vice President	Since 2011	Managing Director, Wilshire Associates Incorporated
Josh Emanuel, 36	Vice President	Since 2015	Managing Director of Wilshire Associates Incorporated and Chief Investment Officer of Wilshires Funds Management (since 2015); Chief Investment Officer of The Elements Financial Group, LLC (2010-2015)
Elizabeth Yakes, 32	Vice President	Since 2015	Vice President of Wilshire Associates Incorporated and Portfolio Manager of Wilshire Funds Management

⁽¹⁾ *Each director serves until the next shareholders' meeting (and until the election and qualification of a successor), or until death, resignation, removal or retirement which takes effect no later than May 1 following his or her 70th birthday. Officers are elected by the board on an annual basis to serve until their successors have been elected and qualified.*

The Company's Statement of Additional Information includes additional information about the Directors and Officers of the Company and is available, without charge, upon request, by calling 1-888-200-6796.

WILSHIRE MUTUAL FUNDS, INC.
ADDITIONAL FUND INFORMATION (UNAUDITED) - (CONTINUED)



Information on Proxy Voting

The Securities and Exchange Commission (“SEC”) has adopted the requirement that all funds file their complete proxy voting records with the SEC on an annual basis on Form N-PX. Such filing, for the 12-month period ended June 30, must be made no later than August 31 of each year.

A description of policies and procedures that the Portfolios use to determine how to vote proxies relating to portfolio securities, along with each Portfolio’s proxy voting record relating to portfolio securities held during most recent 12-month period ended June 30 is available at no charge, upon request by calling 1-888-200-6796, by e-mailing us at <http://advisor.wilshire.com> or on the SEC’s website at <http://www.sec.gov>.

Information on Form N-Q

The Company files its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q within sixty days after the end of period. The Company’s Forms N-Q are available on the SEC’s website at <http://www.sec.gov>, and may be reviewed and copied at the SEC’s Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-202-551-8090.

Householding Policy

In order to reduce printing and mailing expenses, only one copy of each prospectus, annual and semi-annual report will be sent to all related accounts at a common address, unless you have indicated otherwise on your Account Application. Shareholders may revoke their consent to householding at any time by calling 1-888-200-6796. Upon receipt of a shareholder’s revocation, the Company will begin mailing individual copies of the above-referenced documents to the shareholder’s attention within 30 days.

WILSHIRE MUTUAL FUNDS, INC.
TAX INFORMATION (UNAUDITED)



For the year ended December 31, 2016, the Portfolios designated the following long-term capital gain distributions:

<u>Portfolio</u>	<u>Amount</u>
Large Company Growth Portfolio	\$ 18,867,521
Large Company Value Portfolio	\$ 4,651,885
Small Company Growth Portfolio	\$ 2,604,047
Small Company Value Portfolio	\$ 2,391,817
Wilshire 5000 Index SM Fund	\$ 7,100,418
Wilshire International Equity Fund	\$ —
Wilshire Income Opportunities Fund	\$ 290,797

Of the distributions made by the following Portfolios, the corresponding percentages represent the amount of each distribution which will qualify for the dividends received deduction available to corporate shareholders:

<u>Portfolio</u>	<u>Percentage</u>
Large Company Growth Portfolio	43.84%
Large Company Value Portfolio	29.18%
Small Company Growth Portfolio	7.05%
Small Company Value Portfolio	8.60%
Wilshire 5000 Index SM Fund	84.43%
Wilshire International Equity Fund	0.00%
Wilshire Income Opportunities Fund	0.00%

Pursuant to the Jobs and Growth Tax Relief Reconciliation Act of 2003, and as extended by Tax Relief, Unemployment Insurance Reauthorization and Jobs Creation Act of 2010, the Portfolios designate the following percentages of their income dividends distributed in 2016 as qualified dividend income as defined in Section 1(h)(II) of the Internal Revenue Code.

<u>Portfolio</u>	<u>Percentage</u>
Large Company Growth Portfolio	35.45%
Large Company Value Portfolio	31.52%
Small Company Growth Portfolio	6.79%
Small Company Value Portfolio	6.75%
Wilshire 5000 Index SM Fund	94.98%
Wilshire International Equity Fund	46.99%
Wilshire Income Opportunities Fund	0.00%

WILSHIRE MUTUAL FUNDS, INC.
TAX INFORMATION (UNAUDITED) - (CONTINUED)



Pursuant to the American Jobs Creation Act of 2004, and as extended by Tax Relief, Unemployment Insurance Reauthorization and Jobs Creation Act of 2010, the Portfolios listed below designate the following percentages of short-term capital gain distributions as qualified short-term capital gain that is exempt from U.S withholding tax when paid to foreign investors.

<u>Portfolio</u>	<u>Percentage</u>
Large Company Growth Portfolio	35.45%
Large Company Value Portfolio	31.52%
Small Company Growth Portfolio	6.79%
Small Company Value Portfolio	6.75%
Wilshire 5000 Index SM Fund	0.00%
Wilshire International Equity Fund	0.00%
Wilshire Income Opportunities Fund.	0.00%

Foreign Tax Credit Pass Through

The Portfolios intend to elect to pass through to shareholders the income tax credit for taxes paid to foreign countries. The Wilshire International Equity Fund's foreign source income per share was \$0.24 and the foreign tax expense per share was \$0.03. The pass-through of the foreign tax credit will only affect those persons who are shareholders on the dividend record date in December 2016. These shareholders will receive more detailed information along with their 2016 Form 1099-DIV.

WILSHIRE MUTUAL FUNDS, INC.

BOARD APPROVAL OF ADVISORY AND SUBADVISORY AGREEMENTS (UNAUDITED)



During the six months ended December 31, 2016, the Board of Directors (the “Board”) of Wilshire Mutual Funds, Inc. (the “Company”) approved the renewal for an additional one-year term of the Company’s advisory agreement (the “Advisory Agreement”) with Wilshire Associates Incorporated (“Wilshire” or the “Adviser”) with respect to each of the Large Company Growth Portfolio, Large Company Value Portfolio, Small Company Growth Portfolio, Small Company Value Portfolio, Wilshire 5000 Index Fund and Wilshire International Equity Fund (the “Funds”). The Board also approved the renewal for additional one-year terms of Wilshire’s subadvisory agreements with each of the following subadvisers: Cambiar Investors, LLC (“Cambiar”) with respect to the Wilshire International Equity Fund; Loomis, Sayles & Company, L.P. (“Loomis Sayles”) with respect to the Large Company Growth Portfolio; Los Angeles Capital Management and Equity Research, Inc. (“LA Capital”) with respect to each of the Small Company Value Portfolio, Small Company Growth Portfolio, Large Company Value Portfolio, Large Company Growth Portfolio, Wilshire International Equity Fund and Wilshire 5000 Index Fund, NWQ Investment Management Company, LLC (“NWQ”) with respect to the Small Company Value Portfolio, Pzena Investment Management, LLC (“Pzena”) with respect to the Large Company Value Portfolio, Ranger Investment Management, L.P. (“Ranger”) with respect to the Small Company Growth Portfolio, Victory Capital Management, Inc. (“Victory”) with respect to the Large Company Growth Portfolio, and WCM Investment Management (“WCM”) with respect to the Wilshire International Equity Fund. In the following text, the subadvisers are referred to as “Subadvisers” and the subadvisory agreements between Wilshire and each Subadviser are referred to as “Subadvisory Agreements.”

The information in this summary outlines the Board’s considerations associated with its approval of the Advisory Agreement and the Subadvisory Agreements. In connection with its deliberations regarding the continuation of these relationships, the Board considered such information and factors as it believed to be relevant. As described below, the Board considered the nature, extent and quality of the services performed by Wilshire and the Subadvisers under the existing advisory and subadvisory arrangements, respectively; with respect to Wilshire, comparative fees and expense ratios; the profits to be realized by Wilshire and the Subadvisers; the extent to which Wilshire and the Subadvisers realize economies of scale; and whether any fall-out benefits are being realized by Wilshire and the Subadvisers. In considering these matters, the Board was advised with respect to relevant legal standards by independent legal counsel. In addition, the Directors who are not “interested persons” of the Company as defined in the Investment Company Act of 1940 (the “Independent Directors”) discussed the renewal of the Advisory Agreement with management and in private sessions with independent legal counsel at which no representatives of Wilshire were present and discussed the approval of the Subadvisory Agreements with management and in private sessions with counsel at which no representatives of the Subadvisers were present.

As required by the Investment Company Act of 1940, each approval was confirmed by a vote of the Independent Directors. In deciding to approve the Advisory Agreement and the Subadvisory Agreements, the Board did not identify any single factor as controlling and this summary does not describe all of the matters considered. However, the Board concluded that each of the various factors referred to below favored such approval.

Information Requested and Received

The Board, including all the Independent Directors, considered the approval of the Subadvisory Agreements pursuant to a process that concluded at the Board’s August 24, 2016 meeting and the renewal of the Advisory Agreement pursuant to a process that concluded at the Board’s November 10-11, 2016 meeting, in each case following an extensive process. At the direction of the Independent Directors, independent legal counsel sent memoranda to the Adviser requesting information regarding the Subadvisory Agreements and the Advisory Agreement to be provided to the Directors in advance of the Board’s meetings held on August 15 16, 2016 and November 10-11, 2016, respectively.

In response to the requests for information, the Directors received information from the Adviser as to each of the Funds describing: (i) the nature, extent and quality of services provided; (ii) the investment performance of each Fund as provided by Wilshire based upon data gathered from the Morningstar Direct database (“Morningstar”), along with the

WILSHIRE MUTUAL FUNDS, INC.

BOARD APPROVAL OF ADVISORY AND SUBADVISORY AGREEMENTS (UNAUDITED) - (CONTINUED)



comparison to its benchmark index; (iii) the costs of services provided and estimated profits realized by the Adviser; (iv) the extent to which economies of scale are realized; (v) whether fee levels reflect any economies of scale realized by the Adviser and any sharing of such for the benefit of Fund shareholders; (vi) comparisons of services rendered and amounts paid by other registered investment companies as provided by Wilshire based upon data gathered from Morningstar; and (vii) benefits realized by the Adviser from its relationship with each Fund. The Directors received information from the Adviser regarding the factors underlying its recommendations to approve each Subadvisory Agreement. The Directors also received information from each Subadviser as to each Fund it managed describing: (i) the nature, extent and quality of services provided, (ii) the investment performance of the Subadviser in connection with the Fund; (iii) the financial condition of the Subadviser, (iv) the extent to which economies of scale are realized as a Fund grows, (v) whether fee levels reflect any possible economies of scale for the benefit of Fund shareholders, (vi) where applicable, comparisons of services rendered and amounts paid by other registered investment companies and any comparable advisory clients, and (vii) benefits realized by the Subadviser from its relationship with the Fund. At each meeting, the Independent Directors also received a memorandum from independent legal counsel describing their duties in connection with contract approvals, and they were assisted in their review by such counsel.

As a part of its evaluation, the Board considered the assessment of performance made by the Investment Committee (which is comprised solely of Independent Directors), which met on August 15, 2016 and November 10, 2016 to review data on the Subadvisers' performance and the data Wilshire had prepared on performance, respectively. Based upon its evaluation of all materials provided, the Board concluded that it was in the best interests of each Fund to approve the Advisory Agreement and the Subadvisory Agreements.

Nature, Extent and Quality of Services – Wilshire

With respect to the nature, extent and quality of services provided by the Adviser, the Board reviewed the functions currently performed by the Adviser. The Board considered the experience and skills of the senior management leading fund operations, the experience and skills of the personnel performing the functions under the Advisory Agreement and the resources made available to such personnel. The Board determined that the current personnel had the requisite skill sets. The Board also considered the compliance program established by the Adviser and the level of compliance maintained for the Funds. The Board reviewed the processes used by the Adviser to select, monitor and replace subadvisers, as well as the Adviser's revised processes and policies for addressing conflicts of interest. The Board concluded that the Adviser was successful in negotiating favorable subadvisory agreements on behalf of the Funds and that the Adviser had a robust system in place for selecting, monitoring and terminating subadvisers, which system appeared to be reasonable. The Board also reviewed the Adviser's financial condition, and considered the financial support provided by the Adviser to the Small Company Growth Portfolio, the Small Company Value Portfolio and the Wilshire International Equity Fund through expense limitation agreements. Based upon all relevant factors, the Board concluded that the nature, quality and extent of the services provided by the Adviser to each Fund support renewal of the contract.

The Board reviewed information on the performance of each Fund's Investment Class Shares for the annualized one-, three-, five- and ten-year periods ended September 30, 2016, as applicable, along with performance information of a peer group of funds determined by Wilshire based upon the Morningstar database and in comparison to its benchmark for the same periods.

For the Large Company Growth Portfolio, the Board noted that the Fund outperformed the median of its peer group for the one-, three-, five- and ten-year periods and its benchmark for the one-year period.

For the Large Company Value Portfolio, the Board noted that the Fund underperformed the median of its peer group for the one-, three- and ten-year periods and underperformed its benchmark for all periods reviewed but outperformed the median of its peer group for the five-year period, and ranked in the third or fourth quintiles relative to its peers for the

WILSHIRE MUTUAL FUNDS, INC.

BOARD APPROVAL OF ADVISORY AND SUBADVISORY AGREEMENTS (UNAUDITED) - (CONTINUED)



other periods (the first quintile being the best performers and the fifth quintile being the worst performers). The Board took into consideration the Adviser's explanation for the recent underperformance and the steps taken by the Adviser to improve performance.

For the Small Company Growth Portfolio, the Board noted that the Fund outperformed the median of its peer group and benchmark for all periods reviewed.

For the Small Company Value Portfolio, the Board noted that the Fund outperformed the median of its peer group for the one-, three-, five- and ten-year periods and outperformed its benchmark for the three- five- and ten-year periods.

For the Wilshire 5000 Index Fund, the Board noted that, although the Fund underperformed its benchmark for the one-, three-, five- and ten-year periods and the Fund's tracking error to the Wilshire 5000 Index was higher than the median of its peer group for the five- and ten-year periods, the Fund's tracking error to the Wilshire 5000 Index was the same as the median of its peer group for the one- and three-year periods and underperformance relative to the benchmark was primarily due to the Fund's expenses.

For the Wilshire International Equity Fund, the Board noted that the Fund changed its investment mandate from a domestic large cap core fund to an international large cap fund in April 2013 and changed its benchmark to the MSCI ACW-ex U.S. Index at the same time so annualized peer returns and performance relative to the Index are not comparable for the five-year period. The Board also noted that the Wilshire International Equity Fund outperformed the median of its peer group and benchmark for the one- and three-year periods.

Based upon the above performance, the Board determined that it was in the best interests of the Funds to continue the Advisory Agreement.

Advisory Fees

The Board reviewed each Fund's advisory fee and total expense ratio for Investment Class Shares and reviewed information comparing the advisory fee and total expense ratio to those of the peer group of funds. For each Fund other than the Large Company Growth Portfolio and the Large Company Value Portfolio, the actual advisory fee was below the median. With respect to the Large Company Growth Portfolio and the Large Company Value Portfolio, the Board concluded that the advisory fee, which was in the third and fourth quintile of their respective peer groups, was competitive. As to total expenses, the Board noted that total expenses for each Fund are influenced by the small size of the complex. The Board also noted that the Adviser waives advisory fees and reimburses expenses for the Small Company Growth Portfolio, the Small Company Value Portfolio and the Wilshire International Equity Fund pursuant to expense imitation agreements. The Board also reviewed the net advisory fee retained by the Adviser after payment of subadvisory fees and advisory fee waivers and expense reimbursements. The Board compared contractual fees charged by the Adviser to the Funds with similar investment styles. The Board was advised that there were no other registered investment companies advised by the Adviser with similar investment strategies. The Board concluded that the advisory fee for each Fund was reasonable.

Profitability to Wilshire and Economies of Scale

With respect to the profitability of the Advisory Agreement, the Board primarily considered the fee structure of the Advisory Agreement, including the costs of the services provided and the profits realized by the Adviser from its relationship with the Funds. The Board concluded that the profits realized by the Adviser were not unreasonable in comparison with the costs of providing investment advisory services to the Funds. In addition, the Board considered the extent to which economies of scale are realized and whether fee levels reasonably reflect economies of scale for the benefit of shareholders. The Board reviewed each Fund's asset size, each Fund's expense ratio, the expense limitation agreements in place for the Small Company Growth Portfolio, Small Company Value Portfolio and Wilshire International

WILSHIRE MUTUAL FUNDS, INC.

BOARD APPROVAL OF ADVISORY AND SUBADVISORY AGREEMENTS (UNAUDITED) - (CONTINUED)



Equity Fund and whether the investment process produced economies of scale. The Board noted that the advisory fee for all Funds includes a breakpoint. The Board concluded that each Fund's advisory fee reasonably reflected appropriate recognition of any economies of scale.

Fall-Out Benefits – Wilshire

The Board considered the Adviser's statement that benefits from its relationship with the Funds were limited to the advisory fees paid. The Board determined that the advisory fees were reasonable in light of any fall-out benefits.

Nature, Extent and Quality of Services – Subadvisers

As to each Subadvisory Agreement, the Board considered the nature, extent and quality of services provided. The Board considered the reputation, qualifications and background of the Subadviser, investment approach of the Subadviser, the experience and skills of investment personnel responsible for the day-to-day management of each Fund, and the resources made available to such personnel. The Board also considered the Subadviser's compliance with investment policies and general legal compliance. In addition, the Board considered the analysis provided by the Adviser, which concluded that each Subadviser was providing reasonable services and had reasonable compliance policies and procedures in place, and that the Adviser recommended that each Subadvisory Agreement for each Fund be approved.

The Board reviewed information comparing each existing Subadviser's gross investment performance to a relevant benchmark (except for LA Capital with respect to the Wilshire 5000 Index Fund for which the Subadviser's net performance was compared to the benchmark). Based upon all relevant factors, the Board determined to approve the Subadvisory Agreement with LA Capital, with respect to the Large Company Growth Portfolio, noting LA Capital's outperformance for all periods reviewed, which resulted in a conclusion that performance was satisfactory. With respect to Victory's performance for the Large Company Growth Portfolio, the Board determined to approve the continuation of Victory's Subadvisory Agreement given outperformance for the quarter ended June 30, 2016 and the since inception period (January 31, 2007) to June 30, 2016, although the Board noted Victory's underperformance for the one-, three- and five-year periods ended June 30, 2016. The Board considered the Adviser's recommendation for renewal and the Adviser's commitment to monitor closely Victory's performance. With respect to Loomis Sayles' performance for the Large Company Growth Portfolio, the Board noted outperformance for the since inception period (August 31, 2015) to June 30, 2016, which resulted in a conclusion that performance was satisfactory.

With respect to LA Capital's performance for the Large Company Value Portfolio, the Fund noted LA Capital's outperformance for the one- and three-year periods ended June 30, 2016, which resulted in a conclusion that performance was satisfactory. The Board noted that Pzena, with respect to the Large Company Value Portfolio, had underperformed for all periods reviewed. The Board considered Pzena's competitive performance relative to other deep value managers, the Adviser's recommendation for renewal and the Adviser's commitment to monitor closely Pzena's performance. The Board also considered the Adviser's commitment to consider whether Pzena's deep value investment strategy continues to be appropriate for the Large Company Value Portfolio.

The Board considered that Ranger, with respect to the Small Company Growth Portfolio, outperformed for all periods reviewed, which resulted in a conclusion that performance was satisfactory. With respect to LA Capital's performance for the Small Company Growth Portfolio, the Board noted outperformance for all periods reviewed, which resulted in a conclusion that performance was satisfactory.

With respect to LA Capital's performance for the Small Company Value Portfolio, the Board noted LA Capital's outperformance for the one-, three-, five- and ten-year periods ended June 30, 2016, which resulted in a conclusion that performance was satisfactory. With respect to NWQ's performance for the Small Company Value Portfolio, the Board

WILSHIRE MUTUAL FUNDS, INC.
BOARD APPROVAL OF ADVISORY AND SUBADVISORY AGREEMENTS
(UNAUDITED) - (CONTINUED)



noted outperformance for the three-year and since inception (April 30, 2013) periods ended June 30, 2016, although the Board noted NWQ's underperformance for the more recent periods. The Board considered the Adviser's recommendation for renewal and the Adviser's commitment to monitor closely NWQ's performance.

With respect to the Wilshire 5000 Index Fund, the Board noted LA Capital's underperformance for all periods reviewed, but considered that the Adviser is satisfied with the level of services provided and that underperformance was primarily due to Fund expenses.

The Board considered that WCM and LA Capital, with respect to the Wilshire International Equity Fund, outperformed for the one-year and since inception (October 31, 2013 and June 30, 2014, respectively) periods ended June 30, 2016, which resulted in a conclusion that performance was satisfactory. The Board noted that Cambiar, with respect to the Wilshire International Equity Fund, had underperformed for the since inception period (August 31, 2015) to June 30, 2016. The Board considered that it had recently evaluated Cambiar in connection with the initial approval of the Subadviser, the Adviser's recommendation for renewal and the Adviser's commitment to monitor closely Cambiar's performance. The Board determined that Cambiar's performance was over too short of a period of time to evaluate.

Subadvisory Fees

The Board considered each Fund's subadvisory fees. The Board evaluated the competitiveness of the subadvisory fees based upon data supplied by each Subadviser about the fees charged to other clients. The Board also considered that the subadvisory fee rates were negotiated at arm's length between the Adviser and each Subadviser, that the Adviser compensates the Subadviser from its fees and that the aggregate advisory fee had been deemed reasonable by the Board.

With respect to the Subadvisers' reported fees for "Other Clients" with comparable investment policies and services, for the Subadvisers where the fees charged to the Adviser were higher than that charged to Other Clients, the Board determined that the fees charged to the Adviser were competitive.

Based upon all of the above, the Board determined that the subadvisory fees for each Fund were reasonable.

Profitability to the Subadvisers

The Board noted that the Adviser compensates each Subadviser from its own advisory fees and that the fees were negotiated at arm's length between the Adviser and each Subadviser. In addition, the Board noted that the revenues to the various Subadvisers were limited due to the size of the Funds. The Board took these factors into consideration in concluding that the subadvisory fees were reasonable.

Economies of Scale – Subadvisers

The Board considered whether there are economies of scale with respect to the subadvisory services provided to each Fund and whether the subadvisory fees reflect such economies of scale through breakpoints in fees. The Board also considered whether the effective subadvisory fee rate for each Fund under the Subadvisory Agreement is reasonable in relation to the asset size of such Fund. The Board concluded that the fee schedule for each Fund reflects an appropriate recognition of any economies of scale.

Fall-Out Benefits – Subadvisers

The Board also considered the character and amount of other incidental benefits received by each Subadviser. The Board considered each Subadviser's soft dollar practices, as applicable. The Board concluded that, taking into account the benefits arising from these practices, the fees charged under each Subadvisory Agreement were reasonable.

WILSHIRE MUTUAL FUNDS, INC.

BOARD APPROVAL OF ADVISORY AND SUBADVISORY AGREEMENTS

(UNAUDITED) - (CONTINUED)



Conclusion

Based upon all of the information considered and the conclusions reached, the Board determined that the terms of the Advisory Agreement and each Subadvisory Agreement are fair and reasonable and that the approval of the Advisory Agreement and each Subadvisory Agreement is in the best interests of each Fund.

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WILSHIRE MUTUAL FUNDS

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