



BUFFALO[®]
FUNDS

Balanced Fund

High Yield Fund

Large Cap Fund

Micro Cap Fund

Mid Cap Fund

*Science &
Technology Fund*

Small Cap Fund

USA Global Fund

Shares of the Funds have not been approved or disapproved by the Securities and Exchange Commission nor has the Commission passed upon the adequacy of this Prospectus. Any representation to the contrary is a criminal offense.

PROSPECTUS

July 29, 2004

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Buffalo Funds **INVESTMENT ADVISOR AND MANAGER (the “Advisor”):**
KORNITZER CAPITAL MANAGEMENT, INC.
Shawnee Mission, Kansas

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Investment Objectives and Principal Investment Strategies

The investment objectives for the Buffalo Balanced, Buffalo Large Cap, Buffalo Micro Cap, Buffalo Mid Cap, Buffalo Science & Technology, Buffalo Small Cap and Buffalo USA Global Funds are long-term growth of capital. In addition, the Buffalo Balanced Fund also seeks to produce high current income. The investment objective for the Buffalo High Yield Fund is high current income with long-term growth of capital as a secondary objective.

To pursue their investment objectives, the Funds intend to primarily invest as described below:

- **Buffalo Balanced Fund (BUFBX)** — in domestic common stocks, convertible preferred stocks, convertible debt securities, corporate debt securities and other debt securities, many of which are higher-yielding, high-risk debt securities.
- **Buffalo High Yield Fund (BUFHX)** — at least 80% of its net assets in higher-yielding, higher-risk debt securities.
- **Buffalo Large Cap Fund (BUFEX)** — at least 80% of its net assets in domestic common stocks of large-capitalization (“large-cap”) companies, most of which are listed on the New York Stock Exchange.
- **Buffalo Micro Cap Fund (BUFOX)** — at least 80% of its net assets in domestic common stocks and other equity securities of micro-capitalization (“micro-cap”) companies.
- **Buffalo Mid Cap Fund (BUFMX)** — at least 80% of its net assets in domestic common stocks and other equity securities of medium-capitalization (“mid-cap”) companies.
- **Buffalo Science & Technology Fund (BUFTX)** — at least 80% of its net assets in domestic common stocks and other equity securities of companies expected to benefit from the development, advancement or use of science and technology.
- **Buffalo Small Cap Fund (BUFSX)** — at least 80% of its net assets in domestic common stocks and other equity securities of small-capitalization (“small-cap”) companies.
- **Buffalo USA Global Fund (BUFGX)** — at least 80% of its net assets in common stocks of companies based in the United States that have substantial operations around the globe. The international operations of these U.S. based companies will provide Fund investors with exposure to at least three foreign countries.

Each Fund’s principal investment strategies are described below:

- **Buffalo Balanced Fund** invests in a combination of domestic common stocks, preferred stocks, convertible preferred stocks, convertible debt securities, corporate debt securities, and other debt securities, including mortgage- and asset-backed securities. Many of the debt securities in which the Fund invests are higher-yielding, higher-risk investments rated below investment grade by the major rating agencies, commonly known as “junk bonds.” The allocation of assets invested in each type of security is designed to balance yield income and long-term capital appreciation with reduced volatility of returns. The Fund expects to change its allocation mix over time based on the Advisor’s view of economic conditions and underlying security values. Usually, the Advisor will invest at least 25% of the Fund’s assets in equity securities and at least 25% in debt securities. With respect to debt securities, the Advisor uses extensive fundamental research to identify investment opportunities for the Fund, placing emphasis on relative value and good corporate management. The Advisor looks at a number of past, present and estimated future factors, including (1) financial strength of the issuer, (2) cash flow, (3) management, (4) borrowing requirements, and (5) sensitivity to changes in interest rates and business conditions. With respect to equity securities, the Advisor emphasizes dividend-paying stocks that over time have exhibited consistent growth of dividends.
- **Buffalo High Yield Fund** normally invests at least 80% of its net assets in higher-yielding, high-risk, debt securities rated below investment grade by the major rating agencies. The Fund may also invest in preferred stocks, convertible preferred stocks, convertible debt securities, as well as mortgage- and asset-backed securities. The Fund’s Advisor uses extensive fundamental research to identify investment opportunities for the Fund, placing emphasis on relative value and good corporate management. The Advisor looks at a number of past, present and estimated future factors, including (1) financial strength of the issuer, (2) cash flow, (3) management, (4) borrowing requirements, and (5) sensitivity to changes in interest rates and business conditions.
- **Buffalo Large Cap Fund** normally invests at least 80% of its net assets in domestic common stocks of large-cap companies. The Fund considers a company to be a large-cap company if, at time of purchase by the Fund, it has a market capitalization (the total market value of a company’s outstanding stock) of \$10 billion or greater. In its selection process

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for this Fund, the Advisor seeks to identify a broad mix of large-cap companies across many industries that are expected to benefit from long-term industry, technological and other trends. The Advisor also selects securities based upon (1) fundamental analysis of industries and the economic cycle, (2) company-specific analysis such as product cycles and quality of management and (3) rigorous valuation analysis.

- **Buffalo Micro Cap Fund** normally invests at least 80% of its net assets in domestic common stocks and other equity securities (including convertible preferred stocks) of micro-cap companies. The Fund considers a company to be a micro-cap company if, at time of purchase by the Fund, it has a market capitalization less than or equal to (1) \$600 million, or (2) the median capitalization of companies in the Russell 2000 Index, whichever is greater. The capitalization of companies within the Russell 2000 Index changes due to market conditions and changes with the composition of the Russell 2000 Index. As of June 30, 2004, the median capitalization of companies in the Russell 2000 Index was approximately \$511 million. In its selection process for the Fund, the Advisor seeks to identify a broad mix of micro-cap companies across many industries that are expected to benefit from long-term industry, technological and other trends. The Advisor also selects securities based on (1) fundamental analysis of industries and the economic cycle, (2) company-specific analysis such as product cycles and quality of management, and (3) rigorous valuation analysis.
- **Buffalo Mid Cap Fund** normally invests at least 80% of its net assets in domestic common stocks and other equity securities (including convertible preferred stocks and warrants) of mid-cap companies. The Fund considers a company to be a mid-cap company if, at time of purchase by the Fund, it has a market capitalization between \$1.5 billion and \$10 billion. In its selection process for this Fund, the Advisor seeks to identify a broad mix of mid-cap companies that are expected to benefit from long-term industry, technological and other trends. The Advisor also selects securities based on (1) fundamental analysis of industries and the economic cycle, (2) company-specific analysis such as product cycles and quality of management, and (3) rigorous valuation analysis.
- **Buffalo Science & Technology Fund** normally invests at least 80% of its net assets in domestic stocks and other equity securities (including convertible preferred stocks and warrants) of companies expected to benefit from the development, advancement or use of science and technology. The Fund invests in securities the Advisor believes have prospects for above average earnings based on intensive fundamental research. Holdings can range from small-cap companies that are developing new technologies to large, blue chip firms with established track records of developing, producing or distributing products and services in the science and technology industries. The Fund may also invest in companies that are likely to benefit from technological advances even if those companies are not directly involved in the specific research and development of the advance. Some of the industries likely to be represented in the Fund's portfolio are electronics, including hardware, software and components; communications; E-commerce; information services; media; life sciences and healthcare; environmental services; chemicals and synthetic materials; and defense and aerospace.
- **Buffalo Small Cap Fund** normally invests at least 80% of its net assets in domestic common stocks and other equity securities (including convertible preferred stocks and warrants) of small-cap companies. The Fund considers a company to be a small-cap company if, at time of purchase, (1) it has a market capitalization of \$1 billion or less, or (2) if the company's market capitalization would place it in the lowest 20% total market capitalization of companies that have equity securities listed on a U.S. national securities exchange or trading on the NASDAQ system. Based on current market conditions, the Fund targets companies with individual market capitalizations of \$2 billion or less at the time of initial purchase. In its selection process for this Fund, the Advisor seeks to identify a broad mix of small-cap companies that are expected to benefit from long-term industry, technological or other trends. The Advisor also selects securities based on (1) fundamental analysis of industries and the economic cycle, (2) company-specific analysis such as product cycles and quality of management, and (3) rigorous valuation analysis.
- **Buffalo USA Global Fund** normally invests at least 80% of its net assets in common stocks of companies based in the United States that have substantial international operations. The Fund considers a U.S. company to have substantial international operations if the company receives more than 40% of its revenue or pre-tax income from sales or operations outside of the U.S. The Fund will diversify its investment in these American companies so that the Fund is exposed to the markets of at least three different foreign countries. In its selection process for this Fund, the Advisor seeks to identify U.S. based companies with substantial international operations that are expected to benefit from long-term industry, technological or other trends. The Advisor also selects securities based on (1) fundamental analysis of industries and the economic cycle, (2) company-specific analysis such as product cycles and quality of management, and (3) rigorous valuation analysis.

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The following is a description of the Funds' principal types of investments:

- Common stocks are equity securities that represent shares of ownership of a company.
- Preferred stocks are equity securities that often pay dividends and have preferences over common stocks in dividend payments and liquidation of assets.
- Convertible preferred stocks are preferred stocks that may be converted into or exchanged for common stock of the same issuer under certain circumstances.
- Convertible debt securities are debt securities that may be converted into or exchanged for common stock.
- A warrant is a right to purchase a security at a fixed price at a fixed time, but does not provide the holder the right to receive dividends or the right to vote.
- Mortgage-backed securities are interests in pools of mortgage loans, including mortgage loans made by savings and loan institutions, mortgage bankers, commercial banks and others.
- Asset-backed securities are securities that represent a participation in, or are secured by and payable from, a stream of payments generated by particular assets, most often a pool or pools of similar assets (e.g., receivables on home equity and credit loans and receivables regarding automobile, credit card, mobile home and recreational vehicle loans, wholesale dealer floor plans and leases).

Covered Call Options — Each of the Buffalo Funds are authorized to write, which means sell, covered call options on the securities in which a Fund invests and to enter into closing purchase transactions with respect to the options. A covered call option is an option where a Fund, in return for a premium, gives another party a right to buy specified securities owned by the Fund at a specified future date and price set at the time of the contract. Covered call options are intended to serve as a partial hedge against any declining price of the underlying securities. Up to 25% of a Fund's net assets may be subject to covered call options.

American Depositary Receipts ("ADRs") — Each of the Buffalo Funds (except the Buffalo USA Global Fund) may invest up to 25% of its net assets in sponsored or unsponsored ADRs, though none of the Funds intend to invest in foreign securities directly. ADRs are receipts typically issued by a U.S. bank or trust company that are denominated in U.S. dollars and represent ownership in underlying foreign securities. As a purchaser of unsponsored ADRs, a Fund may have limited voting rights and may not receive as much information about the issuer of the underlying securities as with a sponsored ADR. Each Fund presently expects to limit its investments (at cost) in ADRs to less than 10% of net assets.

Investment Style and Turnover — The Advisor normally does not engage in active or frequent trading of the Funds' investments. Instead, to reduce turnover of the Funds' holdings, the Advisor's general strategy is to purchase securities for the Funds based upon what the Advisor believes are long-term trends. This strategy also helps reduce the impact of trading costs and tax consequences associated with high portfolio turnover, such as increased brokerage commissions and a greater amount of distributions being made as ordinary income rather than capital gains. The Advisor may sell a Fund's investments for a variety of reasons, such as to secure gains, limit losses or reinvest in more promising investment opportunities. The Funds look to invest in both "growth" and "value" companies without favoring either of these particular investment styles.

Temporary Investments — Each Fund intends to hold a small percentage of cash or high quality, short-term debt obligations and money market instruments for reserves to cover redemptions and unanticipated expenses. There may be times, however, when a Fund may respond to adverse market, economic, political or other considerations by investing up to 100% of its assets in high quality, short-term debt securities or other defensive investments for temporary defensive purposes. During those times, a Fund may not achieve its investment objective and, instead, will focus on preserving your investment. To the extent a Fund uses a money market fund for its cash position, there will be some duplication of expenses because the Fund would bear its pro rata portion of such money market fund's advisory fees and operational expenses.

Changes in Objectives and Policies — The objectives, strategies and policies described above explain how each Buffalo Fund is managed and (with the exception of the Buffalo Micro Cap Fund's, Buffalo Mid Cap Fund's, and the Buffalo Science & Technology Fund's objectives, strategies and policies and the Buffalo Large Cap Fund's definition of large-cap) may only be changed with the approval of a Fund's shareholders. However, the Buffalo Micro Cap, Buffalo Mid Cap and Buffalo Science and Technology Funds will not change their respective investment policy of investing at least 80% of each Fund's net assets according to the strategies described above without first providing shareholders with at least 60 days prior notice.

Principal Risk Factors

Market Risks — (Applies to all Funds) Equity securities are subject to market, economic and business risks that will cause their prices to fluctuate over time. To the extent the Funds invest in equity securities, the share price of the Funds will go up and down in value as the equity markets change. Stock markets can be volatile and can decline significantly in response to adverse issuer, political, regulatory, market or economic developments. As with any mutual fund, there is a risk that you could lose money by investing in the Buffalo Funds.

Management Risk — (Applies to all Funds) The Funds' success depends largely on the Advisor's ability to select favorable investments. Different types of investments shift in and out of favor depending on market and economic conditions. For example, at various times equity securities will be more or less favorable than debt securities and small company stocks will be more or less favorable than large company stocks. Because of this, the Funds will perform better or worse than other types of funds depending on what is in "favor." In addition, there is the risk that the strategies, research or analysis techniques used by the Advisor and/or the Advisor's security selection may fail to produce the intended result.

Science and Technology Sector Risks — (Applies primarily to the Buffalo Science & Technology Fund) Because the Buffalo Science & Technology Fund focuses its investments on businesses in science and technology-related industries, it is likely to be more volatile than other types of broadly invested mutual funds, including the other Buffalo Funds. Companies in the rapidly changing fields of science and technology often face unusually high price volatility, both in terms of gains and losses. The potential for wide variations in performance is based on the special risks common to such companies. For example, products or services that first appear promising may not prove commercially successful or may quickly become obsolete. Earnings disappointments can result in sharp price declines. In addition, these industries can be affected by competition from new market entrants as well as developing government regulations and policies. Given these risks, an investment in the Buffalo Science & Technology Fund may be more suitable for long-term investors, who are willing to withstand the Fund's potential for volatility.

Technology Company Risk — (Applies to the Buffalo Science & Technology, Buffalo Large Cap, Buffalo Micro Cap, Buffalo Mid Cap, Buffalo Small Cap, Buffalo Balanced and Buffalo USA Global Funds) These Funds may at times invest a significant amount of their assets (more than 25%) in technology companies. Although technology companies are found among a broad range of industries, common among technology companies is that they often face unusually high price volatility, both in terms of gains and losses. To the extent that these Funds make investments in such companies, their share price is likely to be more volatile. The potential for wide variations in performance is based on the special risks common to technology companies. Given these risks, an investment in these Funds may be more suitable for long-term investors, who are willing to withstand the Funds' potential for volatility.

Large-Cap Company Risks — (Applies to the Buffalo Large Cap, Buffalo USA Global, Buffalo Science & Technology and Buffalo Balanced Funds) Larger, more established companies may be unable to respond quickly to new competitive challenges like changes in consumer tastes or innovative smaller competitors. Also, large-cap companies are sometimes unable to attain the high growth rates of successful, smaller companies, especially during extended periods of economic expansion.

Mid-Cap Company Risks — (Applies primarily to the Buffalo Mid Cap Fund) Generally, mid-cap companies may have more potential for growth than large-cap companies. Investing in mid-cap companies, however, may involve greater risk than investing in large-cap companies, and the risks are passed on to the Funds. Mid-cap companies may not have the management experience, financial resources, product diversification and competitive strengths of large-cap companies, and, therefore, their securities may be more volatile than the securities of larger, more established companies, making them less liquid than other securities. Mid-cap company stocks may also be bought and sold less often and in smaller amounts than larger company stocks. Because of this, if a Fund wants to sell a large quantity of a mid-cap company's stock, it may have to sell at a lower price than the Advisor might prefer, or it may have to sell in smaller than desired quantities over a period of time.

Small-Cap Company Risks — (Applies primarily to the Buffalo Small Cap and Buffalo Micro Cap Funds). The Buffalo Small Cap and Buffalo Micro Cap Funds will, and the other Buffalo Funds may occasionally, invest in small-cap companies. Generally, small-cap and less seasoned companies have more potential for rapid growth. They also often involve greater risk than large- or mid-cap companies, and these risks are passed on to the Funds. Small-cap companies may not have the management experience, financial resources, product diversification and competitive strengths of large- or mid-cap companies, and, therefore, their securities tend to be more volatile than the securities of larger, more established companies, making them less liquid than other securities. Small-cap company stocks tend to be bought and sold less often and in smaller amounts than larger company stocks. Because of this, if a Fund wants to sell a large quantity of a small-cap

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company's stock, it may have to sell at a lower price than the Advisor might prefer, or it may have to sell in smaller than desired quantities over a period of time. Given these risks, an investment in the Buffalo Small Cap Fund or Buffalo Micro Cap Fund may be more suitable for long-term investors, who are willing to bear the risk of these fluctuations.

Micro-Cap Company Risks — (Applies primarily to the Buffalo Micro Cap and Buffalo Small Cap Funds) The Buffalo Micro Cap Fund will invest in micro-cap companies. Generally, small, less-seasoned companies have more potential for rapid growth. They also often involve greater risk than large- and mid-cap companies, and these risks are passed on to the Fund. Micro-cap companies will likely not have the management experience, financial resources, product diversification and competitive strengths of companies with larger capitalization, and will be more vulnerable to adverse business or economic developments in the market as a whole. The value of securities of micro-cap companies, therefore, tends to be more volatile than the value of securities of larger, more established companies. Micro-cap company stocks also will be bought and sold less often and in smaller amounts than other stocks, making them less liquid than other securities. Because of this, if the Fund wants to sell a large quantity of a micro-cap company's stock, it may have to sell at a lower price than the Advisor might prefer, or it may have to sell in smaller than desired quantities over a period of time. Given these risks, an investment in the Buffalo Micro Cap Fund may be more suitable for long-term investors, who are willing to bear the risk of these fluctuations.

Debt Securities Risks — (Applies to all Funds) To the extent that the Funds invest in debt securities, their share prices will go up and down in value as interest rates change and as other factors that affect the yields and principal values of debt securities change. Generally, values of debt securities change inversely with interest rates. That is, as interest rates go up, the values of debt securities tend to go down and vice versa. These fluctuations tend to increase as a debt security's maturity increases such that a longer-term debt securities will increase or decrease more for a given change in interest rates than a shorter-term debt securities.

High Yield Risks — (Applies to the Buffalo Balanced and Buffalo High Yield Funds) The Buffalo Balanced and the Buffalo High Yield Funds invest in higher-yielding, high-risk bonds (so called "junk-bonds"). These lower-rated bonds have a greater degree of default risk than higher-rated bonds. Default risk is the possibility that the issuer will fail to make timely payments of principal or interest. Lower-rated securities may be issued by companies that are restructuring, are smaller and less credit worthy or are more highly indebted than other companies. Lower-rated debt securities tend to have less liquid markets than higher-rated debt securities, and their market prices tend to react more poorly to adverse economic and political changes, unfavorable investor perceptions and negative corporate developments than higher-rated bonds.

Mortgage-Backed and Asset-Backed Securities Risks — (Applies to the Buffalo Balanced and Buffalo High Yield Funds) Mortgage-backed and asset-backed securities are subject to prepayment risk, which is the risk that the borrower will prepay some or all of the principal owed to the issuer. If that happens, a Fund may have to replace the security by investing the proceeds in a less attractive security. This may reduce a Fund's share price and its income distributions.

International Risks — (Applies to all Funds) International investing poses additional risks such as currency fluctuation and political instability. Buffalo USA Global Fund attempts to limit these risks by investing only in U.S. companies with international operations. Although this investment style is not direct foreign investment, the companies in which this Fund invests will directly experience these risks in their day-to-day business operations. Other Buffalo Funds may also occasionally gain international exposure through the purchase of sponsored or unsponsored ADRs, which are securities of foreign companies that are denominated in U.S. dollars. ADRs are subject to similar risks as other types of foreign investments. In addition, foreign investments may not be subject to the same uniform accounting, auditing, or financial reporting standards and practices applicable to domestic issuers, and there may be less publicly available information about foreign issuers. Unsponsored ADRs held by the Fund are frequently under no obligation to distribute shareholder communications received from the underlying issuer. For this and other reasons, there is less information available about unsponsored ADRs than sponsored ADRs. Unsponsored ADRs are also not obligated to pass through voting rights to the Fund.

Covered Call Writing Risks — (Applies to all Funds) A Fund may experience the loss of opportunity on securities with written call options that reach their exercise price before the expiration date because the Fund forgoes the opportunity to profit from an increase in the market price of the underlying security above the exercise price. Furthermore, stocks held or purchased by the Funds may become less attractive for writing covered call options. In addition, a Fund's ability to sell the underlying security will be limited while the option is in affect unless the Fund effects a closing purchase transaction.

Past Performance

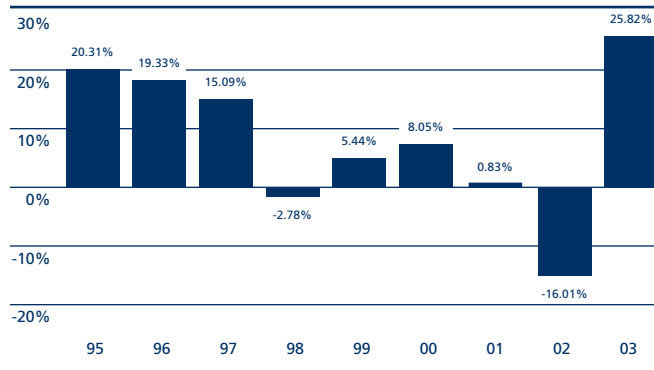
The tables below and on the following pages provide an indication of the risks of investing in the Buffalo Funds. The tables on the left side show changes in the total returns generated by the respective Fund for each calendar year. The table on the right side includes several indexes against which each Fund compares its performance. The first index is a broad measure of market performance. Any other index(es) show(s) how the particular Fund's performance compares with the returns of an index of securities with characteristics similar to those that the Fund typically holds. Each table reflects all expenses of the respective Fund and assumes that all dividends and capital gains distributions have been reinvested in new shares of the Fund. A Fund's past performance (before and after taxes) is not necessarily an indication of how a Fund will perform in the future.

The table on the right side also presents the impact of taxes on the Funds' returns. The after-tax returns are calculated using the historical highest individual federal marginal income tax rates and do not reflect the impact of state or local taxes. It is possible for the figure representing "Return After Taxes on Distributions and Sale of Fund Shares" to be higher than the other return figures for the same period. A higher after-tax return results when a capital loss occurs upon redemption and translates into an assumed tax deduction that benefits the shareholder. Actual after-tax returns depend on each investor's individual tax situation and may differ from those shown in the table. The after-tax returns shown are not relevant to investors who own a Fund in a tax-deferred account, such as an individual retirement account or a 401(k) plan, because generally such accounts are not subject to tax.

This Prospectus does not include performance information for the Buffalo Micro Cap Fund because the Fund has only recently commenced operations. Once the Buffalo Micro Cap Fund has been in operation for at least a full calendar year, this Prospectus will include a bar chart of annual total returns and a performance table of average annual total returns for the Fund.

Buffalo Balanced Fund

Annual Total Return as of December 31 of Each Year



Calendar Year-to-Date Return (through June 30, 2004) = 6.74%

Best Quarter June 30, 2003 = 14.83%

Worst Quarter September 30, 2001 = -14.24%

Average Annual Total Return as of December 31, 2003

	1 Year	5 Years	Since Inception*
Buffalo Balanced Fund			
Return Before Taxes	25.82%	3.95%	7.02%
Return After Taxes on Distributions	24.58%	2.40%	4.09%
Return After Taxes on Distributions and Sale of Fund Shares	17.07%	2.41%	4.24%
S&P 500 Index ¹	28.68%	-0.57%	11.74%
S&P 500 Index and Merrill Lynch U.S. Domestic Master Index Weighted Average ²	18.86%	2.31%	10.15%
Lipper Balanced Funds Index ³	19.94%	2.95%	8.98%

*Buffalo Balanced Fund commenced operations on August 12, 1994.

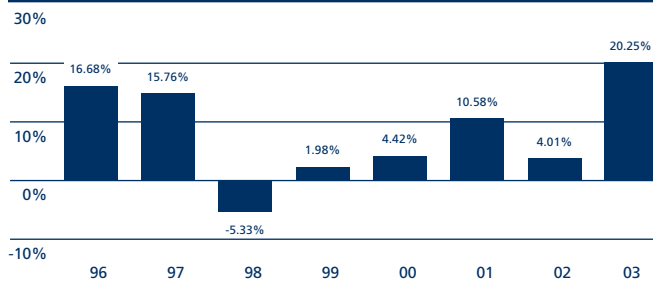
¹ The S&P 500 Index is a capitalization weighted index of 500 large capitalization stocks which is designed to measure broad domestic securities markets. The performance of the S&P 500 Index reflects the reinvestment of dividends and capital gains but does not reflect the deduction of any investment management fees, other expenses or taxes.

² The performance figure shown for comparison purposes is a weighted average made up of 60% of the S&P 500 Index and 40% of the Merrill Lynch U.S. Domestic Master Index. The Merrill Lynch U.S. Domestic Master Index is a capitalization weighted aggregation of outstanding U.S. treasury, agency and supranational, mortgage pass-through, and investment grade corporate bonds meeting specified criteria. The stated indices reflect the reinvestment of dividends and capital gains but do not reflect the deduction of management fees or other expenses.

³ The Lipper Balanced Funds Index is an unmanaged, net asset value weighted index of the 30 largest balanced mutual funds. Performance is presented net of the funds' fees and expenses, however, applicable sales charges are not taken into consideration.

Buffalo High Yield Fund

Annual Total Return as of December 31 of Each Year



Calendar Year-to-Date Return (through June 30, 2004) = 2.43%
 Best Quarter June 30, 2003 = 9.01%
 Worst Quarter September 30, 1998 = -8.17%

Average Annual Total Return as of December 31, 2003

	1 Year	5 Years	Since Inception*
Buffalo High Yield Fund			
Return Before Taxes	20.25%	8.05%	9.14%
Return After Taxes on Distributions	18.33%	4.89%	5.95%
Return After Taxes on Distributions and Sale of Fund Shares	13.14%	4.82%	5.82%
Merrill Lynch High Yield Master Index ¹	27.23%	5.47%	7.28%
Lipper High Yield Bond Funds Index ²	26.36%	2.92%	5.45%

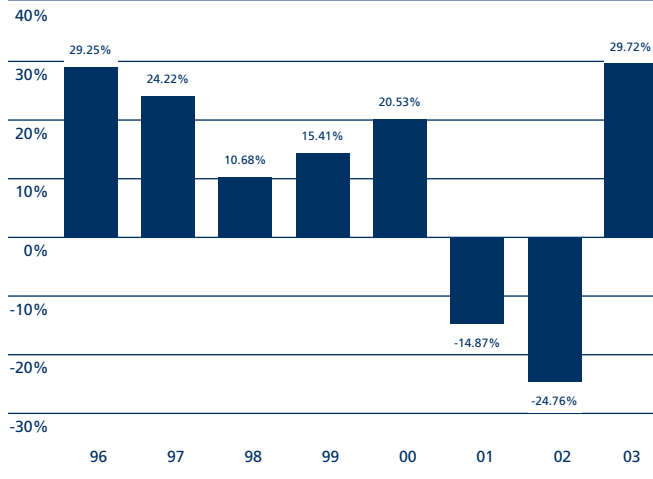
*Buffalo High Yield Fund commenced operations on May 19, 1995.

¹ The Merrill Lynch High Yield Master Index is an unmanaged index comprised of over 1,200 high yield bonds representative of the high yield bond market as a whole. The index reflects the reinvestment of dividends and capital gains but does not reflect the deduction of investment management fees, other expenses or taxes.

² The Lipper High Yield Bond Funds Index is a widely recognized index of the 30 largest mutual funds that invest primarily in high yield bonds. Performance is presented net of the funds' fees and expenses, however, applicable sales charges are not taken into consideration.

Buffalo Large Cap Fund

Annual Total Return as of December 31 of Each Year



Calendar Year-to-Date Return (through June 30, 2004) = 2.59%
 Best Quarter June 30, 2003 = 20.52%
 Worst Quarter June 30, 2002 = -19.96%

Average Annual Total Return as of December 31, 2003

	1 Year	5 Years	Since Inception*
Buffalo Large Cap Fund			
Return Before Taxes	29.72%	2.94%	11.39%
Return After Taxes on Distributions	29.68%	2.26%	9.66%
Return After Taxes on Distributions and Sale of Fund Shares	19.36%	2.23%	9.02%
S&P 500 Index ¹	28.68%	-0.57%	11.05%
Lipper Capital Appreciation Funds Index ²	31.15%	0.31%	8.38%
Lipper Large-Cap Core Funds Index ³	24.80%	-1.08%	9.58%

*Buffalo Large Cap Fund commenced operations on May 19, 1995.

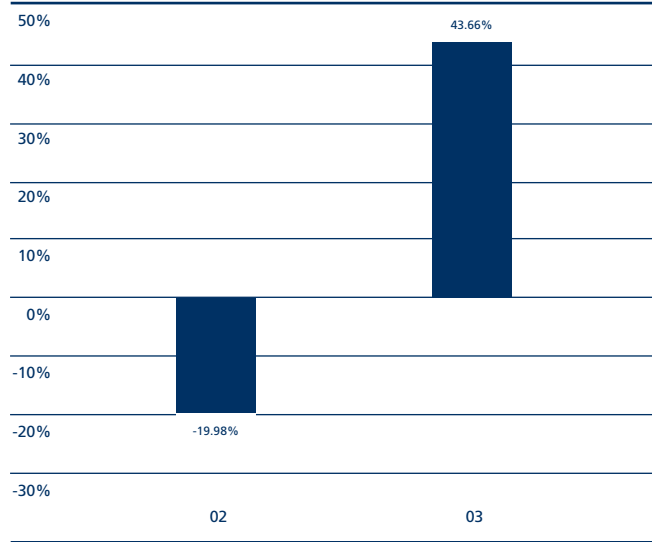
¹ The S&P 500 Index is a capitalization weighted index of 500 large capitalization stocks which is designed to measure broad domestic securities markets. The performance of the S&P 500 Index reflects the reinvestment of dividends and capital gains, but does not reflect the deduction of any investment management fees, other expenses or taxes.

² The Lipper Capital Appreciation Funds Index is an equally weighted performance index, adjusted for capital gains distributions and income dividends, of the 30 largest qualifying funds in the investment objective. Performance is presented net of the funds' fees and expenses, however, applicable sales charges are not taken into consideration.

³ Lipper has changed its classification of the Buffalo Large Cap Fund to a "Large-Cap Core Fund" and therefore the Fund is including the Lipper Large-Cap Core Funds Index. The Lipper Large-Cap Core Funds Index is an unmanaged, equally weighted performance index of the 30 largest qualifying mutual funds (based on assets) in the Lipper Large-Cap classification. Performance is presented net of the funds' fees and expenses, however, applicable sales charges are not taken into consideration.

Buffalo Mid Cap Fund

Annual Total Return as of December 31 of Each Year



Calendar Year-to-Date Return (through June 30, 2004) = 9.09%
 Best Quarter June 30, 2003 = 22.02%
 Worst Quarter September 30, 2002 = -18.56%

Average Annual Total Return as of December 31, 2003

	1 Year	Since Inception*
Buffalo Mid Cap Fund		
Return Before Taxes	43.66%	5.81%
Return After Taxes on Distributions	43.66%	5.81%
Return After Taxes on Distributions and Sale of Fund Shares	28.38%	4.96%
S&P Midcap 400 Index ¹	35.62%	8.76%
Russell Midcap Index ²	40.06%	9.55%
Lipper Mid-Cap Core Funds Index ³	36.58%	7.34%

*Buffalo Mid Cap Fund commenced operations on December 17, 2001.

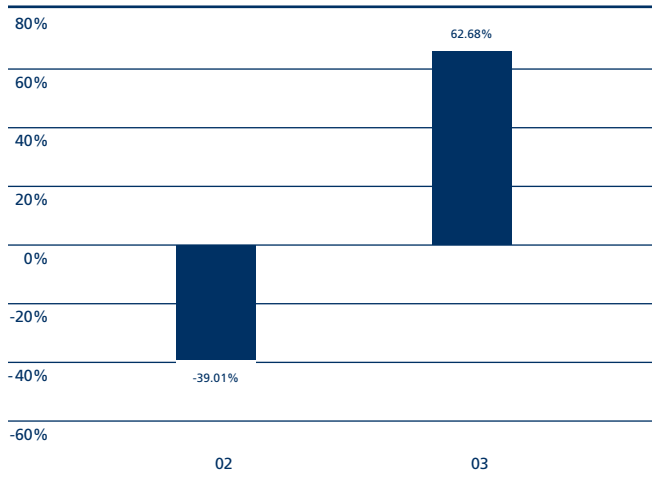
¹The S&P Midcap 400 Index consists of 400 domestic stocks chosen for market size (median market capitalization of \$993 million as of February 1995), liquidity and industry group representation. It is a market-weighted index with each stock affecting the index in proportion to its market value. The performance of the S&P Midcap 400 Index reflects the reinvestment of dividends and capital gains but does not reflect the deduction of any investment management fees, other expenses or taxes.

²The Russell Midcap Index measures the performance of the 800 smallest companies in the Russell 1000 Index, which represent approximately 26% of the total market capitalization of the Russell 1000 Index. The index has a total market range of approximately \$1.3 billion to \$10.8 billion. The performance of the Russell Midcap Index reflects the reinvestment of dividends and capital gains but does not reflect the deduction of any investment management fees, other expenses or taxes.

³The Lipper Mid-Cap Core Funds Index is an unmanaged, equally weighted performance index of the 30 largest qualifying mutual funds (based on net assets) in the Lipper Mid-Cap classification. Performance is presented net of the funds' fees and expenses, however, applicable sales charges are not taken into consideration.

Buffalo Science & Technology Fund

Annual Total Return as of December 31 of Each Year



Calendar Year-to-Date Return (through June 30, 2004) = 11.32%
 Best Quarter June 30, 2003 = 28.95%
 Worst Quarter June 30, 2002 = -31.24%

Average Annual Total Return as of December 31, 2003

	1 Year	Since Inception*
Buffalo Science & Technology Fund		
Return Before Taxes	62.68%	0.26%
Return After Taxes on Distributions	62.68%	0.26%
Return After Taxes on Distributions and Sale of Fund Shares	40.74%	0.22%
S&P 500 Index ¹	28.68%	-0.55%
Lipper Science & Technology Funds Index ²	51.31%	-8.27%

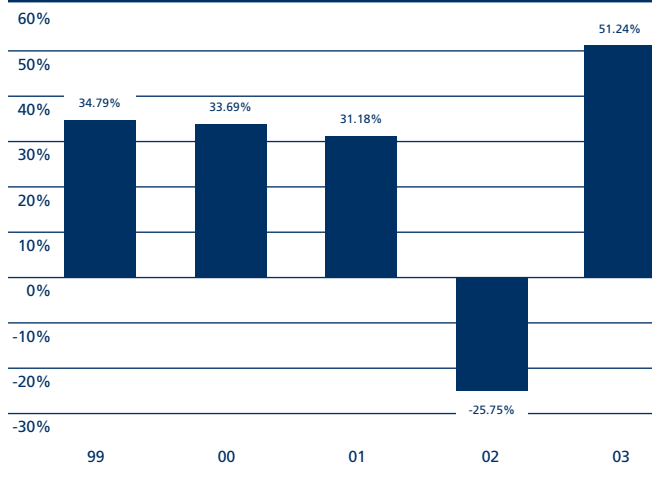
*Buffalo Science & Technology Fund commenced operations on April 16, 2001.

¹The S&P 500 Index is a capitalization weighted index of 500 large capitalization stocks which is designed to measure broad domestic securities markets. The performance of the S&P 500 Index reflects the reinvestment of dividends and capital gains, but does not reflect the deduction of any investment management fees, other expenses or taxes.

²The Lipper Science & Technology Funds Index is an unmanaged, equally weighted performance index of the largest qualifying mutual funds (based on net assets) in the Lipper Science and Technology classification. There are currently 30 funds represented in this index. Performance is presented net of the funds' fees and expenses, however, applicable sales charges are not taken into consideration.

Buffalo Small Cap Fund

Annual Total Return as of December 31 of Each Year



Calendar Year-to-Date Return (through June 30, 2004) = 15.50%
 Best Quarter June 30, 2003 = 30.38%
 Worst Quarter September 30, 2002 = -23.00%

Average Annual Total Return as of December 31, 2003

	1 Year	5 Years	Since Inception*
Buffalo Small Cap Fund			
Return Before Taxes	51.24%	21.56%	17.94%
Return After Taxes on Distributions	51.03%	20.75%	17.21%
Return After Taxes on Distributions and Sale of Fund Shares	33.57%	18.72%	15.53%
S&P Smallcap 600 Index ¹	38.79%	9.67%	5.99%
Russell 2000 Index ²	47.25%	7.13%	3.81%
Lipper Small-Cap Core Funds Index ³	40.90%	9.39%	5.37%

*Buffalo Small Cap Fund commenced operations on April 14, 1998.

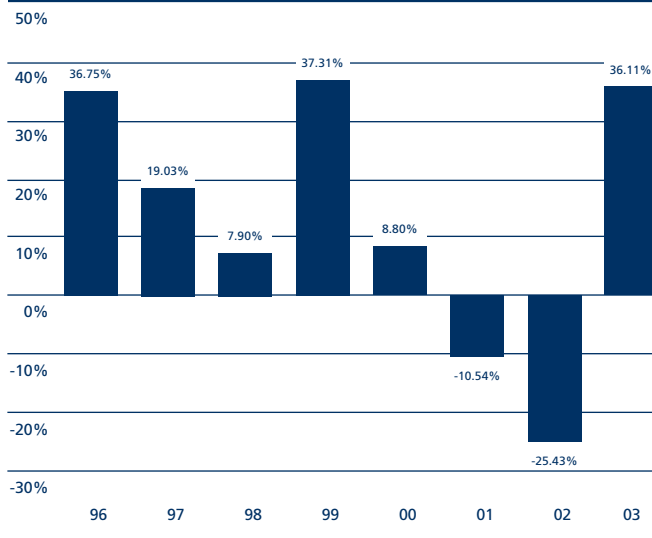
¹ The S&P Smallcap 600 Index consists of 600 domestic stocks chosen for market size, liquidity, bid-asked spread, ownership, share turnover and number of no-trade days and industry group representation. The performance of the S&P Smallcap 600 Index reflects the reinvestment of dividends and capital gains but does not reflect the deduction of any investment management fees, other expenses or taxes.

² The Russell 2000 Index consists of the smallest 2,000 securities in the Russell 3000 Index, representing approximately 10% of the Russell 3000 total market capitalization. The performance of the Russell 2000 Index reflects the reinvestment of dividends and capital gains but does not reflect the deduction of any investment management fees, other expenses or taxes.

³ The Lipper Small-Cap Core Funds Index is an unmanaged, equally weighted performance index of the 30 largest qualifying mutual funds (based on net assets) in the Lipper Small-Cap classification. Performance is presented net of the funds' fees and expenses, however, applicable sales charges are not taken into consideration.

Buffalo USA Global Fund

Annual Total Return as of December 31 of Each Year



Calendar Year-to-Date Return (through June 30, 2004) = 6.23%
 Best Quarter December 31, 1999 = 21.19%
 Worst Quarter September 30, 2002 = -19.58%

Average Annual Total Return as of December 31, 2003

	1 Year	5 Years	Since Inception*
Buffalo USA Global Fund			
Return Before Taxes	36.11%	6.29%	12.00%
Return After Taxes on Distributions	36.11%	5.33%	10.55%
Return After Taxes on Distributions and Sale of Fund Shares	23.48%	5.03%	9.84%
S&P 500 Index ¹	28.68%	-0.57%	11.05%
Lipper Capital Appreciation Funds Index ²	31.15%	0.31%	8.38%
Lipper Global Funds Index ³	31.96%	2.04%	7.42%

*Buffalo USA Global Fund commenced operations on May 19, 1995.

¹ The S&P 500 Index is a capitalization weighted index of 500 large capitalization stocks which is designed to measure broad domestic securities markets. The performance of the S&P 500 Index reflects the reinvestment of dividends and capital gains but does not reflect the deduction of any investment management fees, other expenses or taxes.

² The Lipper Capital Appreciation Funds Index is an equally weighted performance index adjusted for capital gains distributions and income dividends of the 30 largest qualifying funds in the investment objective. Performance is presented net of the funds' fees and expenses, however, applicable sales charges are not taken into consideration.

³ The Lipper Global Funds Index is an unmanaged, equally weighted performance index of the 30 largest qualifying funds in the investment objective (to invest a least 25% of its portfolio in securities traded outside of the United States). Performance is presented net of the funds' fees and expenses, however, applicable sales charges are not taken into consideration.

Fees and Expenses

The following tables describe the fees and expenses that you may pay if you buy and hold shares of each Fund.

	Buffalo Balanced Fund	Buffalo High Yield Fund	Buffalo Large Cap Fund	Buffalo Micro Cap Fund	Buffalo Mid Cap Fund	Buffalo Science & Technology Fund	Buffalo Small Cap Fund	Buffalo USA Global Fund
Shareholder Fees								
(fees paid directly from your investment)								
Maximum Sales Charge (Load)								
Imposed on Purchases	None	None	None	None	None	None	None	None
Maximum Deferred Sales Charge (Load)	None	None	None	None	None	None	None	None
Maximum Sales Charge (Load) Imposed								
on Reinvested Dividends	None	None	None	None	None	None	None	None
Redemption Fee*	None	2.00% [†]	None	2.00% [†]	None	None	None	None
Exchange Fee	None	None	None	None	None	None	None	None

*A \$15 fee is imposed for redemptions by wire.

[†]If you redeem or exchange shares of the Buffalo High Yield Fund or the Buffalo Micro Cap Fund within 180 days of purchase, you will be charged a 2.00% redemption fee.

Annual Fund Operating Expenses (expenses that are deducted from Fund assets)

Management Fees	1.00%	1.00%	1.00%	1.45%	1.00%	1.00%	1.00%	1.00%
Distribution (12b-1) fees	None	None	None	None	None	None	None	None
Other Expenses	<u>0.05%</u>	<u>0.03%</u>	<u>0.04%</u>	<u>0.11%*</u>	<u>0.03%</u>	<u>0.03%</u>	<u>0.01%</u>	<u>0.03%</u>
Total Annual Fund Operating Expenses	1.05%	1.03%	1.04%	1.56%	1.03%	1.03%	1.01%	1.03%

*Because the Buffalo Micro Cap Fund has recently commenced operations, the "Other Expenses" figure shown reflects estimated expenses expected to be incurred for the fiscal period ending March 31, 2005.

Fee Examples

The following examples are intended to help you compare the cost of investing in each Fund with the cost of investing in other mutual funds. The examples assume that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The examples also assume that your investment has a 5% return each year, that dividends and distributions are reinvested, and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions your costs would be:

	1 Year	3 Years	5 Years	10 Years
Buffalo Balanced Fund	\$107	\$334	\$579	\$1,283
Buffalo High Yield Fund	\$105	\$328	\$569	\$1,259
Buffalo Large Cap Fund	\$106	\$331	\$574	\$1,271
Buffalo Micro Cap Fund	\$158	\$491	N/A	N/A
Buffalo Mid Cap Fund	\$105	\$328	\$569	\$1,259
Buffalo Science & Technology Fund	\$105	\$328	\$569	\$1,259
Buffalo Small Cap Fund	\$103	\$322	\$558	\$1,236
Buffalo USA Global Fund	\$105	\$328	\$569	\$1,259

Management and Investment Advisor

Kornitzer Capital Management, Inc., (“KCM” or the “Advisor”) is the manager and investment advisor for each of the Buffalo Funds. KCM was founded in 1989. In addition to managing and advising the Buffalo Funds, it provides investment advisory services to a broad variety of individual, corporate and other institutional clients. As manager, KCM provides or pays the cost of all management, supervisory and administrative services required in the normal operation of the Funds. This includes investment management and supervision; fees of the custodian, independent auditors and legal counsel; fees and expenses of officers, directors and other personnel; rent; shareholder services; and other items incidental to corporate administration. KCM is located at 5420 West 61st Place, Shawnee Mission, KS 66205. As compensation for KCM’s services, each Fund (except the Buffalo Micro Cap Fund) pays KCM a fee each month at the annual rate of 1.00% of each Fund’s average daily net assets (1.45% for the Buffalo Micro Cap Fund).

Operating expenses not required in the normal operation of the Funds are payable by the Funds. These expenses include taxes, interest, governmental charges and fees, including registration of the Funds with the Securities and Exchange Commission and the various states, brokerage costs, dues, and all extraordinary costs including expenses arising out of anticipated or actual litigation or administrative proceedings.

Portfolio Managers

The Buffalo Funds are managed by a team of nine portfolio managers supported by an experienced investment analysis and research staff. The portfolio managers are responsible for the day-to-day management of their respective Funds as indicated below.

John Kornitzer. Mr. Kornitzer is the president and chief investment officer of KCM, and has over 35 years of investment experience. He served as investment manager at several Fortune 500 companies prior to founding KCM in 1989. Mr. Kornitzer received his degree in Business Administration from St. Francis College in Pennsylvania. Mr. Kornitzer is the lead portfolio manager of the Buffalo Balanced Fund.

Kent Gasaway. Mr. Gasaway joined KCM in 1991 and is a Chartered Financial Analyst with more than 21 years of research and management experience. Previously, Mr. Gasaway spent 10 years as an investment professional with Waddell & Reed Mutual Funds Group. He holds a B.S. in Business Administration from Kansas State University. Mr. Gasaway serves as lead portfolio manager of the Buffalo High Yield Fund. He also serves as co-portfolio manager of the Buffalo Large Cap, Buffalo Micro Cap, Buffalo Mid Cap, Buffalo Small Cap, Buffalo Science & Technology and Buffalo USA Global Funds.

Bob Male. Mr. Male is a Chartered Financial Analyst and has more than 15 years of investment research experience. Prior to joining KCM in 1997, he was a senior equity securities analyst with the USAA Investment Management Co. mutual fund group in San Antonio, Texas. He holds a B.S. in Business Administration from the University of Kansas and an M.B.A. from Southern Methodist University. Mr. Male serves as co-portfolio manager of the Buffalo Large Cap, Buffalo Micro Cap, Buffalo Mid Cap, Buffalo Small Cap, Buffalo Science & Technology and Buffalo USA Global Funds.

Grant P. Sarris. Mr. Sarris joined KCM in 2003 and is a Chartered Financial Analyst. He holds a B.A. from the University of Wisconsin and an MBA from the University of Minnesota. Prior to joining KCM, he was with Waddell & Reed in Overland Park, Kansas for 12 years. He served as both a Senior Vice President and as a portfolio manager from 2002-2003 and portfolio manager from 1997-2002. Mr. Sarris serves as co-portfolio manager of the Buffalo Large Cap, Buffalo Micro Cap, Buffalo Mid Cap, Buffalo Small Cap, Buffalo Science & Technology and Buffalo USA Global Funds.

William Kornitzer. Mr. Kornitzer worked for KCM as a research analyst from 1997-2000 and recently rejoined the firm in 2004 as a Senior Vice President and co-portfolio manager of the Buffalo Large Cap and Buffalo USA Global Funds. He was previously an executive director and portfolio manager at USAA Investment Management Company from 2000-2004. Kornitzer received his MBA from Drexel University and his B.S. in Finance from Virginia Tech. Additionally, Mr. Kornitzer is a Chartered Financial Analyst and has over 12 years of investment experience.

Jonathan Angrist. Mr. Angrist joined KCM in 2004 with more than 10 years of investment management and consulting experience. Previously, Mr. Angrist spent 6 years as a private equity investment professional at the leveraged buyout firm Harvest Partners, Inc., serving most recently as a Principal. He holds a B.S. and an MBA from Tulane University. Mr. Angrist serves as co-portfolio manager of the Buffalo Micro Cap Fund.

Elizabeth Jones. Ms. Jones joined KCM in 2003. She was previously a research analyst with Bank of America Capital Management from 2002-2003. She pursued her M.B.A. from Arizona State University from 2000-2002. She was a practicing M.D. for over eight years from 1992-2000. Ms. Jones received a B.S. from Georgetown University, an M.D. from Vanderbilt University, and an M.B.A. from Arizona State University. Ms. Jones serves as co-portfolio manager of the Buffalo Science & Technology Fund. She has three years of investment experience and 11 years of healthcare industry experience.

Dave Carlsen. Mr. Carlsen joined KCM in 2004 and is a Chartered Financial Analyst. Mr. Carlsen was formerly a senior equity research analyst for technology at Strong Capital Management, Inc. in Milwaukee from 2000-2004, and also worked for Northern Capital Management Inc. from 1992-2000. Mr. Carlsen received a B.S. in finance and investments from the University of Wisconsin. Mr. Carlsen serves as co-portfolio manager of the Buffalo Science & Technology Fund and has over 12 years of investment experience.

Clay Brethour. Mr. Brethour joined KCM in 2000 and is a Chartered Financial Analyst. He previously was an equity research analyst with Security Management Group from 1999-2000 and a research analyst with Dain Rauscher Wessels from 1992-1999. Mr. Brethour holds a B.S. in Business-Finance from Kansas State University. Mr. Brethour serves as co-portfolio manager of the Buffalo Science & Technology Fund and has over 12 years of investment experience.

Quasar Distributors, LLC serves as principal underwriter and U.S. Bancorp Fund Services, LLC serves as transfer agent. Quasar Distributors, LLC is located at 615 East Michigan Street, Milwaukee, WI 53202. U.S. Bancorp Fund Services, LLC is located at 615 East Michigan Street, Milwaukee, WI 53202. Until May 1, 2003, Jones & Babson, Inc., Kansas City, Missouri, served as the Buffalo Funds' principal underwriter.

Financial Highlights

The financial highlights tables are intended to help you understand each Fund's financial performance for the past five years (or at least since inception). Certain information reflects financial results for a single share of a Fund. The total returns in the tables represent the rate that an investor would have earned (or lost) on an investment in a Fund, assuming reinvestment of all dividends and distributions. This information has been derived from the Funds' financial statements, which have been audited by Ernst & Young LLP and which are included in the annual report. The Buffalo Funds' annual report is available at no charge upon request. Because the Buffalo Micro Cap Fund has recently commenced operations, there are no financial highlights available at this time.

Buffalo Balanced Fund

Condensed data for a share of capital stock outstanding throughout the period.

	YEARS ENDED MARCH 31,				
	2004	2003	2002 ^(a)	2001	2000
Net asset value, beginning of year	\$ 7.27	\$ 9.27	\$ 8.97	\$ 9.86	\$ 8.87
Income from investment operations:					
Net investment income	0.29	0.20	0.33	0.35	0.57
Net gains (losses) on securities (both realized and unrealized)	2.12	(1.99)	0.23	(0.79)	0.87
Total from investment operations	2.41	(1.79)	0.56	(0.44)	1.44
Less distributions:					
Dividends from net investment income	(0.30)	(0.21)	(0.26)	(0.45)	(0.45)
Distributions from capital gains	—	—	—	—	—
Total distributions	(0.30)	(0.21)	(0.26)	(0.45)	(0.45)
Net asset value, end of year	\$ 9.38	\$ 7.27	\$ 9.27	\$ 8.97	\$ 9.86
Total return	33.50%	(19.32%)	6.48%	(4.58%)	16.78%
Ratios/Supplemental Data					
Net assets, end of year (in millions)	\$ 77	\$ 18	\$ 23	\$ 28	\$ 29
Ratio of expenses to average net assets	1.05%	1.10%	1.08%	1.06%	1.05%
Ratio of net investment income to average net assets	3.47%	2.60%	2.71%	3.72%	5.82%
Portfolio turnover rate	32%	45%	12%	68%	33%

^(a)As required, effective April 1, 2001, the Fund has adopted the provisions of the AICPA Audit and Accounting Guide for Investment Companies and began amortizing premiums on debt securities. The effect of this change for the period ended March 31, 2002 was to decrease net investment income per share by less than 1/2 of a cent, increase net realized and unrealized gains and losses per share by less than 1/2 of a cent, and the ratio of net investment income to average net assets per share was unchanged. Per share, ratios and supplemental data for periods prior to April 1, 2001 have not been restated to reflect this change in presentation.

Buffalo High Yield Fund

Condensed data for a share of capital
stock outstanding throughout the period.

	YEARS ENDED MARCH 31,				
	2004	2003	2002 ^(a)	2001	2000
Net asset value, beginning of year	\$ 9.86	\$ 9.87	\$ 10.24	\$ 10.21	\$ 10.74
Income from investment operations:					
Net investment income	0.43	0.55	0.73	1.05	1.05
Net gains (losses) on securities (both realized and unrealized)	1.38	0.01	(0.34)	0.02	(0.54)
Total from investment operations	1.81	0.56	0.39	1.07	0.51
Less distributions:					
Dividends from net investment income	(0.43)	(0.57)	(0.76)	(1.04)	(1.04)
Distributions from capital gains	—	—	—	—	—
Total distributions	(0.43)	(0.57)	(0.76)	(1.04)	(1.04)
Net asset value, end of year	\$ 11.24	\$ 9.86	\$ 9.87	\$ 10.24	\$ 10.21
Total return	18.56%	5.95%	3.95%	11.16%	4.83%
Ratios/Supplemental Data					
Net assets, end of year (in millions)	\$ 324	\$ 143	\$ 70	\$ 42	\$ 44
Ratio of expenses to average net assets	1.03%	1.03%	1.04%	1.04%	1.04%
Ratio of net investment income to average net assets	3.89%	6.24%	7.63%	10.30%	9.05%
Portfolio turnover rate	51%	33%	36%	54%	16%

^(a) As required, effective April 1, 2001, the Fund has adopted the provisions of the AICPA Audit and Accounting Guide for Investment Companies and began amortizing premiums on debt securities. The effect of this change for the period ended March 31, 2002 was to decrease net investment income per share by less than 1/2 of a cent, increase net realized and unrealized gains and losses per share by less than 1/2 of a cent, and decrease the ratio of net investment income to average net assets from 7.73% to 7.63%. Per share, ratios and supplemental data for periods prior to April 1, 2001 have not been restated to reflect this change in presentation.

Buffalo Large Cap Fund

Condensed data for a share of capital
stock outstanding throughout the period.

	YEARS ENDED MARCH 31,				
	2004	2003	2002	2001	2000
Net asset value, beginning of year	\$ 12.57	\$ 18.14	\$ 17.99	\$ 21.91	\$ 16.95
Income from investment operations:					
Net investment income (loss)	0.01	0.03	(0.03)	0.04	0.01
Net gains (losses) on securities (both realized and unrealized)	5.02	(5.60)	0.39	(1.98)	5.21
Total from investment operations	5.03	(5.57)	0.36	(1.94)	5.22
Less distributions:					
Dividends from net investment income	(0.03)	—	(0.01)	(0.03)	(0.01)
Distributions from capital gains	—	—	(0.20)	(1.95)	(0.25)
Total distributions	(0.03)	—	(0.21)	(1.98)	(0.26)
Net asset value, end of year	\$ 17.57	\$ 12.57	\$ 18.14	\$ 17.99	\$ 21.91
Total return	40.05%	(30.71%)	2.06%	(9.86%)	31.07%
Ratios/Supplemental Data					
Net assets, end of year (in millions)	\$ 58	\$ 36	\$ 54	\$ 43	\$ 34
Ratio of expenses to average net assets	1.04%	1.06%	1.06%	1.04%	1.05%
Ratio of net investment income (loss) to average net assets	0.10%	0.21%	(0.17%)	0.17%	0.04%
Portfolio turnover rate	41%	16%	7%	27%	27%

Buffalo Mid Cap Fund

Condensed data for a share of capital
stock outstanding throughout the period.

YEARS ENDED MARCH 31,
2004 2003

FOR THE PERIOD FROM
DECEMBER 17, 2001
(INCEPTION) TO
MARCH 31, 2002

Net asset value, beginning of period	\$ 7.54	\$ 10.12	\$ 10.00
Income from investment operations:			
Net investment loss	(0.04)	(0.04)	(0.01)
Net gains (losses) on securities (both realized and unrealized)	4.93	(2.54)	0.13
Total from investment operations	4.89	(2.58)	0.12
Less distributions:			
Dividends from net investment income	—	—	—
Distributions from capital gains	—	—	—
Total distributions	—	—	—
Net asset value, end of period	\$ 12.43	\$ 7.54	\$ 10.12
Total return*	64.85%	(25.49%)	1.20%
Ratios/Supplemental Data			
Net assets, end of period (in millions)	\$ 112	\$ 39	\$ 32
Ratio of expenses to average net assets**	1.03%	1.10%	1.16%
Ratio of net investment loss to average net assets**	(0.48%)	(0.59%)	(0.71%)
Portfolio turnover rate	24%	8%	3%

*Total return not annualized for periods less than one full year

**Annualized for periods less than one full year

Buffalo Science & Technology Fund

Condensed data for a share of capital
stock outstanding throughout the period.

YEARS ENDED MARCH 31,
2004 2003

FOR THE PERIOD FROM
APRIL 16, 2001
(INCEPTION) TO
MARCH 31, 2002

Net asset value, beginning of period	\$ 6.01	\$ 10.18	\$ 10.00
Income from investment operations:			
Net investment loss	(0.04)	(0.05)	(0.05)
Net gains (losses) on securities (both realized and unrealized)	5.07	(4.12)	0.23
Total from investment operations	5.03	(4.17)	0.18
Less distributions:			
Dividends from net investment income	—	—	—
Distributions from capital gains	—	—	—
Total distributions	—	—	—
Net asset value, end of period	\$ 11.04	\$ 6.01	\$ 10.18
Total return*	83.69%	(40.96%)	1.80%
Ratios/Supplemental Data			
Net assets, end of period (in millions)	\$ 35	\$ 15	\$ 19
Ratio of expenses to average net assets**	1.03%	1.23%	1.17%
Ratio of net investment loss to average net assets**	(0.55%)	(0.73%)	(0.77%)
Portfolio turnover rate	38%	26%	4%

*Total return not annualized for periods less than one full year

**Annualized for periods less than one full year

Buffalo Small Cap Fund

Condensed data for a share of capital
stock outstanding throughout the period.

	YEARS ENDED MARCH 31,				
	2004	2003	2002	2001	2000
Net asset value, beginning of year	\$ 13.79	\$ 21.08	\$ 14.97	\$ 15.38	\$ 9.49
Income from investment operations:					
Net investment loss	(0.10)	(0.10)	(0.03)	(0.01)	(0.03)
Net gains (losses) on securities (both realized and unrealized)	12.21	(7.16)	6.17	1.27	6.13
Total from investment operations	12.11	(7.26)	6.14	1.26	6.10
Less distributions:					
Dividends from net investment income	—	—	—	—	—
Distributions from capital gains	(0.20)	(0.03)	(0.03)	(1.67)	(0.21)
Total distributions	(0.20)	(0.03)	(0.03)	(1.67)	(0.21)
Net asset value, end of year	\$ 25.70	\$ 13.79	\$ 21.08	\$ 14.97	\$ 15.38
Total return	88.07%	(34.49%)	41.04%	8.95%	64.87%
Ratios/Supplemental Data					
Net assets, end of period (in millions)	\$ 1,705	\$ 686	\$ 1,285	\$ 53	\$ 35
Ratio of expenses to average net assets	1.01%	1.02%	1.01%	1.04%	1.12%
Ratio of net investment loss to average net assets	(0.53%)	(0.55%)	(0.44%)	(0.12%)	(0.27%)
Portfolio turnover rate	22%	24%	6%	31%	42%

Buffalo USA Global Fund

Condensed data for a share of capital
stock outstanding throughout the period.

	YEARS ENDED MARCH 31,				
	2004	2003	2002	2001	2000
Net asset value, beginning of year	\$ 13.04	\$ 18.84	\$ 17.48	\$ 25.01	\$ 16.27
Income from investment operations:					
Net investment income (loss)	0.02	(0.01)	(0.06)	(0.01)	(0.03)
Net gains (losses) on securities (both realized and unrealized)	6.12	(5.79)	1.42	(4.67)	9.71
Total from investment operations	6.14	(5.80)	1.36	(4.68)	9.68
Less distributions:					
Dividends from net investment income	—	—	—	—	(0.02)
Distributions from capital gains	—	—	—	(2.85)	(0.92)
Total distributions	—	—	—	(2.85)	(0.94)
Net asset value, end of year	\$ 19.18	\$ 13.04	\$ 18.84	\$ 17.48	\$ 25.01
Total return	47.11%	(30.79%)	7.78%	(19.80%)	60.72%
Ratios/Supplemental Data					
Net assets, end of year (in millions)	\$ 79	\$ 61	\$ 73	\$ 49	\$ 52
Ratio of expenses to average net assets	1.03%	1.04%	1.05%	1.03%	1.04%
Ratio of net investment income (loss) to average net assets	0.14%	(0.10%)	(0.39%)	(0.05%)	(0.16%)
Portfolio turnover rate	21%	7%	6%	17%	35%

How to Purchase Shares

No Load Funds

- There are no sales commissions or Rule 12b-1 distribution fees charged on investments in a Fund.

How to Buy Shares

To make an initial purchase, your purchase order must be received by the Funds in “good order.” “Good order” means that your purchase includes (1) a completed account application or investment stub, (2) the dollar amount of shares to be purchased, and (3) a check payable to U.S. Bank, N.A., which indicates your investment in a Fund (see chart on page 24 for details on making investments in the Funds). In general, you may purchase shares of the Funds as indicated below.

- By phone, Internet, mail or wire;
- Through Automatic Monthly Investments;
- Through exchanges from another Buffalo Fund; and,
- Cashier’s checks and money orders under \$10,000, third party checks, credit card checks, Treasury checks, traveler’s checks or starter checks will not be accepted as payment.

Minimum Initial Investment

- \$2,500 for regular accounts, unless opened via an exchange;
- \$1,000 for exchanges from another Buffalo Fund.
- \$250 for IRA and Uniform Transfer / Gifts to Minors Accounts; or,
- \$100 initial purchase for any account when an Automatic Monthly Investment Plan is established for at least \$100 per month.

Minimum Additional Investment

- \$100 by phone, Internet or mail;
- \$100 by wire;
- \$100 for Automatic Monthly Investments (“ACH”); and,
- \$100 for exchanges from another Buffalo Fund.

Automatic Monthly Investments

Automatic Monthly Investments are processed in an agreed amount each month that is debited through an ACH transaction from a shareholder’s pre-identified bank account.

Minimum Account Size

You must maintain a minimum account value equal to the current minimum initial investment, which is \$2,500 for regular shareholder accounts, unless opened via an exchange. If your account falls below a minimum due to redemptions and not market action, the Funds may ask you to increase the account size back to the minimum. If you do not bring the account up to the minimum amount within 60 days after the Funds contact you, the Funds may close the account and send your money to you or begin charging you a fee for falling below the minimum account size.

How to Redeem Shares

You may withdraw proceeds from your account at any time subject to the “Timing of Requests” provisions, below. There is no minimum limit for withdrawal via telephone or letter, but the most you can redeem by telephone is \$25,000, provided that you have previously registered for this service. Redemption requests by mail must be received by the Funds in “good order.” For redemption requests, “good order” means that (1) your request should be in writing, indicating the number of shares or dollar amount to be redeemed, (2) the request properly identifies your account number, (3) the request is signed by

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you and any other person listed as an account owner exactly as the shares are registered, and, if applicable (4) the signatures on the request are guaranteed. Amounts over \$25,000 must be made in writing and be signature guaranteed. Additionally, signature guarantees are required when any of the following are true:

- You request redemption proceeds that are being sent to a different payee, bank, or address than that which the Funds have on file;
- You request a redemption to the address of record within 15 days of changing that address;
- You are changing the account registration or sending proceeds to a Buffalo account with a different registration.

For further instructions about signature guarantees, see the “Signature Guarantees” section on page 20.

Shareholders who have an IRA or other retirement plan must indicate on their redemption request whether or not to withhold Federal Income tax. Generally, redemption requests failing to indicate such a withholding election will be subject to 10% withholding. Please refer to your IRA Disclosure statement for more information.

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Shareholder Services
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The following services are also available to shareholders. Please call 1-800-49-BUFFALO (1-800-492-8332) for more information.

- **Uniform Transfers/Gifts to Minors Accounts.**
- **Transfer on Death (“TOD”) Accounts.**
- **Accounts for corporations, partnerships and retirement plans.**
- **Traditional IRA Accounts.**
- **Roth IRA Accounts.**
- **Coverdell Education Savings Accounts.**
- **Simplified Employee Pensions (“SEPs”).**

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How Share Price is Determined
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Shares of each Fund are purchased or redeemed at their net asset value per share next calculated after your purchase order and payment or redemption order is received in “good order” by the Funds. In the case of certain authorized financial intermediaries, such as broker-dealers, fund supermarkets, retirement plan record-keepers or other financial institutions, that have made satisfactory payment or redemption arrangements with the Funds, orders will be processed at the net asset value per share next effective after receipt by such intermediary, consistent with applicable laws and regulations. Other intermediaries may set cut-off times for the receipt of orders that are earlier than the Funds’.

A Fund’s net asset value is calculated by subtracting from the Fund’s total assets any liabilities and then dividing this amount by the total outstanding shares as of the date of the calculation. The net asset value per share is computed once daily, Monday through Friday, at 4:00 p.m. (Eastern Time), on days when the Funds are open for business. The Funds are generally closed on weekends, days when the New York Stock Exchange is not open for unrestricted trading and certain national holidays as disclosed in the SAI.

Each security owned by a Fund that is listed on a securities exchange (including ADRs) is valued at its last sale price on that exchange on the date as of which assets are valued. Where the security is listed on more than one exchange, a Fund will use the price of that exchange that it generally considers to be the principal exchange on which the security is traded. Fund securities listed on the NASDAQ Stock Market, Inc. (“NASDAQ”) will be valued at the NASDAQ Official Closing Price, which may not necessarily represent the last sale price. If there has been no sale on such exchange or on NASDAQ on such day, the security is valued at the closing bid price on such day. When market quotations are not readily available, any security or other asset is valued at its fair value as determined under procedures approved by the applicable Buffalo Fund’s Board. Under these fair value procedures the authority to determine estimates of fair value has been delegated to a valuation committee consisting of members of the Funds’ Advisor and administrator. These fair value procedures are used by the valuation committee to price a security when corporate events, events in the securities market or world events cause the Funds’ management to believe that a security’s last sale price may not reflect its actual market value. By using fair value pricing procedures, the goal is to ensure that the Funds are accurately priced. The effects of using fair value pricing is that the value derived may only best reflect the value as determined, and the real value may vary higher or lower.

Distributions and Taxes

The Buffalo Balanced and Buffalo High Yield Funds pay distributions from net investment income quarterly, usually in March, June, September and December. The Buffalo Large Cap, Buffalo Mid Cap, Buffalo Science & Technology, Buffalo Small Cap and Buffalo USA Global Funds pay distributions from net investment income semi-annually, usually in June and December. The Buffalo Micro Cap Fund pays distributions from net investment income annually, usually in December. Distributions from net capital gains realized on the sale of securities will be declared by each of the Buffalo Balanced, Buffalo Mid Cap, Micro Cap and Small Cap Funds annually on or before December 31 and by each of the Buffalo High Yield, Buffalo Large Cap, Buffalo Science & Technology and Buffalo USA Global Funds semi-annually, usually in June and December. Your distributions will be reinvested automatically in additional shares of the Buffalo Fund in which you have invested unless you have elected on your original application, or by written instructions filed with the applicable Fund, to have them paid in cash (\$10 minimum check amount). The Fund will automatically reinvest all dividends under \$10 in additional shares of the Fund. There are no fees or sales charges on reinvestments. If you elect to receive distributions and/or capital gains paid in cash, and the U.S. Postal Service cannot deliver the check, or if a check remains outstanding for six months, the Funds reserve the right to reinvest the distribution check in your account, at the applicable Fund's current net asset value, and to reinvest all subsequent distributions.

Tax Considerations — In general, if you are a taxable investor, Fund distributions are taxable to you as either ordinary income or capital gains. This is true whether you reinvest your distributions in additional Fund shares or receive them in cash. Every January, you will receive a statement that shows the tax status of distributions you received for the previous year. Distributions declared in December but paid in January are taxable as if they were paid in December.

For federal income tax purposes, Fund distributions of short-term capital gains are taxable to you as ordinary income. Fund distributions of long-term capital gains are taxable to you as long-term capital gains no matter how long you have owned your shares. A portion of income dividends designed by certain Funds may be qualified dividend income eligible for taxation by individual shareholders as long-term capital gain rates, provided certain holding period requirements are met.

If you do not provide the Fund with your proper taxpayer identification number and certain required certifications, you may be subject to backup withholding on any distributions of income, capital gains or proceeds from the sale of your shares. A Fund also must withhold if the IRS instructs it to do so.

When you sell your shares in a Fund, you may realize a capital gain or loss. For tax purposes, an exchange of your Fund shares for shares of a different Buffalo Fund is the same as a sale.

Fund distributions and gains from the sale or exchange of your Fund shares generally are subject to state and local taxes. Non-U.S. investors may be subject to U.S. withholding or estate tax, and are subject to special U.S. tax certification requirements. You should consult your tax advisor about the federal, state, local or foreign tax consequences of your investment in a Fund.

Backup Withholding — By law, the Buffalo Funds must withhold a portion of your taxable distributions and redemption proceeds unless you provide your correct social security/taxpayer identification number, certify that this number is correct, certify that you are not subject to backup withholding, and certify that you are a U.S. person (including a U.S. resident alien). The Buffalo Funds must also withhold if the IRS instructs them to do so. When withholding is required, the amount will be 29% for calendar years 2004 and 2005, and 28% for calendar years 2006 through 2010.

Every January, you will receive a statement that shows the tax status of distributions you received for the previous year. Distributions declared in December but paid in January are taxable as if they were paid in December.

Additional Policies about Transactions

The Buffalo Funds cannot process a transaction request unless it is properly completed as described in this section. To avoid delays, please call the Funds if you have any questions about these policies. The Buffalo Funds reserve the right to cancel or change these transaction policies at any time with or without notice.

If you wish to purchase (or redeem) shares of a Buffalo Fund through a broker, a fee may be charged by that broker. You may also contact the Buffalo Funds directly to purchase and redeem shares of the Funds without this fee. In addition, you may be subject to other policies or restrictions of the broker, such as higher minimum account value.

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Purchases — The Buffalo Funds may reject purchase orders when they are not received by the Funds in “good order” or when it is in the best interest of the Funds and its shareholders to do so. If your check or automated clearinghouse (“ACH”) does not clear, you will be charged a fee of \$25.

Please note that the Buffalo Micro Cap, Buffalo Small Cap and Buffalo High Yield Funds are currently closed to purchases through broker dealers. The Advisor believes that closing these Funds to these distribution channels is the best way to ensure these Funds can best achieve their investment objectives. These Funds may open to purchases by broker dealers in the future if, in consultation with the Advisor, the Funds’ Board of Trustees deems it is in a Fund’s best interests to do so. If a Fund opens to purchases by broker dealers in the future, allocations to individual purchasers may be limited to a certain dollar size. These funds are currently open to direct investments, investments by existing shareholders and to 401(k) plans. However, these channels could close in the future if the Advisor determines it is in the best interests of shareholders.

Redemptions — The Buffalo Funds try to send proceeds to the proper party, as instructed, as soon as practicable after a redemption request has been received in “good order” and accepted. But the Funds reserve the right, under certain circumstances, to delay the payment of redemption proceeds up to seven days (as allowed by applicable law).

The Funds cannot accept requests that contain special conditions or effective dates, and the Funds may request additional documentation to ensure that a request is genuine. Under certain circumstances, the Funds may pay you proceeds in the form of portfolio securities owned by the Buffalo Fund from which you are redeeming shares. If you receive securities instead of cash, you will incur brokerage costs when converting the securities into cash and will bear any market risk until such securities are converted. Additionally, if the Funds redeem their securities in this manner, you will realize a capital gain or loss for federal income tax purposes on each security so redeemed.

If you request a redemption within 12 days of purchase, the Funds will delay sending your proceeds until unconditional payment has been collected. This may take up to 12 days from the date of purchase. For your protection, if your account address has been changed within the last 15 days, your redemption request must be in writing and signed by each account owner, with signature guarantees. The right to redeem shares may be temporarily suspended in emergency situations as permitted by federal law.

Shareholders who have an IRA or other retirement plan must indicate on their redemption request whether or not to withhold federal income tax. Redemption requests failing to indicate an election not to have tax withheld will generally be subject to 10% withholding.

Redemption Fee — If shares of the Buffalo High Yield or the Buffalo Micro Cap Funds are sold or exchanged within 180 days of their purchase, a redemption fee of 2.00% of the value of the shares sold or exchanged will be assessed. The redemption fee does not apply to shares purchased through reinvested distributions (dividends and capital gains). The redemption fee is retained by the Fund to help pay transaction and tax costs that long-term investors may bear when the Fund incurs brokerage or other transaction expenses and/or realizes capital gains as a result of selling securities to meet investor redemptions.

Market Timers — The Funds may refuse to sell shares to market timers and will take actions necessary to stop market timing activity, including closing any account to new purchases believed to be held by or for a market timer. You will be considered a market timer if you (i) request a redemption or exchange of a Fund’s shares within ninety days or less of an earlier purchase or exchange request, (ii) make investments of large amounts followed by a redemption or exchange request in close proximity to the purchase or (iii) otherwise seem to follow a timing pattern. Shares under common ownership or control are combined for these purposes.

Closure of the Fund — The Advisor retains the right to close any Buffalo Fund or partially close any Fund if it is determined to be in the best interest of shareholders. The Buffalo Micro Cap Fund intends to close to all new investors at approximately \$250 million of assets. Based on market and Fund conditions, the Advisor may decide to close the Fund to new investors, all investors or certain classes of investors (such as Fund supermarkets) at any time.

Signature Guarantees — Generally signature guarantees will be accepted from domestic banks, brokers, dealers, credit unions, national securities exchanges, registered securities associations, clearing agencies and savings associations, as well as from participants in the New York Stock Exchange Medallion Signature Program and the Securities Transfer Agents Medallion Program (“STAMP”). A notarized signature from a notary public *is not* a signature guarantee. For your protection, the Funds require a guaranteed signature if you request:

- A redemption check sent to a different payee, bank or address than that which the Funds have on file;
- A redemption check mailed to an address that has been changed within the last 15 days;

- A redemption for \$25,000 or more in writing; and,
- A change in account registration or redemption instructions.

Corporations, Trusts and Other Entities — Persons who want to purchase or redeem shares of a Buffalo Fund on behalf of a corporation, in a fiduciary capacity, or in any other representative or nominee capacity must provide the Funds with appropriate documentation establishing their authority to act. The Funds cannot process requests until all required documents have been provided. Please call the Funds if there are questions about what documentation is required.

Exchanges to Another Fund — You must meet the minimum investment requirement of the new Buffalo Fund in which you wish to exchange your shares. You must also keep a minimum balance in the account of the Fund out of which you are exchanging shares, unless you wish to close that account. The names and registrations on both accounts must be identical. Your shares must have been held in an open account for 15 days or more, and the Funds must have received full payment before an exchange will be processed. You should familiarize yourself with the new Buffalo Fund in which you are investing. All Shareholders are able to perform exchanges by telephone automatically.

Telephone/Internet Services — During periods of increased market activity, you may have difficulty reaching the Funds by telephone. If this happens, contact the Buffalo Funds by mail or by accessing the Funds web site at www.buffalofunds.com on the World Wide Web. The Funds may refuse a telephone request, including a request to redeem shares of a Fund. The Funds will use reasonable procedures to confirm that telephone instructions are genuine. If such procedures are followed neither the Funds nor any person or entity that provides services to the Buffalo Funds will be liable for any losses due to unauthorized or fraudulent instructions. The Funds reserve the right to limit the frequency or the amount of telephone redemption requests.

Shareholder Information — To help lower the impact of operating costs, the Funds attempt to eliminate mailing duplicate documents to the same address. When two or more Buffalo Fund shareholders have the same last name and address, the Funds may send only one Prospectus, annual report, semiannual report, general information statement or proxy to that address rather than mailing separate documents to each shareholder. Shareholders may opt out of this single mailing at any time by calling the Buffalo Funds, 1-800-49-BUFFALO (1-800-492-8332), and requesting the additional copies of Fund documents.

Timing of Requests — Your price per shares will be the net asset value (“NAV”) next computed after your request is received in good order by the Funds, their agents or an authorized financial intermediary. All requests received in good order before the close of regular trading on the NYSE (4:00 p.m. Eastern time) will be executed at the NAV computed on the same day. Requests received after the close of regular trading on the NYSE will receive the next business day’s NAV.

Anti-Money Laundering Policy — In compliance with the USA PATRIOT Act of 2001, please note that the Funds’ transfer agent may verify certain information on your account application as part of the Funds’ Anti-Money Laundering Compliance Program. As requested on the application, you should supply your full name, date of birth, social security number and permanent street address. Mailing addresses containing a P.O. Box will not be accepted. Until such verification is made, the Funds may temporarily limit additional share purchases. In addition, the Funds may limit additional share purchases or close an account if it is unable to verify your identity. As required by law, the Funds may employ various procedures, such as comparing the information to fraud databases or requesting additional information or documentation from you, to ensure that the information supplied by you is correct. If the Funds do not have a reasonable belief of your identity, the account will be rejected or you will not be allowed to perform a transaction on the account until such information is received. The Funds may also reserve the right to close the account within five business days if clarifying information/documentation is not received. Please contact the Funds’ transfer agent at 1-800-492-8332 if you need additional assistance when completing your application.

Privacy Policy

This Privacy Policy has been adopted by the Buffalo Balanced Fund, Inc., Buffalo Large Cap Fund, Inc., Buffalo High Yield Fund, Inc., Buffalo Science & Technology Fund, Buffalo Small Cap Fund, Inc., Buffalo USA Global Fund, Inc., Buffalo Mid Cap Fund and Buffalo Micro Cap Fund (hereafter, the “Funds”). The Funds are each an open-end diversified management investment company registered under the Investment Company Act of 1940 (the “1940 Act”).

This Privacy Policy has also been adopted by Kornitzer Capital Management, Inc. (“Kornitzer”) an investment adviser registered with the Securities and Exchange Commission that serves as the investment adviser and manager of the Funds.

The Funds and Kornitzer are collectively referred to as the “Companies,” “we,” “our” or “us.”

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As a part of providing you services and products we collect non-public personally identifiable information (“Personal Information”) about you. Some of this is information you provide and some is obtained from other sources. In some circumstances, a necessary part of providing products and services to you requires that we disclose Personal Information about you to third parties.

We want you to understand how we handle your Personal Information. Please read the Privacy Policy carefully. It has information about our policies for the collection, use, disclosure, and protection of your Personal Information. If you have any questions, you can obtain additional information from the following:

Buffalo Funds
c/o U.S. Bancorp Fund Services, LLC
P.O. Box 701
Milwaukee, Wisconsin 53201-0701
1-800-492-8332
www.buffalofunds.com

Please be aware that we periodically update or revise the Privacy Policy. As methods of doing business change, we reflect any applicable changes in our Privacy Policy. If you are our customer, we will send you an update as and when it occurs.

SALE/DISCLOSURE OF YOUR PERSONAL INFORMATION

We promise that we will not sell your Personal Information to any person.

Also, we will not disclose your Personal Information to any third person aside from the disclosures described below. These disclosures generally relate to marketing or maintaining products or services provided to you.

WHAT INFORMATION DO WE COLLECT?

Personal, Financial and Product Information

To be able to offer, provide and maintain these products and services, the Companies collect a variety of Personal Information about you. The Personal Information we collect will vary depending upon the product or service you select. The following is a general list of the Personal Information. Not all of the Personal Information will be collected every time you do business with us.

Personal Information

- Name
- Address
- Birthdate
- Phone number
- Social Security number
- Mother’s maiden name
- E-mail address
- Product-Related Personal Information
- Product Activity History (things you have done with your mutual funds such as deposits, transfers, redemptions, etc.)

GENERAL PRIVACY PROCESSES

How do we collect Personal Information?

We use a variety of methods to collect Personal Information. We collect Personal Information directly from you with paper forms (for example, new account and other administrative forms), over the phone or through facsimile transmissions. We also collect Personal Information from our web site and through other electronic means. We collect some Personal Information through joint marketing programs where we offer a product or service through another financial institution. In some of these instances, you may be considered a customer of both entities.

Who has access to this Personal Information?

Generally, only the Companies’ staff and certain companies working on the Companies’ behalf have access to this Personal Information.

Those Working on Our Behalf

Depending on the product or service you select, there may be a number of third parties that will have access to your Personal Information since they are working on our behalf. This access is necessary because these third parties perform a

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task or provide administrative services for the product you seek or have purchased from us. If we do not share the Personal Information, we cannot provide you the product or service you requested. In certain cases, affiliates are the entities performing such services on our behalf.

When we share Personal Information with non-affiliated companies working on our behalf, we protect your Personal Information by requiring such companies to adopt our privacy policy or have a policy providing protection similar to ours.

Required Disclosures

Certain Personal Information may also be disclosed to third parties without your consent if disclosure is necessary to comply with 1) legal processes, 2) to protect the rights, property, or personal safety of the Funds, their shareholders or the public, 3) as part of inspections or examinations conducted by our regulatory agencies and 4) in other situations required by law.

Joint Marketing

In certain circumstances, the Companies may jointly market a product or service with another financial institution. In these circumstances, we have arranged to offer our products through these entities and their representatives or through electronic systems (for example, the Internet).

The Companies may make other disclosures authorized by law.

Requested Disclosures

We will disclose your Personal Information if you request it to those persons that you designate. Examples of this are to: members of your family; registered investment advisers, attorneys and CPAs who you have retained to advise you in a transaction; persons whom you have designated to represent you in dealings with us.

What do we do with the Personal Information?

The Companies make use of the Personal Information to provide you with the financial products and services that we offer.

At the point that you cease being a customer, we will maintain your Personal Information and handle it just the same as our current customers.

The Companies restrict access to the Personal Information to those who need to know it for ordinary business purposes. We also maintain physical, electronic, and procedural safeguards that comply with federal standards to guard your Personal Information.

What are your options regarding corrections of Personal Information?

Generally, upon your written request, we will make available Personal Information for your review. Please note, Personal Information collected that relates to a disputed claim or legal proceeding will not be made available. If you notify us that the Personal Information is incorrect, we will review it and if we agree, correct our records. If we do not agree, you may submit a short comment, which we will include in future third party disclosures, if any occur, of Personal Information.

Conducting Business with the Buffalo Funds

	BY PHONE OR INTERNET	HOW TO OPEN AN ACCOUNT
 	<p>1-800-49-BUFFALO (1-800-492-8332) www.buffalofunds.com</p> <p>You must authorize each type of transaction on your account application or on the appropriate form. If you call, the Funds' representative may request personal identification and tape-record the call.</p>	<p>If you already have a Buffalo Fund account, you may open an account in another Buffalo Fund (\$1,000 minimum). The names and registrations on the accounts must be identical.</p>
	<p>BY MAIL</p> <p>All Purchases and Redemptions: Regular Mail Buffalo Funds c/o U.S. Bancorp Fund Services, LLC P.O. Box 701 Milwaukee, WI 53201-0701</p> <p>Registered/Overnight Mail: Buffalo Funds c/o U.S. Bancorp Fund Services, LLC 615 East Michigan Street Milwaukee, WI 53202-5207</p>	<p>Complete and sign the application that accompanies this Prospectus. Your initial investment must meet the account minimum requirement. Make your check payable to Buffalo Funds and be sure to indicate the name of the Fund in which you are investing.</p>
	<p>BY WIRE</p> <p>U.S. Bank, N.A. 777 E. Wisconsin Ave. Milwaukee, WI 53202 ABA# 075000022 Credit: U.S. Bancorp Fund Services, LLC A/C#112-952-137 Further Credit: (Name of specific Buffalo Fund) (Shareholder name and account number)</p>	<p>First, contact the Funds by phone to make arrangements with a telephone representative to send in your completed application via facsimile. Within 24 hours of receipt of the faxed application, a telephone representative will provide you with an account number and wiring instructions. You may then contact your bank to wire funds according to the instructions you are given. Your initial purchase will be placed as of the date the funds are received provided the funds are received before the close of the market. If the funds are received after the close of the market, your shares will be purchased using the next business day's closing NAV. Mail your original application to the Buffalo Funds.</p>
	<p>THROUGH AUTOMATIC TRANSACTION PLANS</p> <p>You must authorize each type of automatic transaction on your account application or complete an authorization form, which you can obtain from the Funds by request. All registered owners must sign.</p>	<p>Not applicable.</p>

HOW TO ADD TO AN ACCOUNT	HOW TO SELL SHARES	HOW TO EXCHANGE SHARES
<p>You may make additional investments (\$100 minimum) by telephone/on-line. After the Funds receive and accept your request, the Funds will deduct from your checking account the cost of the shares.</p> <p>Availability of this service is subject to approval by the Funds and the participating banks.</p>	<p>You may withdraw any amount up to \$25,000 by telephone/on-line, provided that you have registered for this service previously. The Funds will send money only to the address of record, via ACH or by wire.</p>	<p>You may exchange existing shares (\$1,000 minimum exchange) for shares in another Buffalo Fund. The shares being exchanged must have been held in an open account for 15 days or more.</p>
<p>Make your check (\$100 minimum) payable to Buffalo Funds and mail it to the Funds. Always identify your account number or include the detachable investment stub (from your confirmation statement).</p>	<p>In a letter, include the genuine signature of each registered owner (exactly as registered), the name of each account owner, the account number and the number of shares or the dollar amount to be redeemed. The Funds will send money only to the address of record, via ACH or by wire.</p>	<p>In a letter, include the genuine signature of each registered owner, the account number, the number of shares or dollar amount to be exchanged (\$100 minimum) and the name of the Buffalo Fund into which the money is being transferred.</p>
<p>Wire share purchases (\$100 minimum) should include the names of each account owner, your account number and the name of the Fund in which you are purchasing shares. In order to obtain wiring instructions, and to ensure proper credit, please notify the Funds prior to sending a wire purchase order.</p>	<p>Redemption proceeds (\$1,000 minimum) may be wired to your pre-identified bank account. A \$15 fee is charged. If your written request is received before 4:00 P.M. (Eastern Time) the Funds will normally wire the money on the following business day. If the Funds receive your written request after 4:00 P.M. (Eastern Time), the Funds will normally wire funds on the second business day. Contact your bank about the time of receipt and availability.</p>	<p>Not applicable.</p>
<p>Automatic Monthly Investment: You may authorize automatic monthly investments in a constant dollar amount (\$100 minimum) from your checking account. The Funds will draft your checking account on the same day each month in the amount you authorize via ACH. In order to participate in the Automatic Monthly Investment Plan, your bank must be a member of the ACH system.</p>	<p>Systematic Redemption Plan: You may specify a dollar amount (\$50 minimum) to be withdrawn monthly or quarterly or have your shares redeemed at a rate calculated to exhaust the account at the end of a specified period. You must own shares in an open account valued at \$10,000 when you first authorize the systematic redemption plan. You may cancel or change your plan or redeem all your shares at any time. The Funds will continue withdrawals until your shares are gone or until the Fund or you cancel the plan.</p>	<p>Systematic Exchanges: You may authorize systematic exchanges from your account (\$100 minimum to an existing Buffalo Account and \$1,000 to a new Buffalo account) to another Buffalo Fund. Exchanges will be continued until all shares have been exchanged or until you terminate the service.</p>

BUFFALO FUNDS

Additional Information

The Statement of Additional Information (“SAI”) contains additional information about the Funds and is incorporated by reference into this Prospectus. The Funds’ annual and semi-annual reports to shareholders contain additional information about each of the Buffalo Fund’s (except the Buffalo Micro Cap Fund) investments and are incorporated herein by reference. In the annual report, you will find a discussion of the market conditions and investment strategies that significantly affected each Fund’s performance during the last fiscal year.

You may obtain a free copy of these documents by calling, writing or e-mailing the Funds as shown below. You also may call the toll-free number given below to request other information about the Funds and to make shareholder inquiries.

You may review and copy the SAI and other information about the Funds by visiting the Securities and Exchange Commission’s Public Reference Room in Washington, DC (202-942-8090) or by accessing the EDGAR database on the Commission’s Internet site at <http://www.sec.gov>. Copies of this information also may be obtained, upon payment of a duplicating fee, by writing to the Public Reference Section of the Commission, Washington, D.C. 20549-0102 or by sending an e-mail request to publicinfo@sec.gov.



1-800-49-BUFFALO
(1-800-492-8332)
www.buffalofunds.com

Investment Company Act file numbers

811-8364 Balanced Fund
811-8898 High Yield Fund
811-8900 Large Cap Fund
811-10303 Micro Cap Fund
811-10303 Mid Cap Fund
811-10303 Science &
Technology Fund
811-8509 Small Cap Fund
811-8896 USA Global Fund