

SECURITIES AND EXCHANGE COMMISSION

FORM 24F-2NT

Registration of securities by certain investment companies. Declaration of election Rule 24f-2 notice.

Filing Date: **1996-12-30** | Period of Report: **1996-10-31**
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FILER

EVERGREEN INVESTMENT TRUST

CIK: **757440** | IRS No.: **046599663** | State of Incorporation: **NY** | Fiscal Year End: **1231**
Type: **24F-2NT** | Act: **33** | File No.: **002-94560** | Film No.: **96687446**

Mailing Address
2500 WESTCHESTER AVE
PURCHASE NY 10577

Business Address
2500 WESTCHESTER AVE
PURCHASE NY 10577
9146412305

FORM 24F-2
Annual Notice of Securities Sold
Pusuant to Rule 24f-2

1. Names and address of issuer:

EVERGREEN INVESTMENT TRUST
2500 Westchester Avenue
Purchase, New York 10577

2. Name of each series or class of funds for which this notice is filed:

EVERGREEN EMERGING MARKETS GROWTH FUND
EVERGREEN INTERNATIONAL EQUITY FUND

3. Investment Company Act File Number: 811-4154

Securities Act File Number: 2-94560

4. Last day of fiscal year for which this notice is filed:

October 31, 1996

5. Check box if this notice is being filed more than 180 days after the close of the issuer's fiscal year for purposes of reporting securities sold after the close of the fiscal year but before termination of the issuer's 24f-2 declaration:

[]

6. Date of termination of issuer's declaration under rule 24f-2(a)(1), if applicable (see Instruction A.6):

7. Number and amount of securities of the same class or series which had been registered under the Securities Act of 1933 other than pursuant to rule 24f-2 in a prior fiscal year, but which remained unsold at the beginning

of the fiscal year:

N/A

8. Number and amount of securities registered during the fiscal year other than pursuant to rule 24f-2:

9. Number and aggregate sale price of securities sold during the fiscal year:

Evergreen Emerging Markets Growth Fund	2,795,736	24,983,875
Evergreen International Equity Fund	8,967,856	93,070,183
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	11,763,592 shares	\$118,054,058

10. Number and aggregate sale price of securities [*35] sold during the fiscal year in reliance upon registration pursuant to rule 24f-2:

Evergreen Emerging Markets Growth Fund	2,795,736	24,983,875
Evergreen International Equity Fund	8,967,856	93,070,183
	-----	-----
	11,763,592 shares	\$118,054,058

11. Number and aggregate sale price of securities issued during the fiscal year in connection with dividend reinvestment plans, if applicable (see Instruction B.7):

Evergreen Emerging Markets Growth Fund	2,759	22,693
Evergreen International Equity Fund	36,253	365,798
	-----	-----
	39,012 shares	\$388,491

12. Calculation of registration fee:

(i) Aggregate sale price of securities sold during the fiscal year in reliance on rule 24f-2 (from Item 10):

Evergreen Emerging Markets Growth Fund	2,795,736	24,983,875
Evergreen International Equity Fund	8,967,856	93,070,183
	-----	-----
	11,763,592 shares	\$118,054,058

(ii) Aggregate price of shares issued in connection with dividend reinvestment plans (from Item 11, if applicable):

Evergreen Emerging Markets Growth Fund	2,759	22,693
Evergreen International Equity Fund	36,253	365,798

39,012 shares \$388,491

(iii) Aggregate price of shares redeemed or repurchased during the fiscal year (if applicable):

Evergreen Emerging Markets Growth Fund	414,301	3,663,950
Evergreen International Equity Fund	1,339,470	14,067,718
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	1,753,771 shares	\$17,731,668

(iv) Aggregate price of shares redeemed or repurchased and previously applied as a reduction to filing fees pursuant to rule 24e-2 (if applicable): N/A

Evergreen Emerging Markets Growth Fund
Evergreen International Equity Fund

(v) Net aggregate price of securities sold and issued during the fiscal year in reliance on rule 24f-2 [line (i), plus line (ii), less line (iii), plus line (iv) (if applicable):

Evergreen Emerging Markets Growth Fund	21,342,618
Evergreen International Equity Fund	79,368,263

	\$100,710,881

(vi) Multiplier prescribed by Section 6(b) of the Securities Act of 1933 or other applicable law or regulation (see Instruction C.6): /3300

(vii) Fee due [line (i) or line (v) multiplied by line (vi)]: \$ 30,518

13. Check box if fees are being remitted to the Commission's lockbox depository as described in section 3a of the Commission's Rules of Informal and Other Procedures (17 CFR 202.3a).

Date of mailing or wire transfer of filing fees to the Commission's lockbox depository: December 30, 1996

SIGNATURES

This report has been signed below by the following persons on behalf of the issuer and in the capacities and on the dates indicated.

By (Signature and Title) * /s/ John J. Pileggi
 John J. Pileggi
 President & Treasurer

Date December 30, 1996

JAMES P. WALLIN, ESQ.
2500 WESTCHESTER AVENUE
Purchase, New York 10577

December 30, 1996

Evergreen Investment Trust
2500 Westchester Avenue
Purchase, New York 10577

Dear Sirs:

Evergreen Investment Trust, a Massachusetts business trust (the "Fund"), is filing with the Securities and Exchange Commission a Rule 24f-2 notice containing the information specified in paragraph (b)(1) of Rule 24f-2 under the Investment Company Act of 1940 (the "Rule"). I have been advised that in its Registration Statement on Form N-1A, the Fund filed the declaration authorized by paragraph (a)(1) of the Rule to the effect that an indefinite number of shares of beneficial interest of the Fund (the "Shares") were registered by the Registration Statement. The effect of the Rule 24f-2 Notice, when accompanied by the filing fee, if any, payable as prescribed by paragraph (c) of the Rule and by this Opinion, will be to make definite in number the number of shares of beneficial interest of the Fund sold by the Evergreen International Equity Fund ("International"), and Evergreen Emerging Markets Growth Fund ("Emerging Markets"), series of the Fund the ("Series") during the period ended October 31, 1996 in reliance upon the Rule (the "Rule 24f-2 Shares").

I have, as counsel, participated in various proceedings relating to the Fund and to the Rule 24f-2 Shares. I have examined copies, either certified or otherwise proved to our satisfaction to be genuine, of the Fund's Declaration of Trust, as now in effect, the minutes of meetings of the Trustees of the Fund and other documents relating to the organization and operation of the Fund. I have also reviewed the form of the Rule 24f-2 Notice being filed by the Fund. I am generally familiar with the business affairs of the Fund.

The Fund has advised me that the Rule 24f-2 Shares were sold in the manner contemplated by the prospectus of the Fund current at the time of sale, and that the Rule 24f-2 Shares were sold for a consideration not less than the net asset value thereof as required by the Investment Company Act of 1940 and not less than the par value thereof.

Based upon the foregoing, it is my opinion that the Rule 24f-2 Shares were

legally issued and are fully paid and non-assessable. However, I note that as set forth in the Registration Statement, the Fund's shareholders might, under certain circumstances, be liable for transactions effected by the Fund.

I hereby consent to the filing of this Opinion with the Securities and Exchange Commission together with the Rule 24f-2 Notice of the Fund, and to the filing of this Opinion under the securities laws of any state.

I am a member of the Bar of the State of New York and do not hold myself out as being conversant with the laws of any jurisdiction other than those of the United States of America and the State of New York. I note that I am not licensed to practice law in The Commonwealth of Massachusetts, and to the extent that any opinion expressed herein involves the law of Massachusetts, such opinion should be understood to be based solely upon my review of the documents referred to above, the published statutes of that Commonwealth and, where applicable, published cases, rules or regulations of regulatory bodies of that Commonwealth.

Very truly yours,

/s/James P. Wallin

James P. Wallin