

SECURITIES AND EXCHANGE COMMISSION

FORM AW

Withdrawal of amendment to a registration statement filed under the Securities Act

Filing Date: **2013-01-28**
SEC Accession No. [0000910472-13-000235](#)

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FILER

Dunham Funds

CIK: [1420040](#) | IRS No.: **000000000**

Type: **AW** | Act: **NE** | File No.: [333-147999](#) | Film No.: **13550492**

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Dunham Funds

January 28, 2013

Via Electronic Transmission

U.S. Securities and Exchange Commission
Division of Investment Management
100 F Street, N.E.
Washington, D.C. 20549
Attention: Mr. Howie Hallock

Re: Dunham Funds
Registration Statement on Form N-14/A
Filed January 17, 2013
File No. 333-185123
Accession No. 0000910472-13-000183

Dear Sir:

Dunham Funds (the "Trust"), the undersigned registrant, has determined that the amendment filed on EDGAR Form N-14/A on January 17, 2013 (the "Amendment") to the Trust's registration with the SEC was filed incorrectly. The Amendment erroneously referenced the Trust's registration statement on Form N-1A (File No. 333-147999). The Amendment should have referenced the registration statement filed on Form N-14 (File No. 333-185123).

Therefore, it is in the best interests of the Trust and the public that the filing be withdrawn. Pursuant to Rule 477(a) under the Securities Act of 1933, the Trust hereby requests that the Amendment be withdrawn. It is our understanding that this application for withdrawal of the Amendment will be deemed granted as of the date that it is filed with the Commission, unless Dunham Funds receives notice from the Commission that this application will not be granted.

Please direct any questions concerning this letter to JoAnn Strasser, of Thompson Hine LLP, counsel to the Trust at (614) 469-3265.

Very truly yours,

/s/ James R. Colantino

James R. Colantino, Assistant Treasurer, Dunham Funds