

RhumbLine Advisers
Franklin Regional Retirement System
S&P 500 Pooled Index Fund - L801
July 1, 2011

CHANGE IN PORTFOLIO

| | | Total Number Of Units | Unit Price | Market Value |
|-----------------------------------|----------------------|--------------------------|---------------|-----------------|
| Starting Portfolio Balance | June 1, 2011 | 130,826.326 | 50.16477 | 6,562,872.55 |
| Appreciation/Depreciation | | | | (108,668.27) |
| Ending Portfolio Balance | June 30, 2011 | 130,826.326 | 49.33414 | 6,454,204.28 |

PERFORMANCE SUMMARY
Inception Date: November 30, 2004

| | Month | Quarter To Date | Year To Date | Last 12 Months | Annualized Last 3 Years | Annualized Last 5 Years | Annualized Inception To Date |
|---------------|-------|--------------------|-----------------|-------------------|-------------------------------|-------------------------------|------------------------------------|
| Account | -1.66 | 0.11 | 6.01 | 30.58 | 3.52 | 3.08 | 4.05 |
| S&P 500 INDEX | -1.67 | 0.10 | 6.02 | 30.69 | 3.34 | 2.94 | 3.92 |

RhumbLine Account 1frank