

PENNSYLVANIA TREASURY

ANNUAL INVESTMENT REPORT

FISCAL YEAR ENDING JUNE 30, 2012



PENNSYLVANIA

TREASURY

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The following report was prepared pursuant to Act 53 of 2008 (Act), which amended various provisions of the Act of April 9, 1929 (P.L. 343, No. 176), known as the Fiscal Code. Specifically, Section 301.3 of the Act requires the State Treasurer to submit an Annual Investment Report by November 30 to the Governor and to the State House and State Senate Chairperson and Minority Chairperson of both the Appropriations and Finance committees for the most recently-ended fiscal year.

Additional information pertaining to the custodial and investment functions performed by the Pennsylvania Treasury, along with an overview of the Commonwealth Investment Program, are also included herein.



TREASURY DEPARTMENT
COMMONWEALTH OF PENNSYLVANIA
HARRISBURG, PA 17120

November 30, 2012

The Honorable Thomas W. Corbett
Governor
Commonwealth of Pennsylvania
Room 225 Main Capitol Building
Harrisburg, Pennsylvania 17120

RE: Pennsylvania Treasury Annual Investment Report

Dear Governor Corbett:

I am pleased to present the Pennsylvania Treasury Annual Investment Report pursuant to Act 53 of 2008.

If you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "R M McCord".

Robert M. McCord
State Treasurer

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**ABOUT THE
PENNSYLVANIA TREASURY**

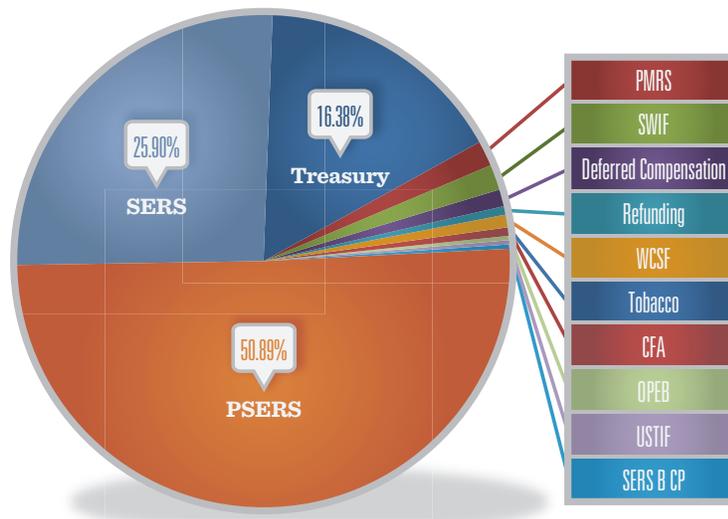


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PENNSYLVANIA TREASURY

Pennsylvania’s Constitution established the Pennsylvania Treasury Department as an independent executive office. The State Treasurer – who is elected by the voters of Pennsylvania – serves as the department’s chief executive, as well as the Commonwealth’s chief financial officer. In that capacity, the Treasurer serves, among other things, as custodian and investor.

As statutory custodian, the State Treasurer monitors and safeguards virtually all state agency funds, which totaled approximately \$95 billion as of June 30, 2012. The composition of those funds is provided in the following chart. This role also requires the Treasurer to collect interest and dividends, execute securities transactions, and handle daily trade settlements.

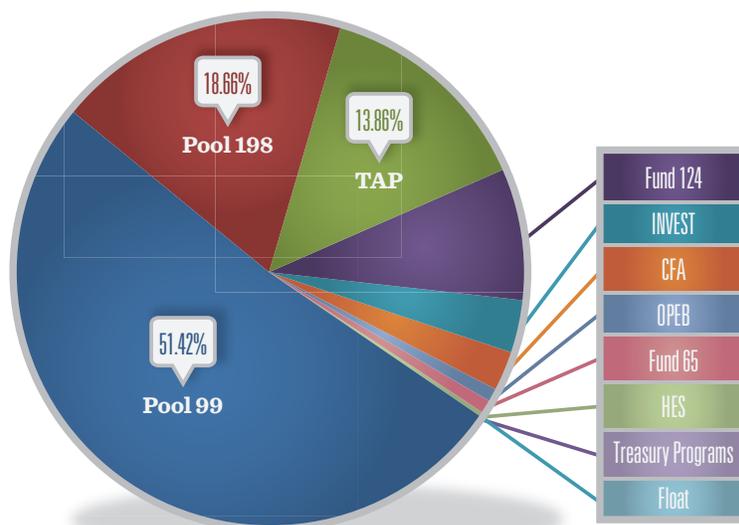


PROGRAMS	NET ASSET VALUE	% UNDER CUSTODY
Public School Employees’ Retirement System (PSERS)	\$48,331,411,386	50.89%
State Employees’ Retirement System (SERS)	\$24,596,934,184	25.90%
Treasury ⁽¹⁾	\$15,553,504,167	16.38%
Pennsylvania Municipal Retirement System (PMRS)	\$1,535,630,864	1.62%
State Workers’ Insurance Fund (SWIF)	\$1,508,661,413	1.59%
Deferred Compensation	\$1,005,298,911	1.06%
Refunding	\$726,715,239	0.77%
Workmen’s Compensation Security Fund (WCSF)	\$646,930,766	0.68%
Tobacco	\$429,176,126	0.45%
Commonwealth Financing Authority (CFA)	\$400,746,496	0.42%
Other Post-Employment Benefits (OPEB)	\$132,279,966	0.14%
Underground Storage Tank Indemnification Fund (USTIF)	\$106,979,142	0.11%
SERS Benefit Completion Plan (SERS BCP)	\$1,442,582	0.00%
Total Under Custody	\$ 94,975,711,242	100%

(1) Treasury includes Pool 198, Pool 99, Fund 65, Fund 196, HES, INVEST, Float, TAP, Safekeeping, Deferred Comp Short Term, Unclaimed Property and Miscellaneous.

In his investing function, the Treasurer manages and invests any funds in excess of the Commonwealth’s current operational needs, unless those funds are explicitly under the control of another board, commission, or state official.

Of the approximately \$95 billion in state agency funds under Treasury custody on June 30, 2012, Treasury directly managed \$16.1 billion, as illustrated here:



PROGRAMS	NET ASSET VALUE	% UNDER CUSTODY
Pool 99	\$ 8,312,132,740	51.42%
Pool 198	\$ 3,015,796,744	18.66%
PA 529 College Savings Program (TAP)	\$ 2,240,564,652	13.86%
Fund 124	\$ 1,371,950,354	8.49%
INVEST Program	\$ 543,357,287	3.36%
Commonwealth Financing Authority (CFA)	\$ 400,746,496	2.48%
Other Post-Employment Benefits (OPEB)	\$ 132,279,966	0.82%
Fund 65	\$ 107,337,187	0.66%
HES	\$ 27,084,631	0.17%
Treasury Programs	\$ 13,098,809	0.08%
Float	\$ 4,411	0.00%
Total Directly Managed	\$ 16,164,353,278	100%

Pool 99 is the Commonwealth Operating Funds Liquidity Pool.

Pool 198 is the Commonwealth Operating Funds Investment Pool.

Fund 124 is comprised of the excess cash of the Commonwealth agencies’ investment managers.

CFA is an independent agency of the Commonwealth administering Pennsylvania’s economic stimulus packages.

OPEB is a pool for other post-employment benefits.

Fund 65 is the Workers Compensation Security Fund.

HES is a program that provides investment management services for monies from certain higher education institutions.

Treasury Programs is comprised of multiple internally managed programs.

Float is a one-day investment of expended but uncashed payments at Commonwealth depositories.

For Fiscal Year 2011-12, Pennsylvania Treasury's General Fund General Government Operations appropriation equaled approximately \$31.7 million. It ended the fiscal year with a staff of 399 employees. The state's current Treasurer, Robert M. McCord, took office in January 2009.

Beyond simply managing funds and investments on behalf of state agencies, the Treasurer's investment function also serves families, local governments, as well as charitable and nonprofit organizations through two specialized Treasury programs: the tuition account program and the INVEST program.

Treasury markets its tuition account program as the PA 529 College Savings Program, and it invests the contributed assets of the PA 529 Guaranteed Savings Plan – one of two plans available through the program. As of June 30, 2012, the PA 529 GSP served approximately 62,000 account owners with more than 97,000 accounts as a tool to help them meet eligible higher education expenses.

Treasury's INVEST Program is designed specifically to offer a safe and liquid investment alternative to local government and nonprofit groups. The program offers two funds: the INVEST Daily Fund and the INVEST Community Fund. The program also offers periodic custom investment opportunities for longer-term investment needs.

Treasury administers the INVEST Daily Fund on behalf of local governmental bodies within Pennsylvania. The INVEST Community Fund is a very similar fund administered on behalf of participating Pennsylvania nonprofits. The department's investment staff manage both funds, which do not require minimum investment periods, minimum account balances, or notifications prior to redeeming funds.

Standard and Poor's rates both funds "AAAm" – its highest possible rating for such funds – signifying the extremely strong capacity of each to maintain principal value and limit exposure to losses due to credit, market, and/or liquidity risks.

The INVEST Program's two pools paid \$248,903 to 570 participants in FY 11-12.

PRUDENT INVESTOR STANDARD

Act 53 of 2008 modified the Treasurer’s investment authority from a “Prudent Person” to “Prudent Investor” standard, including specific investment criteria accounting for economic conditions, liquidity, maintenance of principal, and other factors. The standard requires Treasury’s chief executive to act as a fiduciary with care, skill, prudence and diligence given prevailing market conditions and anticipated funding needs when investing, reinvesting, purchasing, acquiring, exchanging, selling, or managing public funds.

Treasury’s “prudent investor” mandate means the department must exercise careful judgment when determining which investments are appropriate for each Commonwealth fund based upon different criteria such as income needs, cash flow requirements, investment time horizons, and risk tolerance. Sometimes, these judgments must also take into account different legal standards that limit the particular kinds of investments each fund could hold.

Treasurer McCord continually seeks quality investments – those that protect principal yet are projected to outperform benchmarks – in order to maximize the benefit to the Commonwealth and its citizens. At the same time, the Treasurer actively pursues promising investment opportunities that offer a reasonable risk-adjusted rate of return, but also help to strengthen certain strategically important segments of Pennsylvania’s economy.

ABOUT POOL 99 AND POOL 198

When managing the Commonwealth's assets, Treasury does more than simply act as a checking account. It looks for opportunities to generate returns using a variety of investment strategies and vehicles. In doing so, it must take into account each operating fund's liquidity needs. Accordingly, Treasury's Commonwealth Investment Program consists of two separate pools.

The first, known as "Pool 99," seeks to maintain a stable net asset value of \$1 per share by investing exclusively in fixed-income securities, primarily of short duration. Thus, Pool 99 is designed to generate income while minimizing investment volatility. This helps to protect principal and ensures ready access to account balances through investments with easy liquidity. Pool 99's permitted investments include U.S. Treasury securities, federal agency securities, certificates of deposit, commercial paper, money market funds, repurchase agreements, and similar short-term fixed-income instruments.

For assets in excess of liquidity needs, Treasury uses "Pool 198." This variable net asset value investment vehicle uses longer-term fixed income, alternative investments, and equity securities to generate enhanced investment returns over time. Funds in Pool 198 are intended to weather short-term ups and downs in the market in the interest of long-term capital appreciation.

Pool 198 operates much like a mutual fund: depending on market conditions, an account owner who makes a withdrawal may realize a gain or a loss. Shares in Pool 198 are priced at the most recent net asset value per share, which fluctuates daily. Consequently, if a participant's average cost per share (based on its own history of purchases and redemptions) is less than the share price on the day of redemption, the participant will realize a capital gain on the shares redeemed. Conversely, if a participant's average cost per share exceeds the share price on the day of redemption, the participant will realize a capital loss on the shares redeemed.

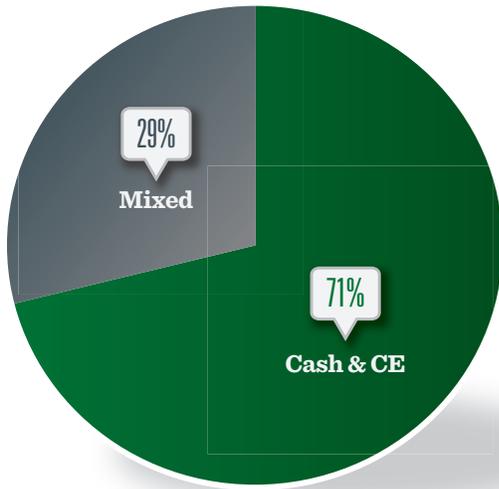
FISCAL YEAR 2011-12 CHANGE IN BALANCES

Overall, the Commonwealth Investment Program balance increased during the 2011-2012 fiscal year. On June 30, 2011, the combined net asset value of Pools 99 and 198 was slightly more than \$11.1 billion. One year later, the pools' NAV increased to \$11.3 billion, which represented an increase of \$200 million, or 2%.

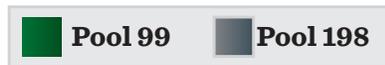
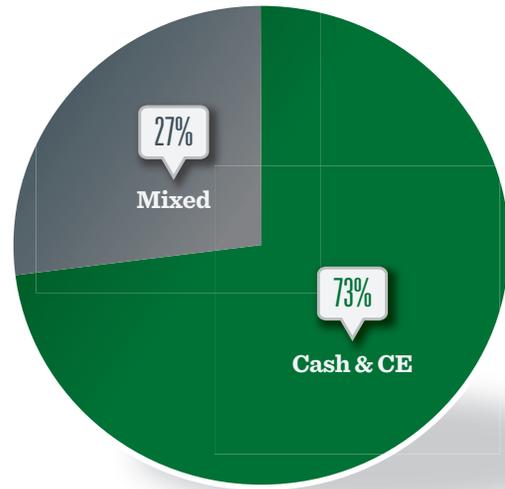
As illustrated in the following charts, the balance in Pool 99 increased by approximately \$386 million or 5% during this period, while the balance in Pool 198 decreased by approximately \$162 million or 5%. These incremental relative changes are explained by normal cash flow considerations and investment market movements.

The following charts illustrate the combined increase in the net asset value of Pools 99 and 198 between fiscal years 2010-11 and 2011-12.

Commonwealth Investment Program Summary
June 30, 2011



Commonwealth Investment Program Summary
June 30, 2012



Investment Pool	Net Asset Value	Program %	Strategy
Pool 99	\$7,926,089,762	71.38%	Cash & CE
Pool 198	3,177,393,391	28.62%	Mixed
	\$11,103,483,152	100.00%	

Investment Pool	Net Asset Value	Program %	Strategy
Pool 99	\$8,312,132,740	73.38%	Cash & CE
Pool 198	3,015,796,744	26.62%	Mixed
	\$11,327,929,484	100.00%	

A “Commonwealth Investment Program Shareholder Summary” as of June 30, 2012 is reflected on page 26 to this report.

STATUTORY ANNUAL INVESTMENT REPORTING REQUIREMENTS



PENNSYLVANIA

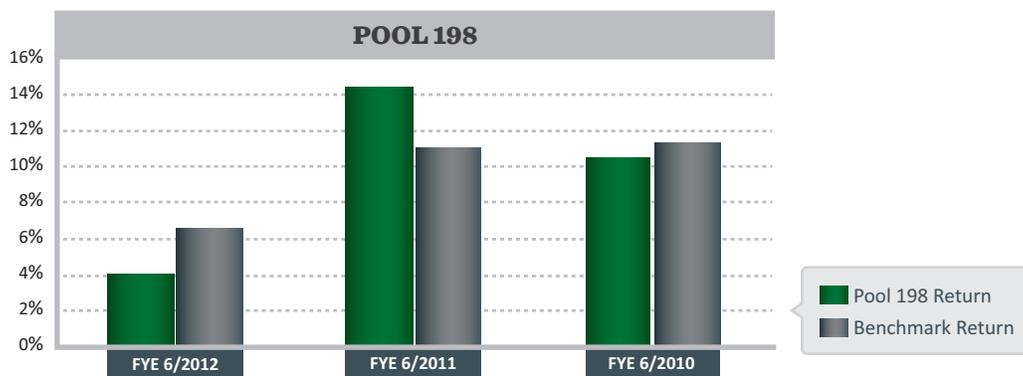
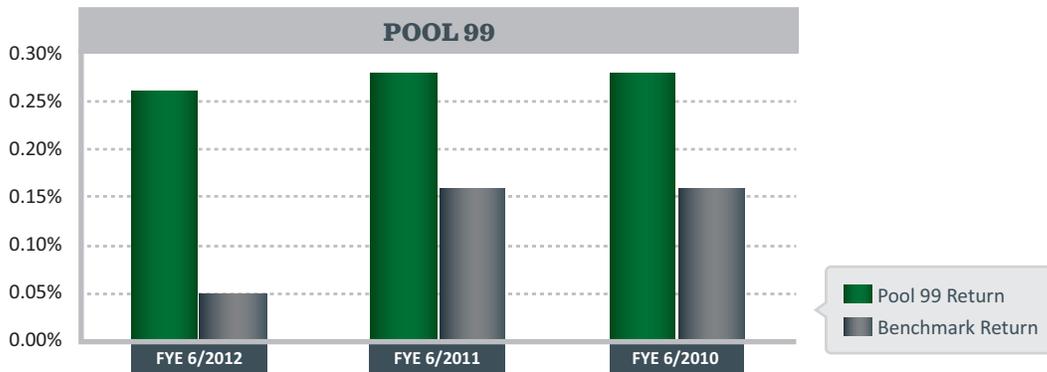
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INVESTMENT STATUS AND PERFORMANCE

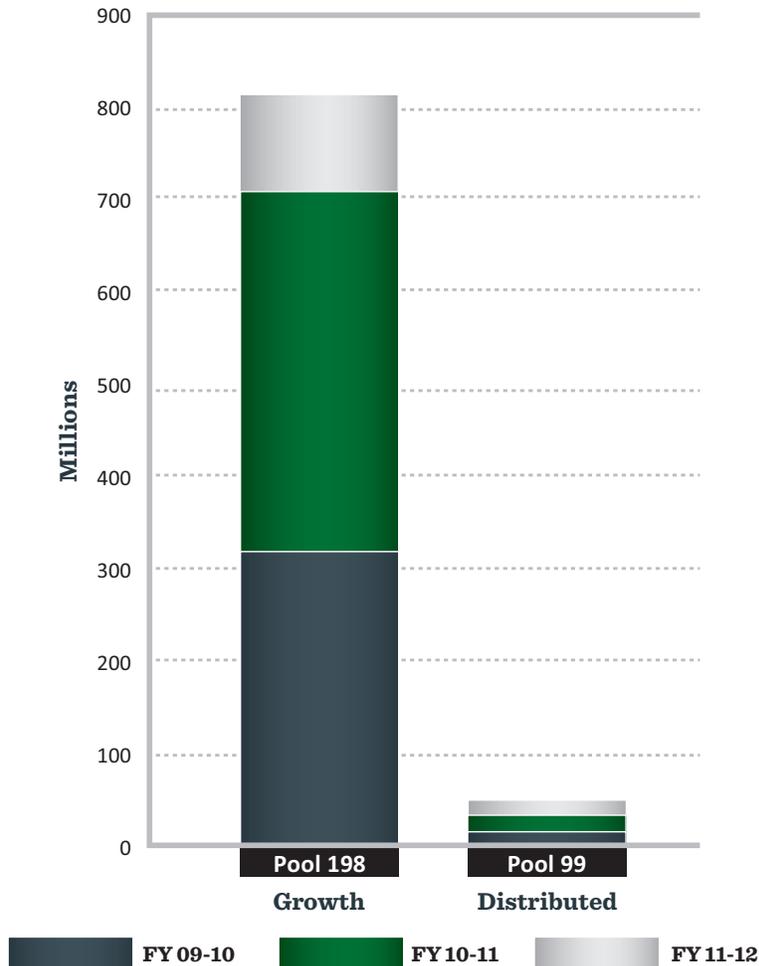
Pool 99's one-year return of 0.26% exceeded its benchmark of 0.05%, while Pool 198 returned 4.04% compared to its benchmark of 6.56% for the year.

One-year returns for Pool 99 and Pool 198 and their respective benchmarks, for the most recent and prior two fiscal years, are displayed in the graphs below:



Despite the market volatility over the last several years, Pool 198 continued to see significant growth. During the three most recent fiscal years, Pool 198 grew over \$800 million, as illustrated in the following graph at right. Pool 198 has grown by over \$1 billion since Treasurer McCord took office in January 2009.

Three-year Commonwealth Investment Program Growth and Distribution



In total, Pool 99 distributed \$14,755,216 to its participants during last fiscal year. Investment earnings distributed to participants of Pool 198 for the fiscal year ended June 30, 2012 totaled \$78,407,766.

QUARTERLY ASSET ALLOCATION

Pool 99 is designed to generate income and minimize investment volatility, while Pool 198 is designed to generate both income and capital appreciation over longer periods of time. To reflect this, Treasury invests in a diversified mix of assets. Pool 99 typically invests in cash equivalents such as commercial paper, certificates of deposit, money market funds, and repurchase agreements.

Table 1. This table compares the Commonwealth Investment Program’s actual asset allocations to its corresponding targets for the quarters ended on the dates shown.

Commonwealth Investment Program Asset Class	Target Allocation	September 30, 2011	December 31, 2011	March 31, 2012
Cash & Cash Equivalents	40%-65%	69%	62%	66%
Equity & Alternatives	15%-25%	11%	13%	12%
Fixed Income	20%-35%	21%	25%	22%

Table 2. In April 2012, Treasury revised its investment policy. Part of the revision included providing separate asset allocations for Pool 198 and Pool 99. This table compares each pool’s actual asset allocations to its corresponding targets for the quarter ended on the date shown.

Pool 99 Asset Class	Target Allocation	June 30, 2012
Cash & Cash Equivalents ⁽¹⁾	100%	100%
Pool 198 Asset Class	Target Allocation	June 30, 2012
Cash & Cash Equivalents	0%-5%	20%
Equity & Alternatives	30%-45%	33%
Fixed Income	55%-65%	47%

In both tables, the small discrepancies between target and actual allocations, as shown in the relatively high levels of cash and the relatively lower levels of equity and alternatives, is the result of a long-term program of strategic reallocation of the portfolios designed to achieve superior investment returns while maintaining or lowering risk profiles.

The passive equity portion of the Pool 198 includes exchange-traded funds (ETFs) and mutual funds to obtain exposure to certain asset classes at a lower cost, as well as securities where a buy-and-hold strategy is employed. On June 30, 2012, passive equity investments accounted for 6% of Pool 198.

(1) A portion of Pool 99 is invested in time deposits held within Pennsylvania banking institutions.

Treasury also employs a passive investment approach with a portion of its Pool 198 fixed income assets invested in Strategic Investment Opportunities, or SIOs. SIOs afford Treasury an opportunity to benefit Pennsylvania’s economy, create jobs, and make progress towards positive policy objectives – all while generating an above-market rate of return on the Commonwealth’s assets. Treasury’s SIOs include the Agri-Link Program, the Keystone Home Energy Loan Program, the PHEAA HelpStart Program, and the Micro-Lending Investment Initiative.

Approximately 11% of Pool 198’s fixed income assets were invested in SIOs on June 30, 2012. The following table summarizes those investments.

POOL 198 STRATEGIC INVESTMENT OPPORTUNITIES

Program Investment	Security Type	6/30/12 NAV	% of SIO
PHEAA (Line of Credit)	Municipal Securities	\$120,096,722	75.36%
Keystone HELP	Whole Loans	38,143,415	23.93%
Agri-Link, Micro Lending	Certificates of Deposit	1,133,859	0.71%
		\$159,373,996	100%
SIOs as a % of Pool 198’s Fixed Income Allocation			11.28%

INVESTMENT PERFORMANCE: STANDARDS, MEASURES AND BENCHMARKS

Treasury applies different benchmarks and risk measures for each class of assets in Pools 99 and 198, a summary of which follows. The department chooses or constructs each benchmark and risk measure to offer a comparative analysis of performance or risk by reflecting a representative asset class or allocation.

COMMONWEALTH INVESTMENT PROGRAM PERFORMANCE AND RISK MEASURES

Pool/Asset Class	Benchmark	Risk Measure
(Pool 99) Cash & Cash Equivalents	Merrill Lynch 3-Month U.S. Treasury Bill Index	130-day Weighted Average Maturity (WAM)
(Pool 198) Cash & Cash Equivalents	Merrill Lynch 3-Month U.S. Treasury Bill Index	130-day Weighted Average Maturity (WAM)
(Pool 198) Equity	75% Standard & Poor’s 500 Index 25% MSCI ACWI ex U.S. Index	5.0 Standard Deviation
(Pool 198) Fixed Income	83% Barclays Capital U.S. Aggregate Bond Index 17% Merrill Lynch 6-Month U.S. Treasury Bill Index	

RETURNS BY ASSET CLASS

Treasury measures the performance of its asset classes against the respective benchmarks. For the fiscal year ended June 30, 2012, Treasury exceeded its benchmarks for Pool 99 and for two of the three classes comprising Pool 198. In the latter, only Pool 198's fixed income investments missed their mark of 6.20 by only 1.16 percentage points.

POOL 99 ASSET CLASS RETURNS (NET OF FEES)

Asset Class	Benchmark	FY 11-12 Return	Benchmark Return	Over/Under Performance vs Benchmark
Cash & Cash Equivalents	Merrill Lynch 3-Month U.S. Treasury Bill Index	0.26	0.05	0.21

POOL 198 ASSET CLASS RETURNS (NET OF FEES)

Asset Class	Benchmark	FY 11-12 Return	Benchmark Return	Over/Under Performance vs Benchmark
Cash & Cash Equivalents	Merrill Lynch 3-Month U.S. Treasury Bill Index	0.71	0.05	0.66
Equity	75% Standard & Poor's 500 Index, 25% MSCI ACWI ex U.S. Index	3.24	0.16	3.08
Fixed Income	83% Barclays Capital U.S. Aggregate Bond Index 17% Merrill Lynch 6-Month U.S. Treasury Bill Index	5.04	6.20	-1.16
Alternative	No Assigned Benchmark	0.74	N/A	N/A

EXTERNAL INVESTMENT MANAGERS: SELECTION, FEES, AND PERFORMANCE

The Pennsylvania Treasury employed 36 external investment managers for Pool 198 as of June 30, 2012. A list follows of those managers, including principals and key staff, as well as the date each received funding for investments.

POOL 198 EXTERNAL INVESTMENT MANAGER LIST As of June 30, 2012

Investment Managers	Principals/Key Staff	Title	Funding Date	Selection Method ⁽¹⁾	Investment Style
Arden Asset Management ^{(2), (3)}	Averell H. Mortimer Craig Krawiec Clement Wong, CPA Thomas Kennedy	CEO COO CFO Chief Compliance Officer	11/09	Negotiated	Alternative
Attalus Capital ⁽³⁾	Patrick C. Egan Michelle C. Egan Martin Schweiter	President & CIO Deputy Chief Investment Officer Chief Compliance Officer	11/09	Negotiated	Alternative
Avenue	Marc Lasry Sonia E. Gardner Don Seymour Aldo Ghisletta Ronan Guilfoyle	Director Director Director Director Director	08/11	Negotiated	Alternative
Blackrock Financial Management ⁽⁴⁾	Laurence D. Fink Robert S. Kapito	Chairman & CEO President	05/06	Negotiated	Fixed Income
Blackstone GSO Secured Trust	Stephen A. Schwarzman Hamilton E. James	Chairman & CEO President & COO	05/11	Negotiated	Fixed Income
Bluecrest Capital Management LLP	David DeRosa Linburgh Martin William Reeves Keith Walton	Director Director Director Director	11/09	Negotiated	Alternative
Blue Hill Investment Partners, LP	Joyce Ferris Walter King	Managing Partner Partner	11/06	Negotiated	Alternative
Brevan Howard	Nagi Kawkabani James Vernon	CEO COO	05/10	Negotiated	Alternative
Cameron Capital Management	Denean R. Williams	Managing Director & Portfolio Manager	11/09	Negotiated	Alternative
Chartwell Investment Partners	Michael J. McCloskey Timothy J. Riddle G. Gregory Hagar	Director, Client Services & Marketing CEO CFO, Compliance Officer	09/03	Negotiated	Fixed Income
Community Capital Management, Inc.	Barbara VanScoy Alyssa Greenspan Stefanie Little Todd Cohen David Downes Joseph Hastings	Board Chair & Senior Portfolio Manager COO Chief Compliance Officer President & CIO CEO CFO	08/06	Negotiated	Fixed Income
Credit Suisse	Brady W. Dougan Robert Shafir	CEO CEO Asset Management	12/09	Negotiated	Fixed Income
Delaware Structured Asset Partners	Patrick P. Coyne See Yeng Quek Brian L. Murray	Chairman, President Executive VP, CIO Chief Compliance Officer	09/09	Negotiated	Fixed Income
Emerald Advisers ⁽⁴⁾	Kenneth G. Mertz II Stacey L. Sears David A. Volpe James A. Meehan	President Senior VP, Portfolio Manager Managing Director Chief Compliance Officer	09/09	Negotiated	Fixed Income

Investment Managers	Principals/Key Staff	Title	Funding Date	Selection Method ⁽⁴⁾	Investment Style
EnTrust Capital	Michael E. Horowitz Mark S. Fife Brian M. Delaney Kyle A. Kliegerman Michael Lorch	Principal Managing Partner Partner Partner Chief Accounting and Compliance Officer	11/09	Negotiated	Alternative
Estabrook Capital Management, LLC ⁽⁴⁾	Charles T. Foley Lewis S. Lee, Jr.	Chairman President	09/04	Negotiated	Equity
Federated Investors, Inc.	John C. Donahue Thomas R. Donahue John B. Fisher Brian P. Bouda	Chairman Treasurer President & CEO Chief Compliance Officer	08/01	Negotiated	Fixed Income
Fifth Third	Emerson K. Wirtz James A. Mautino Timothy P. Ford Richard B. Ille	President, CIO Chief Compliance Officer Director Director	01/12	Negotiated	Fixed Income
Gen2 Asian Opportunity Fund ⁽⁵⁾	Paul L. Heffner Mark Ashley Hibbs Takeshi Kadota	Director Director Director	06/11	Negotiated	Alternative
Goldentree	Steven A. Tananbaum George Travers William D. Christian Robert Matza Keri McGinness	CEO & CIO Chief Compliance Officer COO President CFO	07/11	Negotiated	Fixed Income
Haverford Financial Services	Joseph J. McLaughlin, Jr. John H. Donaldson Paul S. Rovner MarieElena V. Ness	Chairman, President & CEO CIO Fixed Income CFO Chief Compliance Officer	12/09	Negotiated	Fixed Income
Intercontinental	Paul Nasser Peter A. Palandjian Christopher Boehm Tom R. Taranto	CFO, COO Chairman & CEO Chief Compliance Officer Director	08/11	Negotiated	Alternative
Mesirow Financial Management	Richard S. Price Kristie P. Paskvan	Chairman & CEO CFO	03/06	Negotiated	Fixed Income
Philadelphia Trust Company	Michael G. Crofton Gerard P. Yandoli George J. Marlin Richard I. Sichel	President & CEO CFO, Treasurer Chairman CIO	08/01	Negotiated	Equity
PNC Capital Advisors, LLC	Kevin McCreadie Andrew Harding Mark McGlone	President, CIO CIO Fixed Income Chief Risk Officer	08/01	Negotiated	Fixed Income
Queensboro	Warren Naphtal Mary Naphtal Douglas S. MacClean J. Richard Zecher	President & Principal COO Chief Compliance Officer Principal	04/11	Negotiated	Alternative
Ryan Labs, Inc.	F. Harlan Batrus Sean McShea Geraldine Michalik, Ph.D.	Chairman President COO	12/00	Negotiated	Fixed Income
Selene Investment Partners	Frank J. Jaeger Lewis S. Ranieri David E. Creamer Charles E. Dunleavy, Jr. Scott A. Shay Yale E. Stark	VP Chariman, Principal Principal Principal Principal Principal	09/09	Negotiated	Fixed Income
Sound Point	Stephen J. Ketchum Kevin P. Gerlitz	CEO CFO, Chief Compliance Officer	12/11	Negotiated	Fixed Income
Stoneridge	Phillip H. Brown Joseph E. Stocke Steven L. Sanders	President CIO Chairman, CEO	01/12	Negotiated	Fixed Income
The Swarthmore Group	James E. Nevels Paula R. Mandle Glenn E. Becker	Chairman CEO, Chief Compliance Officer President, CIO	12/00	Negotiated	Equity

The Pennsylvania Treasury Annual Investment Report

Investment Managers	Principals/Key Staff	Title	Funding Date	Selection Method ⁽¹⁾	Investment Style
Titanium Asset Management	Robert P. Brooks John L. Walsh Brian L. Gevry Yoram Naveh Jonathan B. Hoenecke	CEO Chief Compliance Officer COO Chairman CFO	10/09	Negotiated	Fixed Income
Turner Investment Partners ⁽⁶⁾	Thomas R. Trala Robert E. Turner Mark D. Turner Brian F. McNally	COO, CFO CIO President Chief Compliance Officer	11/09	Negotiated	Alternative
Valley Forge Asset Management ⁽⁷⁾	Bernard A. Francis, Jr. James E. Gibson William J. Reuter Michael F. Swallow	Director, President, CEO Director, CIO & COO Chairman CFO, Chief Compliance Officer	12/00	Negotiated	Equity Fixed Income
Waterloo Partners	David Schroll Guy Judkowski	Manager Manager	11/09	Negotiated	Alternative
Weaver C. Barksdale & Associates, Inc.	Weaver C. Barksdale John E. McDowell J. Dewey Daane Charles H. Webb Frank G. Puryear Marshall E. Cox, Jr. Timothy A. Carpenter Deena K. Raja Ann Loden Roberts Kathy E. Carpenter Deborah K. Slocum	Founding Principal, Chairman President & CEO, Principal Principal CIO, Principal Principal Principal Principal Principal Principal Principal Chief Compliance Officer, Principal	07/01	Negotiated	Fixed Income

⁽¹⁾ The Commonwealth Procurement Code (62 Pa.C.S.A. § 515 (9)) permits contracts to be awarded for a supply, service or construction item without competition if the contracting officer first determines in writing that the contract is for financial or investment experts to be used and selected by the Treasury Department.

⁽²⁾ Former investment manager Robeco Investment Management. Management firm is a result of the transfer of management to Arden Asset Management, in October 2011.

⁽³⁾ Treasury sent manager notice of redemption of funds; funds to be distributed after fiscal year end.

⁽⁴⁾ Manager terminated; final payout made to Treasury after fiscal year end.

⁽⁵⁾ Treasury sent manager notice of redemption of funds after fiscal year end.

⁽⁶⁾ Manager sent Treasury notice of intent to wind down the operations of the fund; funds to be distributed after fiscal year end.

⁽⁷⁾ In January 2012 the fixed income portfolio managed by Sterling Asset Management LLC was assigned to Valley Forge Asset Management.

POOL 198 EXTERNAL INVESTMENT MANAGER FEE AND PERFORMANCE SUMMARY (As of June 30, 2012)

Investment Manager	Asset Class	Investment Mandate	FY 11-12 Manager Fees	Assigned Benchmark	FY 11-12 Portfolio Return (Net of Fees)	FY 11-12 Benchmark Return	Over/Under Performance vs. Benchmark
Arden Asset Management	Alternative	Absolute Return	\$170,634	HFRI Fund of Funds Composite Index	-4.15	-4.40	0.25
Attalus Capital	Alternative	Absolute Return	\$108,819	HFRI Fund of Funds Composite Index	-4.23	-4.40	0.17
(2) Avenue	Alternative	Absolute Return	\$343,143	HFRX Absolute Return Index	N/A	N/A	N/A
(3) BlackRock Financial Management	Fixed Income	Core	\$132,996	Barclays Capital U.S. Aggregate Bond Index	6.12	7.47	-1.35
Blackstone GSO Secured Trust	Fixed Income	Senior Secured Debt	\$204,516	Credit Suisse Leveraged Loan Value Index	2.95	3.32	-0.37
Bluecrest Capital Management LLP	Alternative	Absolute Return	\$425,810	HFRX Absolute Return Index	1.37	-2.14	3.51
Blue Hill Investment Partners, LP	Alternative	Private Equity	\$204,517	Cambridge Associates Private Equity Index	28.92	10.90	18.02
Brevan Howard	Alternative	Absolute Return	\$622,386	HFRX Absolute Return Index	9.47	-2.14	11.61
Cameron Capital Management	Alternative	Absolute Return	\$223,686	HFRX Equity Market Neutral Index	-6.17	-10.18	4.01
Chartwell Investment Partners	Fixed Income	High Yield	\$629,049	Merrill Lynch U.S. High Yield Cash BB-B Index	7.80	7.19	0.61
Community Capital Management Inc.	Fixed Income	Core	\$208,484	Barclays Capital U.S. Aggregate Bond Index+100bp	6.39	7.47	-1.08
Credit Suisse	Fixed Income	Senior Secured Debt	\$536,529	Credit Suisse Leveraged Loan Value Index	5.30	3.32	1.98
(3) Delaware Structured Asset Partners	Fixed Income	TALF	\$498,151	Barclays Capital U.S. Aggregate Bond Index+100bp	-2.68	8.54	-11.22
Emerald TALF	Fixed Income	TALF	\$877,704	Barclays Capital U.S. Aggregate Bond Index+100bp	-1.48	8.54	-10.02
(3) EnTrust Capital	Alternative	Absolute Return	\$239,191	HFRI Fund of Funds Composite Index	-5.41	-4.40	-1.01
Estabrook Capital Management LLC	Equity	Large Cap Value	\$198,473	Russell 1000 Value Index	-15.91	3.00	-18.91
(4) Federated Investors, Inc	Fixed Income	High Yield	\$247,684	Merrill Lynch U.S. High Yield Index	8.80	6.52	2.28
Fifth Third	Fixed Income	Enhanced	\$45,050	Barclays Capital Government/Credit 1-3 Year Index	N/A	N/A	N/A
Gen2 Partners	Alternative	Absolute Return	\$241,143	Eureka hedge Asia Pacific FOFs Index	-5.45	-5.17	-0.28
Goldentree	Fixed Income	High Yield	\$222,069	Merrill Lynch U.S. High Yield Index	-1.22	6.52	-7.74
(5) Haverford Financial Services	Fixed Income	Senior Secured Debt	\$94,405	Credit Suisse Leveraged Loan Value Index	3.08	3.32	-0.24
Intercontinental	Alternative	REIT	\$269,836	No assigned benchmark	N/A	N/A	N/A
Mesirow Financial Management	Fixed Income	Core	\$123,541	Barclays Capital U.S. Aggregate Bond Index	7.98	7.47	0.51

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	Investment Manager	Asset Class	Investment Mandate	FY 11-12 Manager Fees	Assigned Benchmark	FY 11-12 Portfolio Return (Net of Fees)	FY 11-12 Benchmark Return	Over/Under Performance vs. Benchmark
(3)	PNC Capital Advisors, LLC	Fixed Income	Intermediate	\$246,269	Barclays Capital U.S. Intermediate Government/Credit Bond Index	6.01	5.42	0.59
	Queensboro	Alternative	Absolute Return	\$957,706	Dow Jones Credit Suisse Managed Futures Index	9.28	-2.28	11.56
	Ryan Labs, Inc.	Fixed Income	Intermediate	\$322,200	Barclays Capital U.S. Intermediate Government/Credit Bond Index	5.33	5.42	-0.09
(3)	Ryan Labs, Inc.	Fixed Income	TALF	\$183,190	Barclays Capital U.S. Aggregate Bond Index+100bp	17.58	8.54	9.04
(4)	Selene Investment Partners	Fixed Income	Opportunistic Mortgage	\$347,450	Barclays Capital US MBS Fixed Rate Market Value	6.77	-0.84	7.61
(4)	Sound Point	Fixed Income	Senior Secured Debt	\$60,328	Credit Suisse Leveraged Loan Value Index	N/A	N/A	N/A
	Stoneridge	Fixed Income	Enhanced Cash	\$44,966	Barclays Capital Government/Credit 1-3 Year Index	N/A	N/A	N/A
	The Swarthmore Group	Equity	Large Cap Core	\$1,092,429	S&P 500 Index	2.07	5.45	-3.38
	Titanium TALF	Fixed Income	TALF	\$93,934	Barclays Capital U.S. Aggregate Bond Index+100bp	-1.69	8.54	-10.23
	Turner Investment Partners	Alternative	Absolute Return	\$127,189	HFRX Equity Market Neutral Index	-10.78	-10.18	-0.60
	Valley Forge Asset Management	Equity	Large Cap Core	\$1,109,846	S&P 500 Index	7.65	5.45	2.20
(6)	Valley Forge Asset Management	Fixed Income	Core	\$257,573	Barclays Capital U.S. Aggregate Bond Index	7.07	7.47	-0.40
	Waterloo Partners	Alternative	Absolute Return	\$95,663	HFRI EH: Short Bias Index	1.67	-0.90	2.57
	Weaver C. Barksdale & Associates, Inc	Fixed Income	Intermediate	\$326,993	Barclays Capital U.S. Intermediate Government/Credit Bond Index	5.86	5.42	0.44

Total Fees Paid **\$12,643,707**

(1) Performance information obtained from VTL Associates' June 30, 2012 Investment Performance Reports.

(2) Portfolio inception date is July 2011. Insufficient time has passed for a 1-year return to be reported.

(3) Manager terminated in April 2012.

(4) Portfolio inception date is December 2011. Insufficient time has passed for a 1-year return to be reported.

(5) Portfolio inception date is August 2011. Insufficient time has passed for a 1-year return to be reported.

(6) Valley Forge Asset Management acquired Sterling Asset Management in December 2011.

BROKERAGE FEES

Treasury requires its investment managers to obtain execution orders through responsible brokerage firms at competitive prices when placing portfolio transaction orders on behalf of the Commonwealth.

In Fiscal Year 2011-12, 19 brokers placed 921 trades, resulting in gross commissions of \$974,162 for Pool 198. On a per-share-basis, the gross commissions translated into an average gross commission price of just \$0.0251 per share. A summary of commissions paid to brokers for Pool 198 is reflected in the following table.

POOL 198 BROKER COMMISSIONS FISCAL YEAR 2011-2012

BROKER	COMMISSION
BARCLAYS CAPITAL LE, JERSEY CITY	\$6,224
BNY CONVERGEX, NEW YORK	\$5,606
BNY CONVERGEX/FIXED INCOME, NEW YORK	\$10,575
BROADCOURT CAP CORP/SUB OF MLPF&S, NY	\$700
CAPITAL ONE SOUTHCOAST INC, NEW ORLEANS	\$5,582
CREDIT SUISSE, NEW YORK	\$8,338
DEUTSCHE BK SECS INC, NY	\$394,188
ISI GROUP INC, NY	\$33,580
J P MORGAN SECURITIES INC, BROOKLYN	\$2,270
JOHNSON RICE & CO, NEW ORLEANS	\$3,782

BROKER	COMMISSION
LEERINK SWANN & CO, JERSEY CITY	\$2,424
MELLON FINANCIAL MRKTS LLC, JERSEY CITY	\$1,185
MERRILL LYNCH PIERCE FENNER SMITH INC NY	\$2,552
MURPHY & DURIEU, LAKE SUCCESS	\$108
SEI FINANCIAL SERVICES CO, NEW YORK	\$155,286
SEI FUNDS EVALUATION	\$129,287
SIDCO / CONVERGEX, NEW YORK	\$204,754
STRATEGAS SECURITIES LLC, NEW YORK	\$6,858
YAMNER & COMPANY INC, JERSEY CITY	\$863
TOTAL	\$974,162

Ninety-eight percent of the total trade commissions paid in FY 11-12, or \$954,696, were made to 10 of the 19 brokers that placed such trades. A list of the top 10 brokers Treasury's external investment managers utilized for Pool 198 is included below.

TOP 10 POOL 198 BROKER COMMISSIONS FISCAL YEAR 2011-2012

BROKER	COMMISSION
DEUTSCHE BK SECS INC, NY	\$394,188
SIDCO / CONVERGEX, NEW YORK	\$204,754
SEI FINANCIAL SERVICES CO, NEW YORK	\$155,286
SEI FUNDS EVALUATION	\$129,287
ISI GROUP INC, NY	\$33,580
BNY CONVERGEX/FIXED INCOME, NEW YORK	\$10,575
CREDIT SUISSE, NEW YORK	\$8,338
STRATEGAS SECURITIES LLC, NEW YORK	\$6,858
BARCLAYS CAPITAL LE, JERSEY CITY	\$6,224
BNY CONVERGEX, NEW YORK	\$5,606
TOTAL	\$954,696

The Pennsylvania State Treasury uses SEI Investments Distribution Company, a third-party broker commission recapture agent, to administer its equity and fixed income client-directed trading program. Treasury encourages its investment managers to utilize SEI’s brokerage services for security transactions generated on behalf of Treasury’s investment programs, subject to obtaining best pricing and execution.

Of the total gross commissions paid in FY 11-12, \$886,595 was paid to brokers participating in the broker commission recapture program. Treasury was able to recapture 77%, or \$687,281 of those commissions paid in FY 11-12. All recaptured commissions ultimately are used to benefit the applicable investment program.

SECURITY LENDING

Treasury makes its portfolios under the Commonwealth Investment Program available through a security lending program to generate additional revenue for Pennsylvania. In FY 11-12 the program generated \$202,686, with 4.09% of Pool 198’s securities on loan as of June 30, 2012. The following table provides a snapshot of Treasury’s Security Lending Program as of that date.

COMMONWEALTH INVESTMENT PROGRAM SECURITY LENDING PROGRAM SUMMARY JUNE 30, 2012

POOL	MARKET VALUE OF LENDABLE SECURITIES	MARKET VALUE OF SECURITIES ON LOAN	% OF LENDABLE SECURITIES ON LOAN
Pool 99	-	-	0.00%
Pool 198	\$1,442,961,959	\$59,031,257	4.09%
	\$1,442,961,959	\$59,031,257	

Treasury will only accept cash collateral on loans of securities related to Treasury funds. This cash collateral can be invested in U.S. Treasury notes, bonds, and bills, Federal Agency securities, and repurchase agreements backed by the above securities subject to a minimum of 102% collateralization with daily updated valuation. As of June 30, 2012, repurchase agreements composed 100% of the Cash Collateral Reinvestment Pool.

Bank of New York Mellon (BNYM) Asset Servicing administers the Security Lending Program. A copy of the Security Lending Authorization with BNYM is available upon request by contacting the Office of External Affairs at 717-787-2991.

PROXY VOTING

Treasury – via its third-party proxy voting agent, Glass Lewis – uses specific proxy voting guidelines to voice its positions as an institutional investor. Under its arrangement with Treasury, Glass Lewis is responsible for executing proxy votes in a timely manner, maintaining records of all voting decisions, and reconciling proxy ballots for all accounts it manages on Treasury’s behalf. While Glass Lewis is required to vote all proxies in accordance with Treasury’s proxy voting guidelines, Treasury reserves the right to specifically approve or determine any vote, either by issue or by security, if it chooses to deviate from its guidelines.

In FY 11-12, Glass Lewis voted 490 ballots. Those ballots contained 4,232 proposals, of which 4,033 represented management proposals and 199 represented shareholder proposals.

To obtain a copy of Glass Lewis’s Proxy Policy Guidelines, contact Treasury’s Office of External Affairs at 717-787-2991.

SECURITIES LITIGATION

Treasury is a named defendant in *Tribune Company, et al. v. Dennis J. Fitzsimons, et al.* in the U.S. District Court, Southern District, New York, along with approximately 325 other defendants, including without limitation the Public School Employees Retirement System. There is very little likelihood of any liability on Treasury’s part in this case.

Additionally, Treasury is a class member, or potential class member, in several class action suits.

COMMONWEALTH INVESTMENT PROGRAM SHAREHOLDER SUMMARY

Fund #	Name	Shares	Cost Basis	MV Pool 198	MV Pool 99	Total MV
1	General	-	\$-	\$-	\$4,215,630,668	\$4,215,630,668
2	Lottery	51,897,771	51,934,552	53,724,573	292,583,897	346,308,470
3	Wild Resource	-	-	-	131,363	131,363
4	Energy Development	5,189,777	5,193,455	5,372,457	1,685,337	7,057,795
5	State Racing	15,569,331	15,580,365	16,117,372	7,240,495	23,357,867
6	Hazardous Sites Cleanup	17,645,242	17,657,748	18,266,355	35,640,077	53,906,432
7	Highway Beautification	-	-	-	591,263	591,263
8	Environmental Stewardship	51,257,965	51,294,291	53,062,245	5,174,674	58,236,919
9	Recycling Fund	50,872,226	50,908,280	52,662,929	9,502,204	62,165,133
10	Motor License	1,051,996,193	1,056,551,030	1,089,026,459	330,553,890	1,419,580,349
11	Game	41,518,217	41,547,641	42,979,658	15,463,825	58,443,483
12	Fish	36,328,440	36,354,186	37,607,201	28,595,124	66,202,325
13	Banking	10,379,554	10,386,910	10,744,915	4,625,889	15,370,803
14	Milk Marketing Board	-	-	-	3,944,606	3,944,606
15	State Farm Products	-	-	-	896,648	896,648
16	Oil & Gas Lease	15,569,331	15,580,365	16,117,372	37,055,096	53,172,467
17	State Treasury Armory	-	-	-	2,340,387	2,340,387
18	Historical Preservation	-	-	-	3,111,630	3,111,630
19	PA Infrastructure Bank	51,897,771	51,934,552	53,724,573	9,251,930	62,976,503
20	Surface Mining Conserv.	62,277,326	62,321,462	64,469,488	5,040,698	69,510,186
21	Special Administration	-	-	-	1,282,736	1,282,736
22	Capitol Restoration Trust	-	-	-	429,192	429,192
23	Vocational Rehabilitation	-	-	-	4,205,916	4,205,916
24	Pharmaceutical Assis	20,995,744	21,009,902	21,734,794	101,596,433	123,331,227
25	Boating	20,806,023	20,820,768	21,538,395	2,774,619	24,313,013
26	Administration	-	-	-	2,610,180	2,610,180
27	Liquid Fuels Tax	-	-	-	5,287,249	5,287,249
28	Liquor License	-	-	-	2,265,396	2,265,396
29	Fire Insurance Tax	-	-	-	78,739,500	78,739,500
30	Volunteer Companies Loan	31,138,663	31,160,731	32,234,744	25,389,863	57,624,607
31	Manufacturing	15,569,331	15,580,365	16,117,372	14,726,070	30,843,441
32	Purchasing	-	-	-	44,193,435	44,193,435
33	Employment for the Blind	-	-	-	1,887,099	1,887,099
34	Industrial Development	-	-	-	47,126	47,126
35	Nursing Home Loan Dev.	-	-	-	-	-
36	Disaster Relief	-	-	-	-	-
37	Pennvest Drinking Water	72,100,205	72,975,766	74,638,132	10,918,469	85,556,602
39	Land & Water Development	-	-	-	427,948	427,948
40	Water Facilities Loan	-	-	-	-	-
41	Capital Loan	-	-	-	-	-
42	PA Economic Revitalization	-	-	-	1,556,789	1,556,789
43	Deferred Compensation	-	-	-	-	-
44	Land & Water Dev. Sinking	-	-	-	110,952	110,952
45	Sinking	-	-	-	145,245	145,245
46	Nursing Home Loan Sinking	-	-	-	-	-
47	PA Economic Rev. Sinking	-	-	-	-	-
48	Project 70 Land Acquisition	-	-	-	-	-

Rob McCord, Pennsylvania State Treasurer

Fund #	Name	Shares	Cost Basis	MV Pool 198	MV Pool 99	Total MV
49	Tax Note Sinking	-	-	-	83,240	83,240
50	Water Facilities Loan	-	-	-	-	-
51	Conrad Weiser Memorial Park	-	-	-	93,109	93,109
52	Judicial Admin Leave	-	-	-	2,811,276	2,811,276
53	PA Historical/Museum Comm.	-	-	-	182,847	182,847
54	Agric. College Land Script	-	-	-	629,416	629,416
55	State College Exper. Farm	-	-	-	24,268	24,268
56	State School	-	-	-	663,143	663,143
57	Vietnam Conflict Vet. Comp	-	-	-	-	-
58	State Insurance	8,405,226	8,411,251	8,701,090	2,552,731	11,253,822
59	Federal Revenue Sharing Trust	-	-	-	-	-
60	Disaster Relief Redemption	-	-	-	-	-
61	State Employees Retirement	-	-	-	-	-
62	Public School Employees' Retirement	-	-	-	-	-
66	Clean System Upgrade	-	-	-	86,328	86,328
67	Workmen's Compensation	-	-	-	-	-
68	Energy Conserv. & Assist	-	-	-	6,906	6,906
69	Workmens' Compen. Super.	-	-	-	3,768,877	3,768,877
70	Medical Profess. Liability	-	-	-	-	-
71	Tobacco Settlement	-	-	-	-	-
72	Real Estate Recovery	-	-	-	315,732	315,732
73	Noncoal Surface Mining Conserv.	11,537,489	11,544,713	11,943,609	392,776	12,336,384
74	Social Security Contribution	-	-	-	-	-
75	PSERS Health Insurance Fund	-	-	-	-	-
76	Municipal Pension Aid	-	-	-	249,339,755	249,339,755
77	Supplemental Municipal Pension	-	-	-	-	-
78	PA Municipal Employ Retire	-	-	-	7,482,177	7,482,177
79	Higher Ed. Assistance	103,795,543	103,869,103	107,449,146	346,704,757	454,153,903
80	Emergency Med. Oper. Serv.	14,758,349	14,768,808	15,277,842	1,645,056	16,922,898
81	State Restaurant	-	-	-	1,128,179	1,128,179
82	State Workmens Insurance	-	-	-	18,310,228	18,310,228
83	Solid Waste	-	-	-	440,469	440,469
84	State Stores	-	-	-	163,539,020	163,539,020
85	Rehabilitation Center	-	-	-	4,887,221	4,887,221
86	Coal & Clay Mine Sub Ins.	72,656,880	72,708,372	75,214,402	18,232,899	93,447,302
87	Coal Lands Improvement	-	-	-	2,777,559	2,777,559
88	Minority Business Development	-	-	-	4,076,300	4,076,300
91	Capital Debt	-	-	-	30,569,044	30,569,044
92	Volunteer Companies	-	-	-	-	-
93	Budget Stabilization Reserve Fund	-	-	-	61,090	61,090
94	Tax Stabilization Reserve	-	-	-	-	-
96	PA Veterans' Memorial Trust	-	-	-	309,885	309,885
97	Anthracite Emergency Bond	-	-	-	595,772	595,772
101	Low Level Waste	-	-	-	-	-
104	PA Infrastructure Invest. Authority	164,033,825	164,134,717	169,807,816	4,755,865	174,563,681
105	Pennvest Bonds Authority	-	-	-	5,886,582	5,886,582
106	Pennvest Revolving	-	-	-	35,493	35,493
107	Pennvest Non Revolving Equity Fund	-	-	-	29,655	29,655
108	Pennvest Redemption	-	-	-	888,640	888,640

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Fund #	Name	Shares	Cost Basis	MV Pool 198	MV Pool 99	Total MV
109	Pennvest Water Pollution	289,366,809	290,337,773	299,552,521	31,734,897	331,287,418
110	Deferred Compensation	-	-	-	-	-
111	Machinery & Equipment Loan	57,087,549	57,128,007	59,097,030	56,354,267	115,451,297
112	Insurance Liquidation	57,087,549	57,128,007	59,097,030	11,523,201	70,620,231
113	Agricultural Conservation	-	-	-	21,728,339	21,728,339
114	Agr. Conserv. Easement	-	-	-	-	-
115	Children's Trust	-	-	-	2,139,929	2,139,929
116	Revolving Aid Fund	-	-	-	4,350,076	4,350,076
117	Catastrophic Loss Benefit	93,415,989	93,482,193	96,704,231	1,167,037	97,871,269
118	Storage Tank Fund	-	-	-	12,189,473	12,189,473
119	Underground Storage Tank	17,645,242	17,657,748	18,266,355	15,712,069	33,978,424
121	Resting Facilities Siting	-	-	-	-	-
123	Motor Vehicle Trans. Rec.	-	-	-	2,227,078	2,227,078
125	Hazardous Material Response	3,173,857	3,176,106	3,285,577	993,642	4,279,219
126	PHFA Home Buyer Fund	-	-	-	-	-
127	Local Govt. Cap. Loan	-	-	-	2,990,101	2,990,101
128	Local Sales and Use Tax	-	-	-	21,221,289	21,221,289
129	PICA	-	-	-	4,665,043	4,665,043
130	Public Transportation	-	-	-	7,376,511	7,376,511
131	Acid Mine Drain	15,569,331	15,580,365	16,117,372	40,589,464	56,706,836
132	PHFA Investment	-	-	-	-	-
133	Local Crime Justice	-	-	-	-	-
134	Local Crime Justice Sink	-	-	-	905,300	905,300
136	Global Security Lending Revenue Invest	-	-	-	-	-
137	Refund of Axle Tank	-	-	-	-	-
138	Clean Air	46,707,994	46,741,096	48,352,116	12,935,048	61,287,164
139	Home Investment Trust	-	-	-	25,982	25,982
140	Phila. Reg. Port Author.	-	-	-	447,935	447,935
141	Port of PGH Commission	-	-	-	5,039,714	5,039,714
143	Tuition Acct Guaranteed Saving Program	-	-	-	-	-
144	Pennvest Trustee	-	-	-	14,828	14,828
145	Remining Environment	-	-	-	-	-
146	Remining Financial Assurance	-	-	-	3,428,527	3,428,527
147	Environmental Education	-	-	-	1,378,788	1,378,788
148	Self-Ins. Guaranty	41,518,217	41,547,641	42,979,658	7,254,122	50,233,780
149	Keystone Recreation, Park	77,846,657	77,901,827	80,586,860	12,838,100	93,424,960
150	Kestone Rec/Park-Sink	-	-	-	-	-
151	PA Employee Benefit Trust	8,303,643	8,309,528	8,595,932	4,059,335	12,655,267
152	Nutrient Mgmt	-	-	-	1,738,129	1,738,129
153	Allegh. Reg. Asset Tax	-	-	-	14,192,266	14,192,266
154	Ben Franklin/IRC Partnership	-	-	-	-	-
155	Organ Donation	-	-	-	2,308,878	2,308,878
156	Insurance Fraud	-	-	-	3,933,816	3,933,816
157	Automobile Theft	-	-	-	6,288	6,288
158	Industrial Sites Cleanup	10,379,554	10,386,910	10,744,915	6,096,029	16,840,944
159	DNA Detection	-	-	-	10,227,358	10,227,358
160	Small Business First	51,897,771	51,934,552	53,724,573	30,858,020	84,582,593
161	Ben Franklin Tech Development	-	-	-	19,793,119	19,793,119
162	M-Care	51,897,771	51,934,552	53,724,573	149,963,663	203,688,236

Fund #	Name	Shares	Cost Basis	MV Pool 198	MV Pool 99	Total MV
163	Patient Safety Trust Fund	-	-	-	7,384,427	7,384,427
164	Substance Abuse Education & Demand Reduction Fund	8,303,643	8,309,528	8,595,932	6,067,875	14,663,807
165	Benefits Completion Plan Fund	-	-	-	-	-
166	Wireless E-911 Emergency Services Fund	-	-	-	5,523,070	5,523,070
167	Rightful Owners Claims Payment Fund	-	-	-	59,579	59,579
168	State Gaming Fund	-	-	-	166,285,044	166,285,044
169	Compulsive and Problem Gambling Treatment Fund	-	-	-	9,257,915	9,257,915
170	Property Tax Relief Fund	-	-	-	556,937,401	556,937,401
171	PA Gaming Econ Dev & Tourism Fund	-	-	-	77,511,982	77,511,982
172	Pennsylvania Race Horse Development Fund	-	-	-	4,945,662	4,945,662
173	Emergency Energy Assistance Fund	-	-	-	-	-
174	Broadband Outreach and Aggregation Fund	-	-	-	3,574,500	3,574,500
175	Education Technology Fund	-	-	-	-	-
176	Educational Assistance Program Fund	-	-	-	746,708	746,708
177	Job Training Fund	-	-	-	1,576,354	1,576,354
178	Community College Capital Fund	-	-	-	1,113,906	1,113,906
179	Growing Greener Bond Fund	-	-	-	18,044,563	18,044,563
180	Growing Greener Bond Sinking Fund	-	-	-	-	-
181	Water Supply and Wastewater Treatment Fund	-	-	-	29,354,077	29,354,077
182	Water Supply and Wastewater Treatment Sinking Fund	-	-	-	-	-
183	Conservation District Fund	-	-	-	989,649	989,649
184	Uninsured Employers Guaranty Fund	-	-	-	3,629,395	3,629,395
185	Persian Gulf Conflict Veterans' Compensation Bond Fund	-	-	-	2,830,685	2,830,685
186	Persian Gulf Conflict Veterans' Compensation Bond Sinking Fund	-	-	-	-	-
187	The Public Transportation Trust Fund	77,846,657	77,901,827	80,586,860	79,526,103	160,112,963
188	Neighborhood Improvement Zone Fund	-	-	-	700	700
190	Fire Prevention and Public Safety Fund	-	-	-	-	-
191	Cigarette Fire Safety & Firefighter Protection Act Enforcement Fund	-	-	-	334,607	334,607
192	Mine Safety Fund	-	-	-	100,439	100,439
193	Water Resources Fund	-	-	-	-	-
194	Water and Sewer Assistance Bond Fund	-	-	-	100,618,926	100,618,926
195	Water and Sewer Assistance Bond Sinking Fund	-	-	-	-	-
196	Keystone Help Program	1,257,553	1,261,612	1,301,819	-	1,301,819
196A	Keystone Help Program-A	463	473	479	-	479
197	Special Juvenile Victim Compensation Fund	-	-	-	-	-
199	Unemployment Com Interest	-	-	-	-	-
201	Housing Affordability and Rehabilitation Enhancement Fund	-	-	-	-	-
202	Unconventional Gas Well Fund	-	-	-	-	-
203	Marcellus Legacy Fund	-	-	-	-	-
204	Homeowner Assistance Settlement Fund	-	-	-	-	-
381	101-CF New Equipment	-	-	-	8,485,938	8,485,938
382	102-CF Public Improvement	-	-	-	334,002,443	334,002,443
384	104-CF TAP	-	-	-	25,266,725	25,266,725
386	106-CF St. Pub. Sch. Bldg.	-	-	-	3,563	3,563
387	107-CF Redev. Asst. Proj.	-	-	-	90,128,344	90,128,344
389	109-CF Flood Control Proj.	-	-	-	12,266,346	12,266,346
391	111-CF General Services	-	-	-	4,040,746	4,040,746
394	113-CF Bridge Projects	-	-	-	38,718,493	38,718,493
395	114-CF Highway Projects	-	-	-	-	-

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Fund #	Name	Shares	Cost Basis	MV Pool 198	MV Pool 99	Total MV
451	Chester Downs	-	-	-	1,500,000	1,500,000
452	Pocono Downs	-	-	-	1,500,000	1,500,000
453	Philadelphia Park	-	-	-	1,500,000	1,500,000
454	Penn National	-	-	-	1,500,000	1,500,000
455	The Meadows	-	-	-	1,500,000	1,500,000
456	Sugar House Casino	-	-	-	1,500,000	1,500,000
457	Foxwoods Casino Philadelphia	-	-	-	-	-
458	PITG Gaming Casino	-	-	-	1,500,000	1,500,000
459	Mount Airy Casino	-	-	-	1,500,000	1,500,000
460	Sands Bethworks Casino	-	-	-	1,500,000	1,500,000
461	Presque Isle Downs	-	-	-	1,500,000	1,500,000
466	Valley Forge Casino	-	-	-	1,000,000	1,000,000
	Totals	2,907,502,676	\$2,914,949,083	\$3,009,846,771	\$8,310,694,038	\$11,320,540,808

