

# 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

#### **DELAWARE GROUP ADVISER FUNDS INC /MD/**

CIK: **910682** | IRS No.: **521842569** | State of Incorpor.: **MD** | Fiscal Year End: **1031**  
Type: **24F-2NT** | Act: **33** | File No.: **033-67490** | Film No.: **96688077**

Mailing Address  
*DELAWARE GROUP  
ADVISERS FUNDS INC  
2005 MARKET STREET  
PHILADELPHIA PA 19103*

Business Address  
*ONE COMMERCE SQUARE  
2005 MARKET STREET  
PHILADELPHIA PA 19103  
2152552926*

U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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

1. Name and address of issuer:  
Delaware Group Adviser Funds, Inc.  
2005 Market Street  
Philadelphia, PA 19103
2. Name of each series or class of funds for which this notice is filed:  

U.S. Growth Fund	Cashfund Portfolio
Enterprise Fund	Growth and Income Portfolio
World Growth Fund	Tax-Free Income Portfolio
New Pacific Fund	
Federal Bond Fund	
Corporate Income Fund	
3. Investment Company Act File Number: 811-7972  
Securities Act File Number: 33-67490
4. Last day of fiscal year for which this notice is filed:  
10/31/96
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: N/A
7. Number and amount 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: N/A
9. Number and aggregate sale price of securities sold during the fiscal year: \$25,290,561.71
10. Number and aggregate sale price of securities sold during the fiscal year in reliance upon registration pursuant to

rule 24f-2: \$25,290,561.71

11. Number and aggregate sale price of securities issued during the fiscal year in connection with dividend reinvestment plans, if applicable: \$2,182,289.54

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):  
\$25,290,561.71  
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(ii) Aggregate price of shares issued in connection with dividend reinvestment plans (from item 11, if applicable):  
+ 2,182,289.54  
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(iii) Aggregate price of shares redeemed or repurchased during the fiscal year (if applicable):  
-44,212,227.64  
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(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  
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(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):  
N/A  
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(vi) Multiplier prescribed by Section 6(b) of the Securities Act of 1933 or other applicable law or regulation:  
x 1/33 of 1%  
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(vii) Fee due [line (i) or line (v) multiplied by line (vi)]:  
\$ - 0 -  
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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: N/A

#### 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: /S/ROSEMARY E. MILNER

Date: 12/30/96

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Rosemary E. Milner  
Vice President  
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STRADLEY RONON STEVENS & YOUNG, LLP  
2600 One Commerce Square  
Philadelphia, Pennsylvania 19103-7098

Direct Dial: (215) 564-8074

December 30, 1996

Delaware Group Adviser Funds, Inc.  
One Commerce Square  
Philadelphia, PA 19103

Gentlemen:

You have informed us that, in accordance with Rule 24f-2 (the "Rule") under the Investment Company Act of 1940, as amended, (the "1940 Act"), Delaware Group Adviser Funds, Inc. (the "Company"), a Maryland corporation, intends to file a Rule 24f-2 Notice with the United States Securities and Exchange Commission. The Notice will recite that pursuant to the Rule the Company, during the fiscal year ending October 31, 1996, sold shares of common stock of the Company consisting of its U.S. Growth Fund shares, Enterprise Fund shares, World Growth Fund shares, New Pacific Fund shares, Federal Bond Fund shares, Corporate Income Fund shares, as well as shares of its Cashfund Portfolio, its Growth and Income Portfolio, and its Tax-Free Income Portfolio, with an aggregate public offering price of \$25,290,561.71, (not including \$2,182,289.54 of shares issued in connection with dividend reinvestment plans which are reported on the Notice for purposes of the fee computation table). The Notice will be filed to make definite the registration of such shares of common stock sold by the Company under the Securities Act of 1933 (the "1933 Act") pursuant to the Rule during such period. You have informed us that all shares sold under the Rule were issued in accordance with the provisions relating thereto in the registration statement of the Company under the 1933 Act as such registration statement was currently in effect during the period.

We have acted as legal counsel to the Company during the period of time referred to above and, as such, have reviewed the Articles of Incorporation of the Company; the By-Laws; the registration statements under the 1940 and 1933 Acts and such minutes of the corporate proceedings and other documents as we

deem material to our opinion.

Based on the foregoing, we are of the opinion that all of the shares of common stock of the Company described in Rule 24f-2 Notice as having been sold pursuant to the Rule during the period were fully paid, non-assessable and legally issued shares of common stock of the Company.

We hereby consent to the filing of this opinion with the United States Securities and Exchange Commission as an exhibit or accompaniment to the aforementioned Rule 24f-2 Notice and as an exhibit to the Company's registration statement under the 1933 Act and to the reference to us in the prospectus of the Company as legal counsel who have passed upon the legality of the offering of the company's common stock. We also consent to the filing of this opinion with the securities regulatory agencies of any states or other jurisdictions in which the common stock of the Company is offered for sale.

Very truly yours,

STRADLEY, RONON, STEVENS & YOUNG, LLP

By: /S/STEVEN M. FELSENSTEIN

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Steven M. Felsenstein  
A Partner

SMF/nlk

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