

Ocean State Investment Pool

January 2017

Presented by:

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FIDELITY INSTITUTIONAL ASSET MANAGEMENTSM

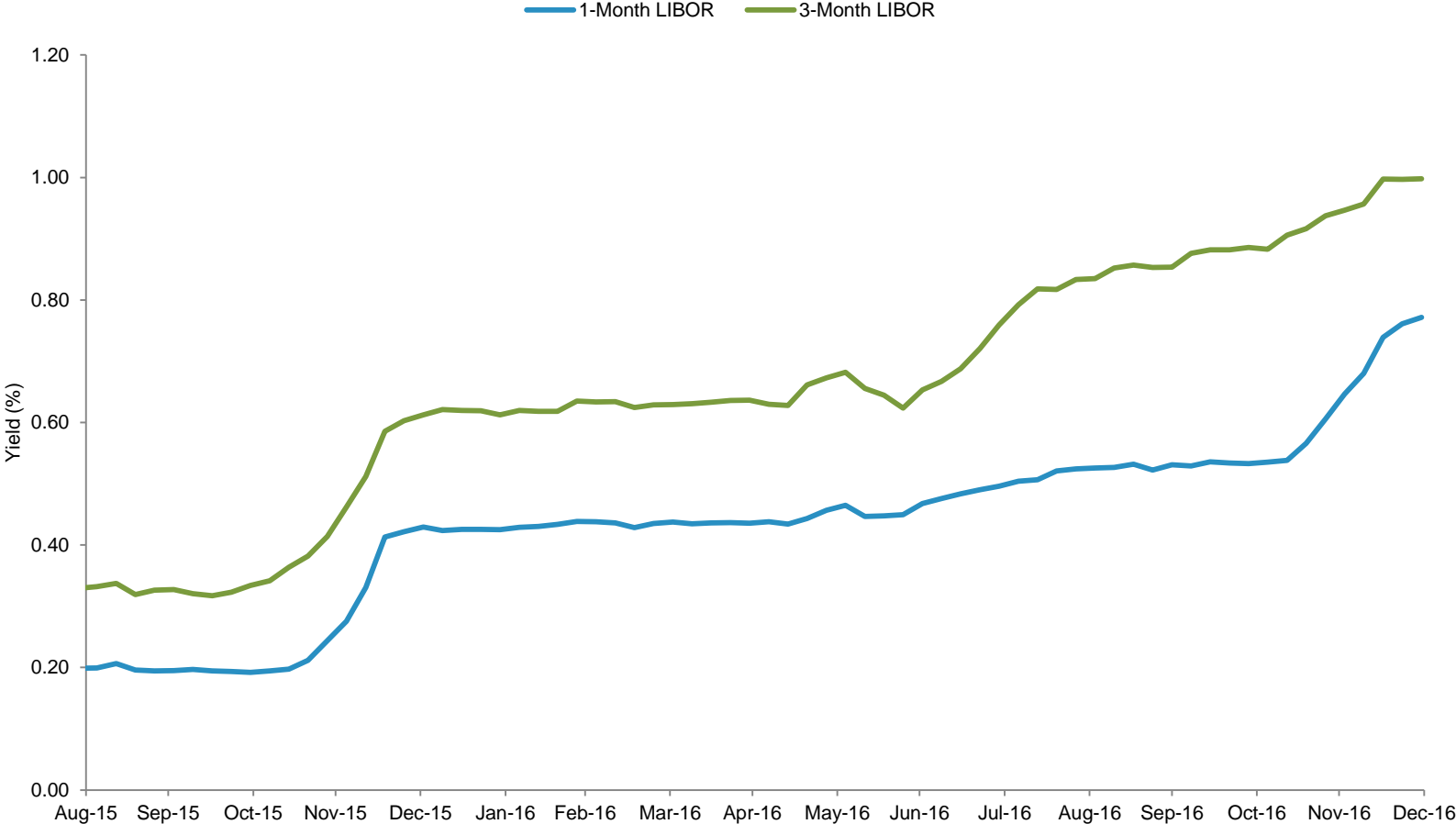


Agenda

1. Current Market Conditions
2. Ocean State Investment Pool Composition
3. Appendix
 - A. Organizational Overview

Current Market Conditions

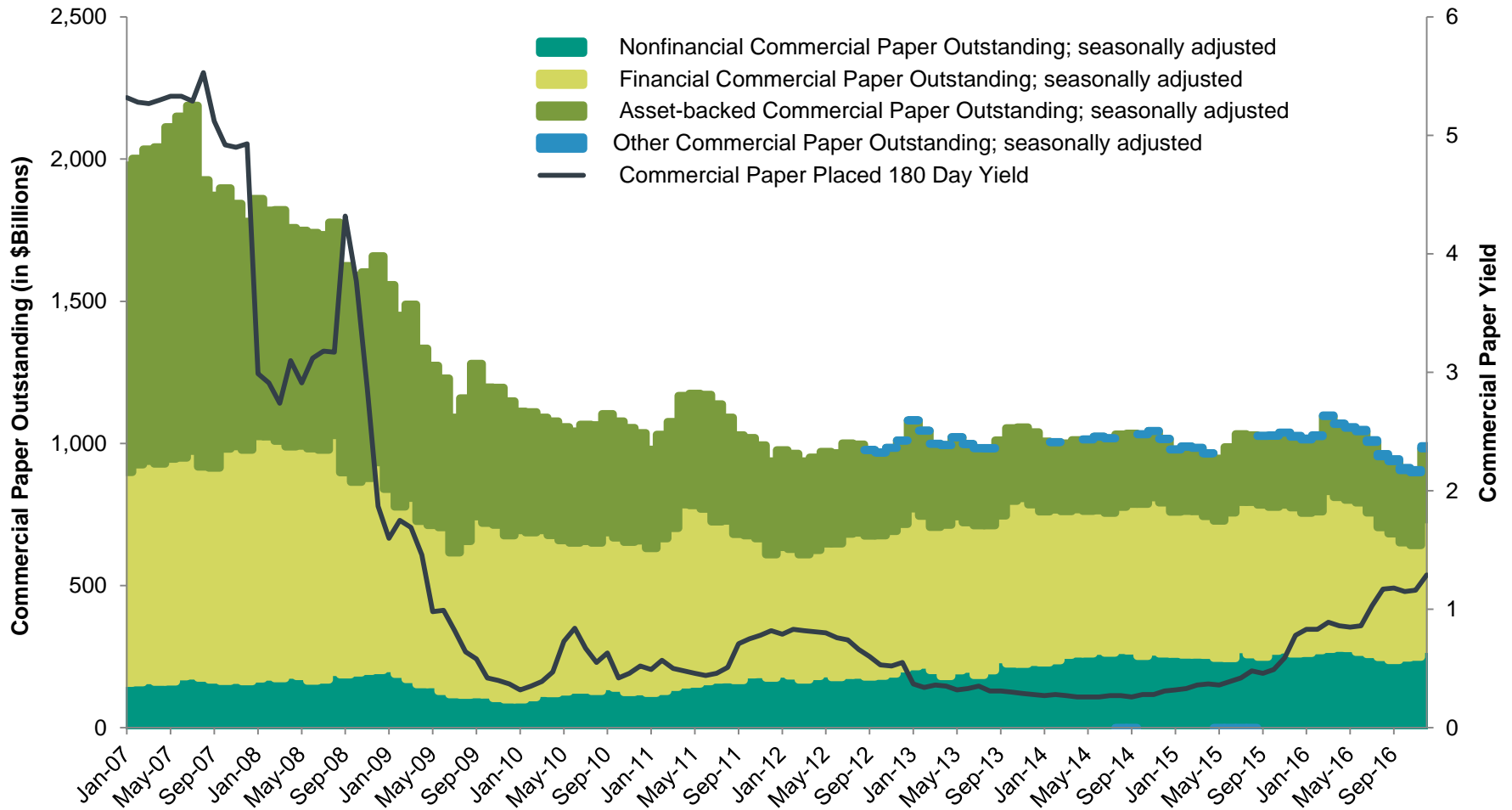
LIBOR Impacted by Regulatory Reform and Federal Reserve Policy



Source: Bloomberg as of 12/30/2016

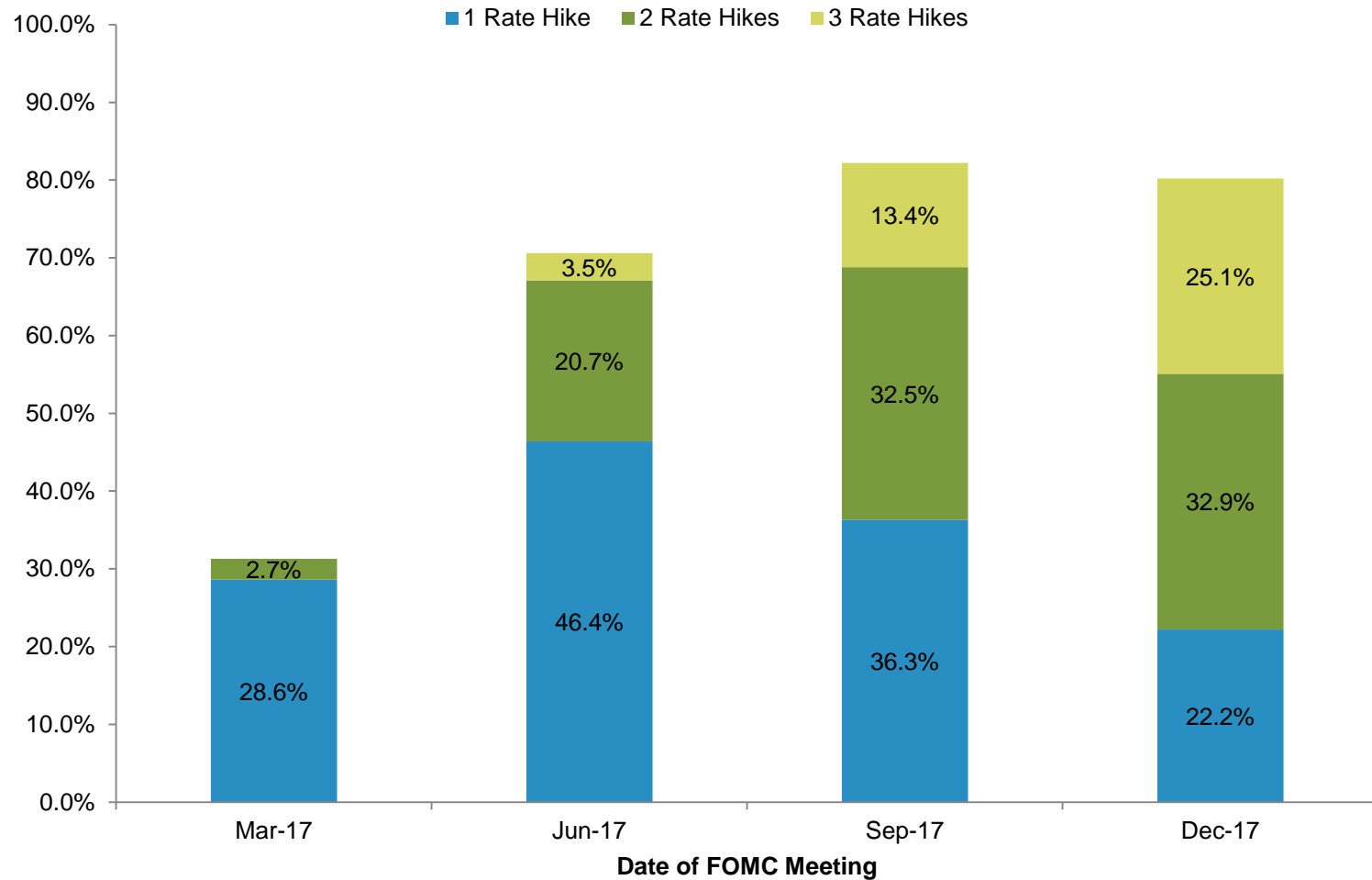


Commercial Paper Market Adjusts to Regulatory Reform



Source: Federal Reserve & Bloomberg Finance L.P., as of 12/31/2016

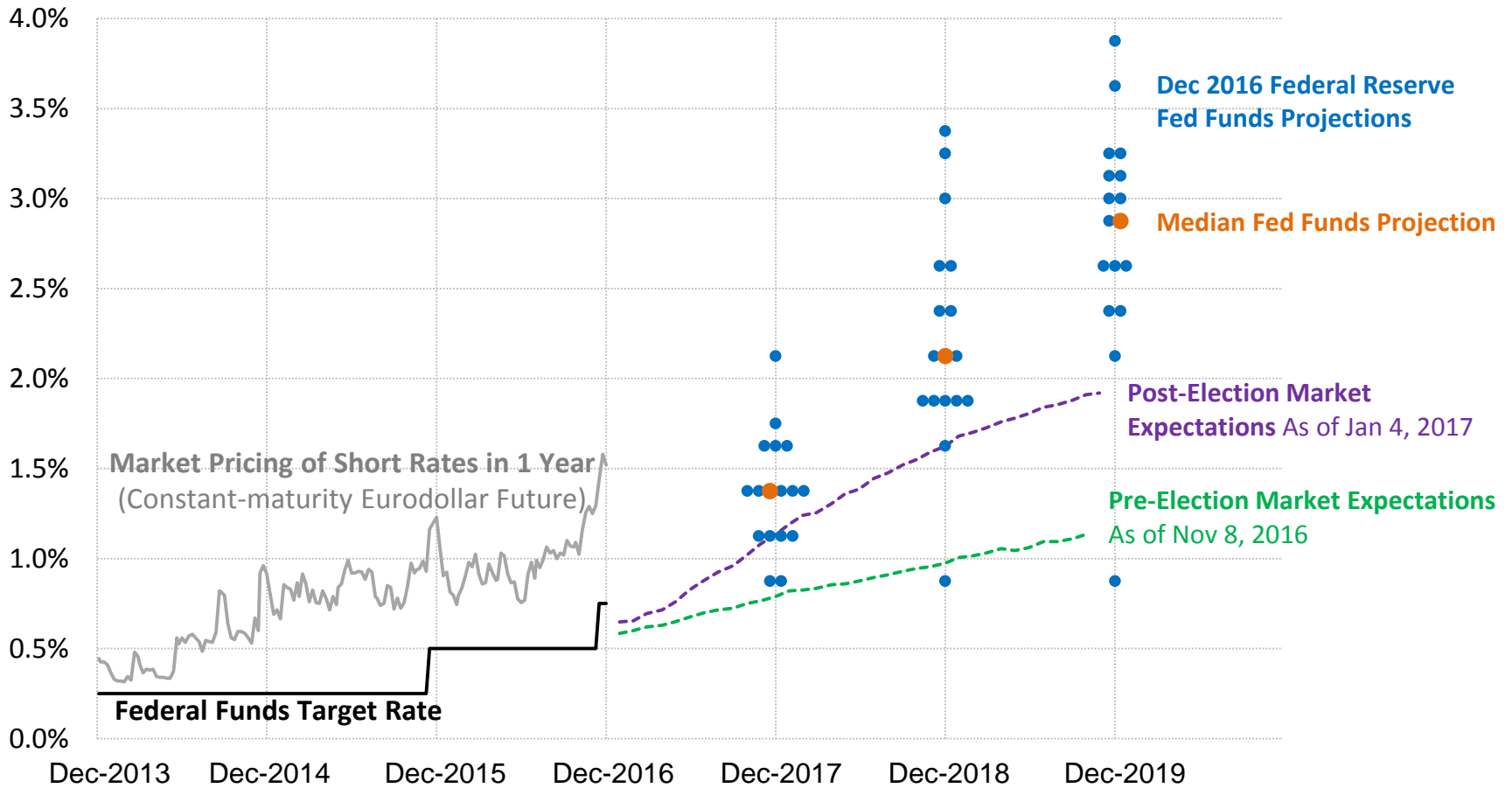
Fed Rate Hike Probabilities



Source: Bloomberg as of 12/31/2016

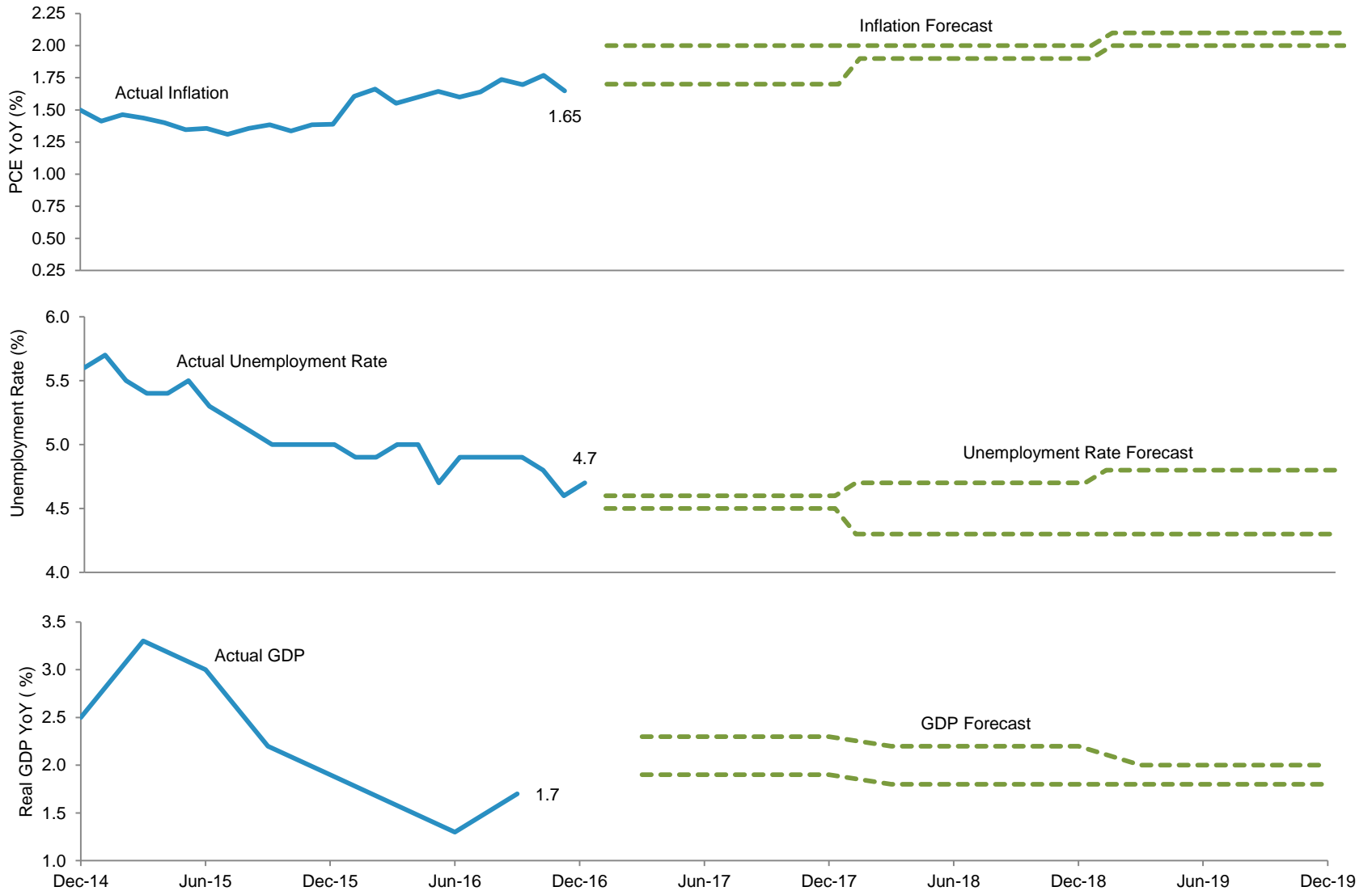
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Markets are Expecting a Faster Pace of Fed Hikes Post-Election



Source: Sources: Federal Reserve, US Treasury, Bloomberg and FMR Research as of 01/04/2017.

Federal Reserve's Economic Projections

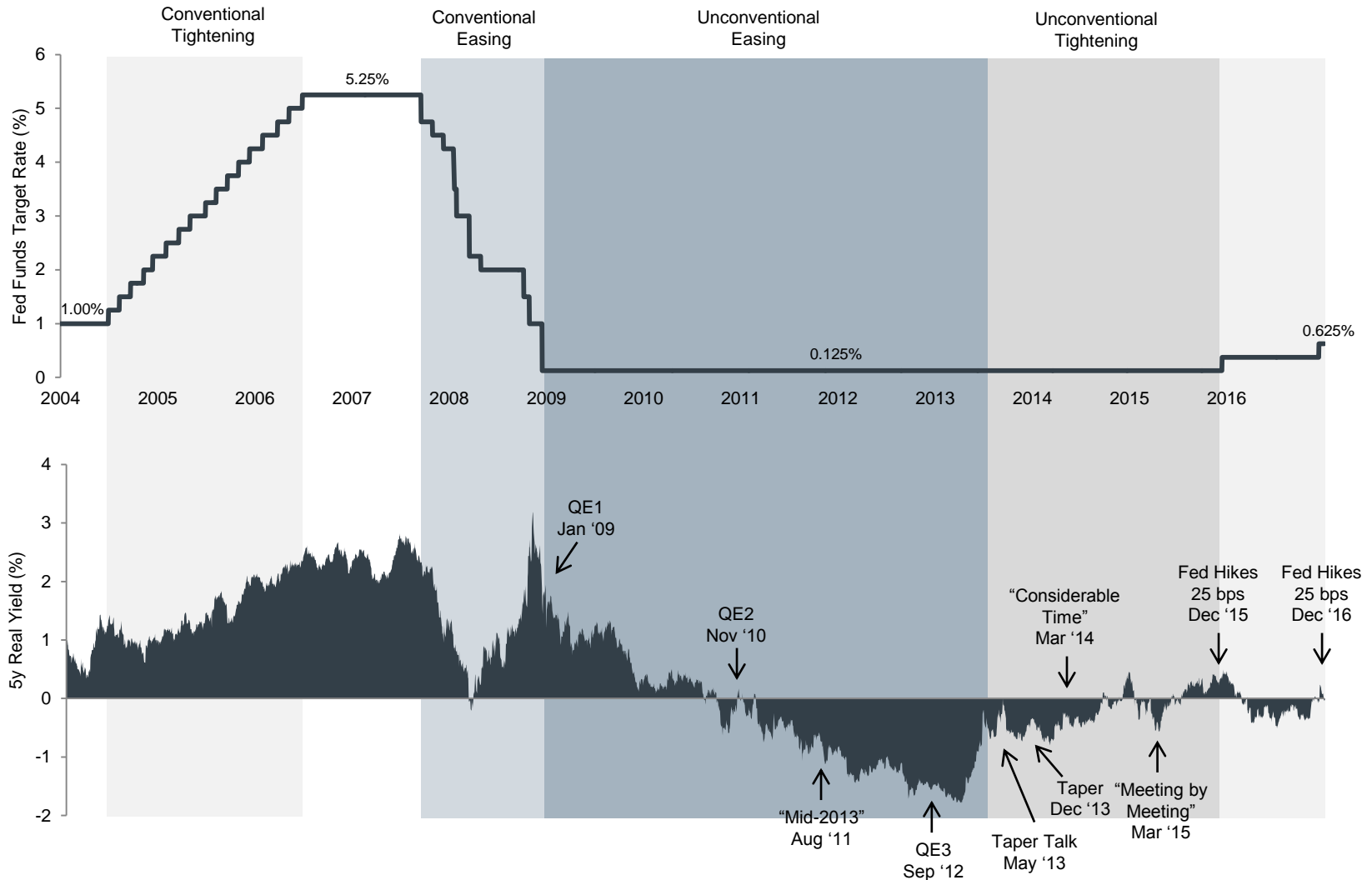


Source: Bloomberg and Federal Reserve

Actual Inflation as of 11/30/2016, Actual Unemployment Rate as of 12/31/2016, and Actual GDP as of 9/30/2016

FOMC Forecast based on the central tendency (excludes the three highest and three lowest projections for each variable in each year) as of 12/14/2016

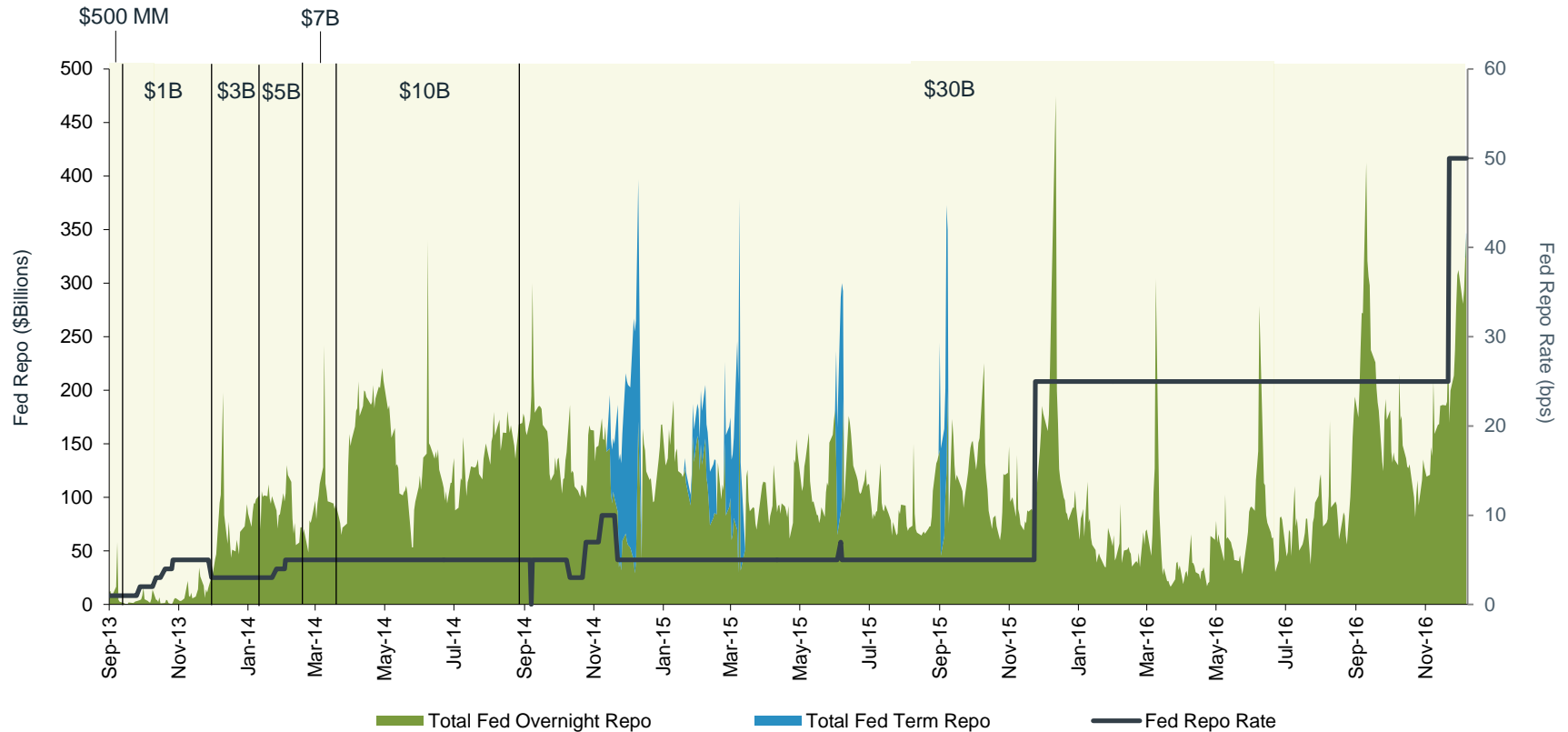
Gradual Conventional Tightening After Years of Unconventional Tightening



Source: Federal Reserve, Bloomberg as of 12/31/2016

Fed RRP Supplies Growing Government MMF Demand

MAXIMUM ALLOTMENT CAP, FIXED RATE, OUTSTANDING AMOUNTS



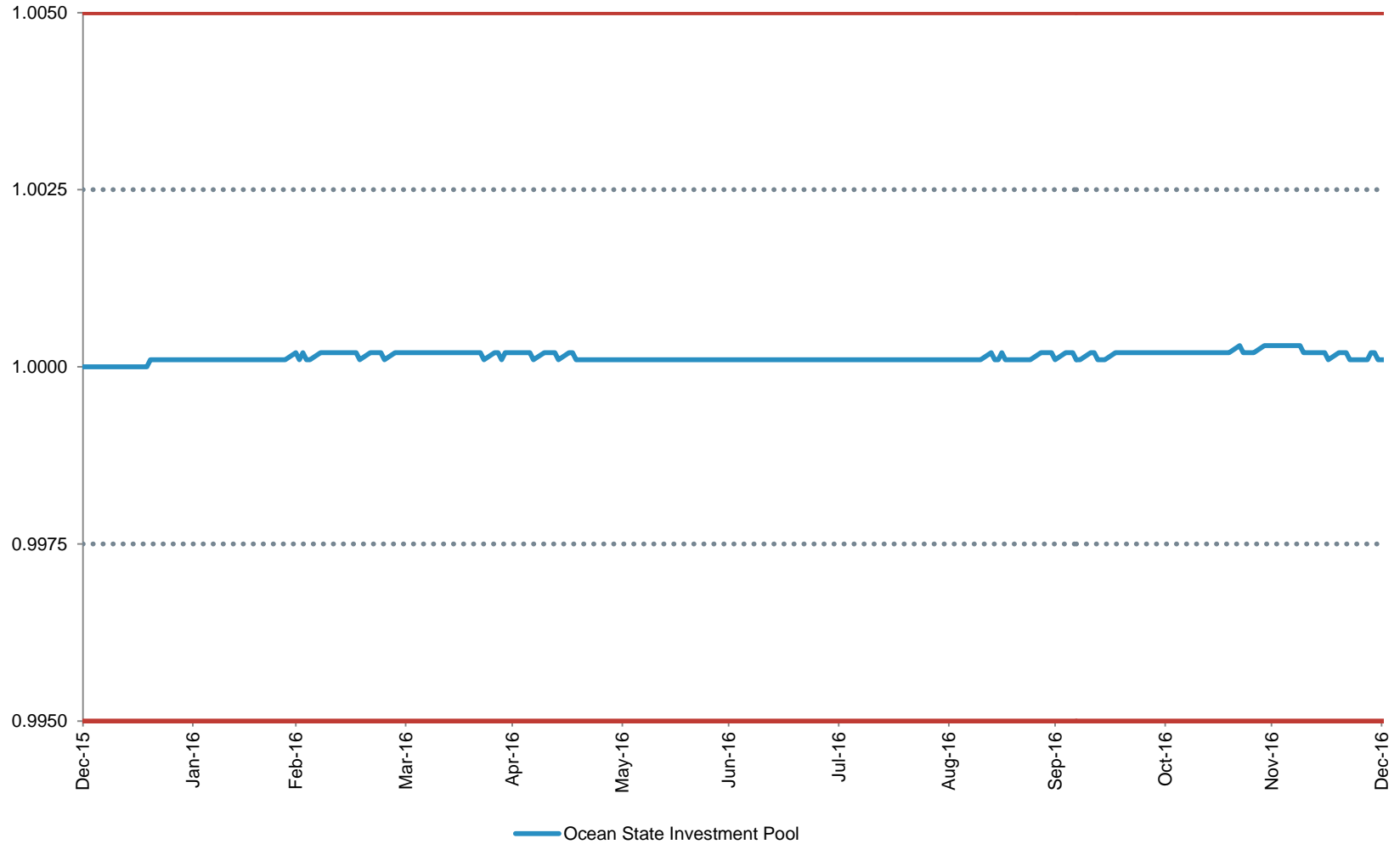
Sources: Federal Reserve and Fidelity Investments as of 12/31/2016

Ocean State Investment Pool Composition

You could lose money by investing in the OSIP. An investment in the OSIP is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although OSIP seeks to preserve the value of the investment at \$1.00 per unit, there is no guarantee that it will do so. Neither OSIP's Sponsor, Advisor nor any of their affiliates has a legal obligation to provide financial support to the Pool at any time.

Primary Investment Goal to Minimize NAV Volatility

MARKET VALUE NAV



Source: Fidelity Investments as of 12/31/2016



GASB Statement 79

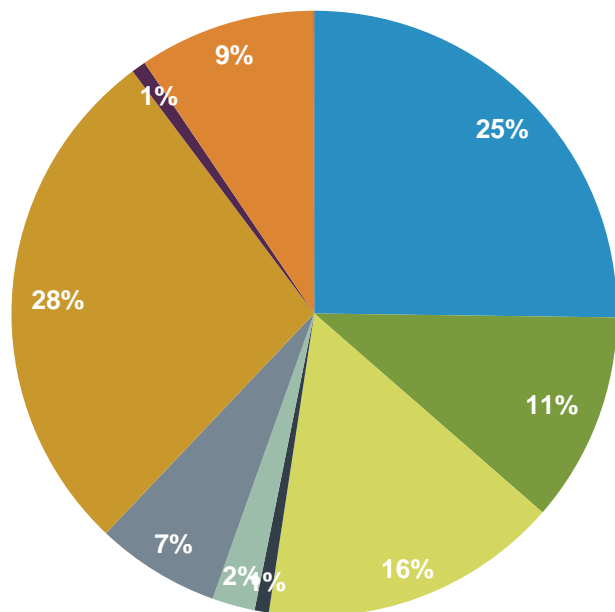
Utilization of Repurchase Agreements

Non-Traditional Repurchase Agreements are Limited:

- Both counterparty and collateral must meet credit quality tests
- Look through to collateral for diversification test
- US Gov't and Non-US Gov't collateral allowed, but repo collateral must be an asset that the LGIP permitted to own directly other than maturity
- Consider custodial risk

Ocean State Investment Pool Composition

DECEMBER 31, 2016

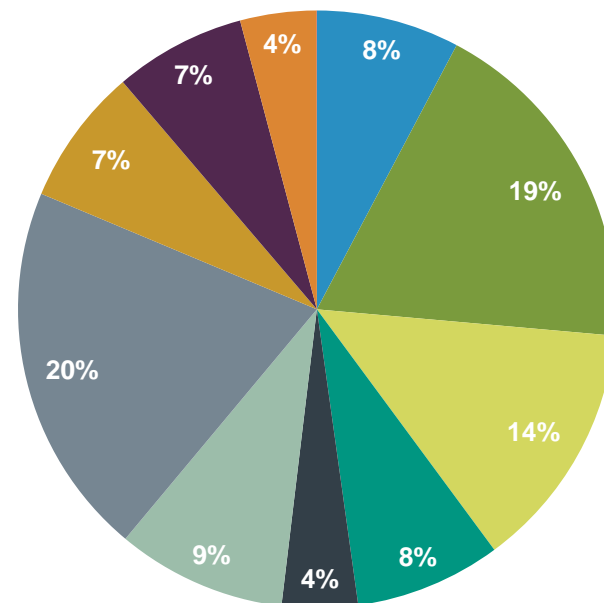


- North American Banks
- Asian/Australian Banks
- Eurozone
- Nordic/Swiss Banks
- UK Banks
- Asset Backed CP
- Non-Traditional Repo
- Other Corp/VRDN
- Government/Repo
- Finance Companies
- Net Other Assets*

Portfolio Characteristics

Net Assets	\$392 Million
Weighted Average Maturity (WAM)	26 Days
Weighted Average Life (WAL)	51 Days

DECEMBER 31, 2015



Portfolio Characteristics

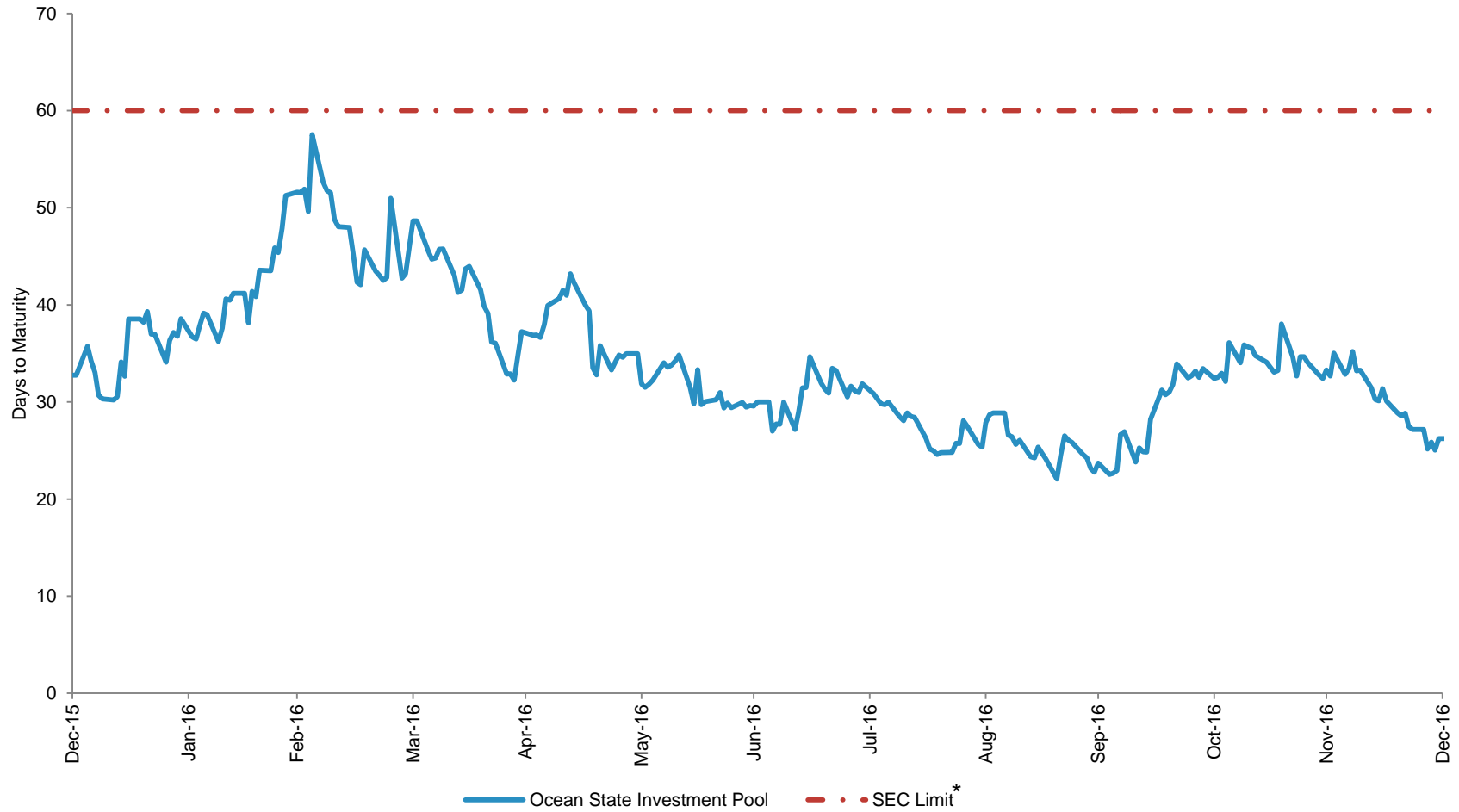
Net Assets	\$316 Million
Weighted Average Maturity (WAM)	33 Days
Weighted Average Life (WAL)	43 Days

Portfolio diversification is presented to illustrate examples of the securities that each fund has bought and may not be representative of a fund's current or future investments. Each fund's investments may change at any time. Percentages may not add up to 100 due to rounding.

*Net Other Assets may include cash and receivables and payables related to open security or capital stock trades.

Source: Fidelity Investments as of 12/31/2016

Historical Weighted Average Maturity



Source: Fidelity Investments as of 12/31/2016

*SEC limit for Money Market Mutual Funds

Performance Review

Ocean State Investment Pool	7-Day Yield	Cumulative			Annualized	
		3-Month	6-Month	1-Year	3-Year	LOF*
Net Yield	0.81%	0.18%	0.32%	0.57%	0.28%	0.22%
Citigroup 3-Month Treasury Bill		0.08%	0.15%	0.27%	0.11%	0.09%
Value Added		0.10%	0.17%	0.30%	0.17%	0.13%

*Inception date is March 6, 2012

Total returns are historical and include change in share value and reinvestment of dividends and capital gains, if any.

Performance data shown represents past performance and is no guarantee of future results. Investment return and principal value will fluctuate, so you may have a gain or loss when shares are sold. Index performance is not meant to represent that of OSIP.

Sources: Fidelity Investments as of 12/31/2016.

First Quarter Investment Strategy and Outlook

Investment Strategy

- Seeking to preserve principal, maintain liquidity and achieve superior risk-adjusted performance
 - Emphasize fundamental and macro research in formulating portfolio structures
 - Manage weighted average maturities (WAM) and weighted average life (WAL) constraints to enhance NAV stability, liquidity and performance
 - Position portfolios based on our assessment of relative value across the money market yield curve within the context of our approved credits

Outlook

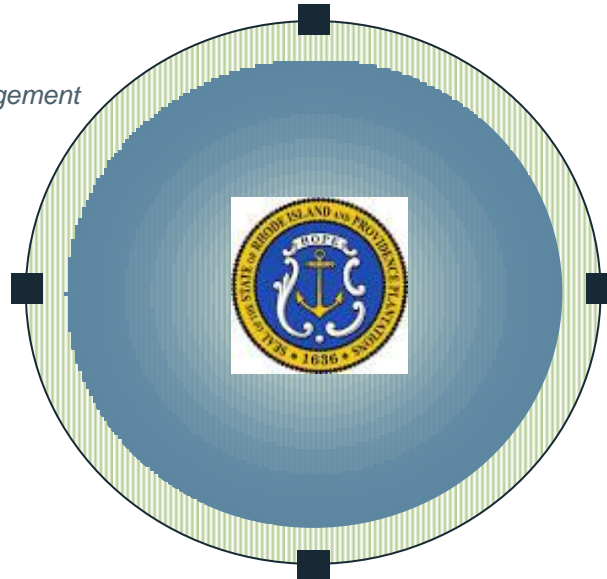
- Less regulation, lower taxes, and more assertive foreign policy are policy shifts that boost growth
 - With potential exceptions, Trump policies should be supportive of business profits and growth
 - Strengthening economic activity may be associated with higher rates of inflation
 - Fiscal stimulus may be limited and unfold over years
 - A truly populist agenda may reduce trade and growth
 - A higher degree of uncertainty around policy has increased the variability of potential outcomes
- The Fed is still on a path of gradual tightening, given their optimistic outlook
 - FOMC is more hawkish than expected given the modified forward guidance
 - Despite the hawkish signals, the market is pricing in two hikes in 2017 starting as early as June
 - Yellen sounds cautious on fiscal policy awaiting further details before the Fed adjust their plans materially
 - Higher US growth and inflation may provide the BOE, ECB and BOJ an opportunity to discontinue monetary accommodation

Appendix – Service and Marketing Overview

Team Dedicated to State of Rhode Island

Steve Johnson, CTP
Senior Vice President, Relationship Management
steve.johnson@fmr.com
603-791-6657

Michael Morin, CFA
Director of Institutional Portfolio Manager
michael.morin@fmr.com
603-791-7748



Michael Widrig
Portfolio Manager
michael.widrig@fmr.com
603-791-7673

OSIP Client Services
osip@fmr.com
855-900-OSIP

Fidelity Institutional Asset Management (FIAMSM)

Founded in 1979, Fidelity Institutional Asset Management (FIAMSM) markets Fidelity mutual funds and other products to certain institutional investors and investment professionals at financial institutions nationwide. FIAMSM clients hold over \$570 in Asset Under Administration as of 12/31/16

FIAMSM Institutional Liquidity Solutions (FILMS)

Provides registered and non-register short duration liquidity products to the public sector, not-for-profits, higher education, corporate and banks. FILMS' clients hold over \$131B* in AUM as of 12/31/16 (\$128B was invested in Money Market Funds and \$3B in longer duration).

Ocean State Investment Pool

History

- ❑ OSIP Investment Strategy - Seeks to preserve principal, maintain liquidity, and achieve a market rate of return
- ❑ Fidelity selected via competitive RFP process to manage and distribute OSIP in November 2011
- ❑ OSIP funded by State of RI in March 2012
- ❑ Fidelity received a three year contract extension on May 1, 2015; expires April 30, 2018
- ❑ OSIP total assets as of December 31, 2016 were \$392.3 million
- ❑ Eleven State municipalities/agencies utilize OSIP

Fidelity Marketing and Distribution Support

- ❑ Hosted two educational OSIP kick off events that were attended by Treasurer Raimondo in April and June of 2012, including all eligible Rhode Island municipalities/agencies
- ❑ Hosted a third OSIP educational meeting that was attended by Treasurer Magaziner in February 2016. Invitations were sent to all eligible Rhode Island municipalities/agencies

Ocean State Investment Pool

(Fidelity Marketing/Distribution Support – continued)

- ❑ Fidelity participated, exhibited, and marketed OSIP during the Annual Convention of RI League of Cities and Towns in 2013, 2014, 2015, 2016 and 2017
- ❑ Representatives from Fidelity actively participate in the RI Government Finance Officers Association meetings representing OSIP
- ❑ The annual New England States Government Finance Officers Association hosted in providence in 2014 received the highest “platinum” level of sponsorship from Fidelity with multiple associates in attendance representing OSIP
- ❑ Over 797 OSIP related interactions since the 2012 launch
- ❑ Twelve marketing campaigns were implemented since the launch in 2012 reaching all eligible investors multiple times

Benefits of OSIP



Seeks to Provides a Safe and Liquid Investment with a market rate of return



Provides investment diversification managed by a trusted experienced asset manager



Provides an alternative product resulting in RI municipalities achieving more competitive pricing from their banks

Past performance and is no guarantee of future results.

Appendix – Organizational Overview

Asset Management

Over 40 years of experience serving fixed income clients worldwide

History

Fidelity founded in 1946

Fidelity has been managing
Fixed Income since 1971

Global multi-asset class
solutions provider

People

**Global Investment
Professionals:** **860**

**Fixed Income
Professionals:** **211**
Research: 109
Trading: 32
Portfolio Management: 42
Other: 28

Assets

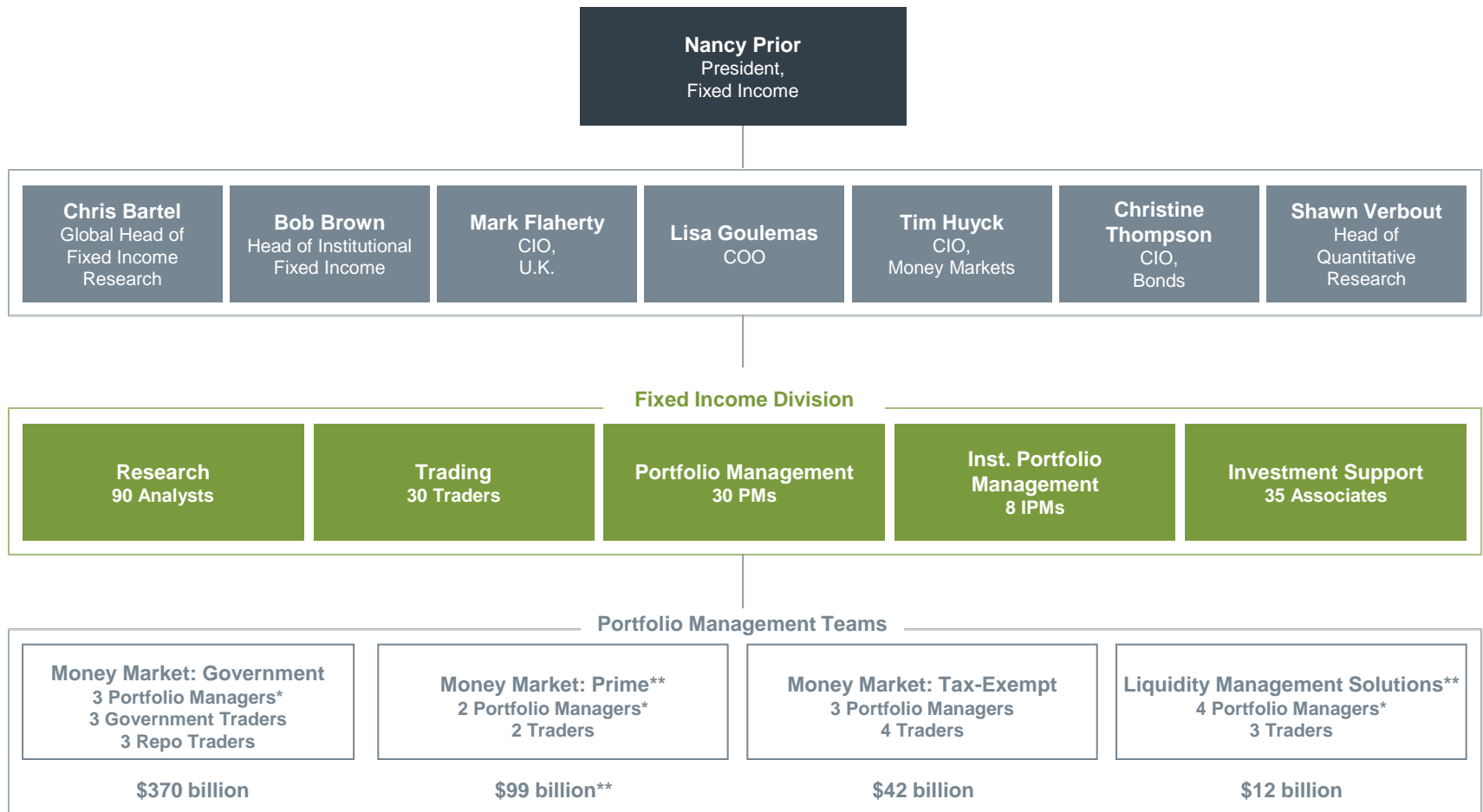
**Fidelity Assets Under
Management:** **\$2.1T**

Fixed Income Assets: **\$933.3B**
Bond Assets: \$410.2B
Money Market Assets: \$523.1B

Assets noted are as of September 30, 2016.

Information presented, including number of investment professionals, represent the combined resources of FIAM and Fidelity Investments as of September 30, 2016. Fixed Income assets include investment grade and high income products, bond sub-portfolios of multi-asset class strategies and money market cash management vehicles.

Fixed Income Team Structure




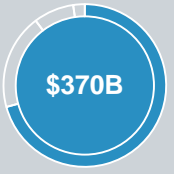

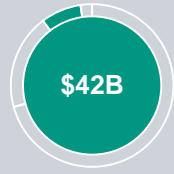
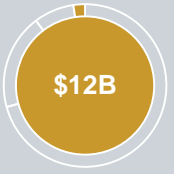
Sources: Fidelity Investments as of 9/30/2016

* One portfolio manager covers general purpose, government, and LMS portfolios.

** Prime is comprised of registered and non-registered money market funds. Liquidity Management Solutions include other registered and non-registered short-duration funds.

Fidelity Liquidity Management Solutions Team

Dedicated and experienced team offering diverse strategies

		GOVERNMENT	PRIME	MUNICIPAL	LIQUIDITY MANAGEMENT SOLUTIONS
Duration (DWAM)		Less than 60 days	Less than 60 days	Less than 60 days	Less than 365 days
Quality		Tier 1	Tier 1/Tier 2	Tier 1/Tier 2	Investment grade
Key Sectors		U.S. Treasury and other U.S. government securities and repurchase agreements	U.S. Treasury and other U.S. government securities and repurchase agreements, CP, CDs, corporate notes, and other private instruments	Tax-exempt securities issued by agencies of the federal government, state and local governments, and non-profit entities	Taxable and tax-exempt U.S. dollar-denominated money market and high quality investment-grade debt securities of all types, and repurchase agreements
LMS PLATFORM	 <p>\$523B Total AUM</p>	 <p>\$370B</p>	 <p>\$99B*</p>	 <p>\$42B</p>	 <p>\$12B</p>

DEDICATED RESOURCES	CIO	Tim Huyck , 29 years experience
	Portfolio Managers	Rob Chan, CFA , 16 years experience Kevin Gaffney , 24 years Rob Galusza , 31 years Rob Mandeville, CFA , 9 years Doug McGinley , 26 years Elizah McLaughlin, CFA , 17 years Andy Messier, CFA , 21 years Maura Walsh, CFA , 24 years Michael Widrig, CFA , 26 years
	Institutional Portfolio Managers	Michael Morin, CFA , 27 years experience Kerry Pope, CFA , 27 years
	Quantitative Analysts	Shawn Verbout, Ph.D. , 29 years experience Prashant Kharade , 12 years Akash Vallecha , 17 years

Fidelity Assets Under Management (AUM) noted as of September 30, 2016.

* Prime is comprised of registered and non-registered money market funds. Liquidity Management Solutions include other registered and non-registered short-duration funds.

Important Information

Unless otherwise disclosed to you, in providing this information, Fidelity is not undertaking to provide impartial investment advice, or to give advice in a fiduciary capacity, in connection with any investment or transaction described herein. Fiduciaries are solely responsible for exercising independent judgment in evaluating any transaction(s) and are assumed to be capable of evaluating investment risks independently, both in general and with regard to particular transactions and investment strategies. Fidelity has a financial interest in any transaction(s) that fiduciaries, and if applicable, their clients, may enter into involving Fidelity's products or services.

Not a deposit of a bank. No guarantee by the State of Rhode Island or the U.S. Government or any of its agencies.

Not NCUA or NCUSIF insured.

May lose value. No credit union guarantee.

The views expressed in this statement reflect those of the portfolio manager only through the end of the period of the report as stated on the cover and do not necessarily represent the views of Fidelity or any other person in the Fidelity organization. Any such views are subject to change at any time based upon market or other conditions and Fidelity disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Fidelity fund are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Fidelity fund.

Past performance is no guarantee of future results. Investment return will fluctuate, therefore you may have a gain or loss when you sell shares. Diversification does not ensure a profit or guarantee against a loss. The Ocean State Investment Pool Trust (OSIP) is offered by The State of Rhode Island and managed by FIAM LLC (formerly known as Pyramis Global Advisors®), a Fidelity Investments company. FIAM LLC is an investment adviser registered under the Investment Advisers Act of 1940. Fidelity Investments Institutional Services Company, Inc. (FIISC), an affiliate of FIAM LLC, is the servicing agent for OSIP. **OSIP is not a mutual fund** and is exempted from the Investment Company Act of 1940.

You could lose money by investing in the OSIP. An investment in the OSIP is not a deposit of a bank and is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although OSIP seeks to preserve the value of the investment at \$1.00 per unit, there is no guarantee that it will do so. Neither OSIP's Sponsor, Advisor nor any of their affiliates has a legal obligation to provide financial support to the Pool at any time.

Before investing in the Ocean State Investment Pool Trust, consider its investment objectives, risks, charges, and expenses. For additional information, call FIISC at 855-900-OSIP (6747) for a free Investment Circular. To view the Investment Circular online, please go to <https://institutional.fidelity.com/osip> Please read the Investment Circular carefully before you invest. The Investment Circular is the only authorized source of definitive information regarding investment in the Ocean State Investment Pool Cash Portfolio.

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