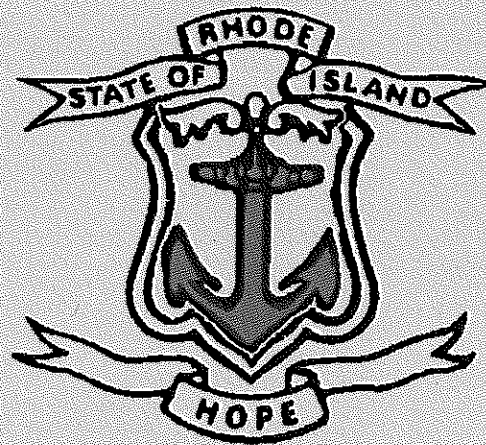


State of Rhode Island and Providence Plantations



Office of the General Treasurer

Paul J. Tanavara
General Treasurer

**STATE OF RHODE ISLAND
INVESTMENT COMMISSION MEETING**

**DATA AT
OCTOBER 31, 2003**

STEPHEN F. IAFRATE

MEMBERS OF THE STATE INVESTMENT COMMISSION

Hon. Paul J. Tavares, Chair

**J. Michael Costello
Rosemary Booth Gallogly
Marcia Reback
William J. Whitty**

**Sen. Daniel DaPonte
Dr. Robert J. McKenna
James E. Thorsen**



State of Rhode Island and Providence Plantations
Office of the General Treasurer

Paul J. Tavares
General Treasurer

**RHODE ISLAND STATE INVESTMENT COMMISSION
MEETING NOTICE**

The next meeting of the Rhode Island State Investment Commission has been scheduled for Wednesday, December 3, 2003 at 9:00 a.m. in Room 135 of the State House.

AGENDA

1. Membership Roll Call ✓
2. Approval of Minutes
 - State Investment Commission Meeting held on 10/22/03 * ✓
 - State Investment Commission Meeting held on 10/31/03 * ✓
3. Investment Manager Reviews
 - Fleet Investment Advisors X - Jan or Feb meeting ✓
 - Fidelity Management Trust Co. ✓
4. Alternative Investments *
 - Proposed Investment – TPG Partners IV, L.P. — 15,000,000.-
 - Proposed Investment – W Capital Partners, L.P. — 15,000,000.-
5. CollegeBoundfund Update – Alliance Capital * ✓
6. General Consultant's Report – Wilshire Associates Incorporated ✓
 - Capital Market Update
7. Legal Counsel Report ✓
8. Deputy Treasurer for Finance Report
9. Treasurer's Report
10. New Business

* Commission members may be asked to vote on this item.

**State of Rhode Island and Providence Plantations
STATE INVESTMENT COMMISSION**

Regular Meeting October 22, 2003

A State Investment Commission meeting was held in Room 135, State House, Providence, Rhode Island on Wednesday, October 22, 2003. There being a quorum present, the Treasurer called the meeting to order at 9:20 a.m.

Membership Roll Call. Present were: Mr. J. Michael Costello, Senator Daniel DaPonte, Ms. Rosemary Booth Gallogly, Dr. Robert J. McKenna, Ms. Marcia Reback, Mr. James E. Thorsen, Mr. William J. Whitty, and General Treasurer Paul J. Tavares. Also present were: Mr. Joan M. Caine, Deputy Treasurer for Finance, Mr. William G. Bensus, Jr., of Wilshire Associates Incorporated, Consultant to the Commission, Jayne Donegan, Esq., of Brown Rudnick Berlack Israels, Legal Counsel to the Commission, Ms. Tara Blackburn, of Pacific Corporate Group, Alternative Investments Consultant to the Commission, and other members of the Treasurer's Staff.

State Investment Commission Minutes. Mr. Costello moved, Ms. Gallogly seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Sen. DaPonte, Ms. Gallogly, Dr. McKenna, Ms. Reback, Mr. Thorsen, Mr. Whitty, and Treasurer Tavares.

VOTED: To approve the Minutes of the September 24, 2003 Regular Meeting.

Investment Manager Review – Bank of Ireland Asset Management (“BIAM”). Mr. Bensus of Wilshire Associates gave a brief overview of Bank of Ireland Asset Management. He noted BIAM was retained in 2001 to provide a long-term, strategic allocation to non-US or international equity markets. As of September 30, 2003, the portfolio's market value was \$641.5 million, representing 49.7% of the non-US equity composite and 11.7% of the total fund. The portfolio is trailing the index year-to-date (9/30/03) by 8.58% and by 4.94% since inception.

Ms. Leila Long, Senior Vice President/Client Service and Mr. Ed Riley, Vice President/Client Service represented BIAM. Ms. Long reported that BIAM has \$59 Billion of assets under management worldwide, which includes \$25 Billion in North America. BIAM is an active, bottom-up stockpicker using fundamental analysis with a value discipline.

Mr. Riley reported that the fund is up 4.51% for the current quarter, up 19.33% for one year, and – 7.81% since inception. He noted several factors driving performance such as outperformance of small cap stocks not held in the portfolio, and strong performance of high-risk stocks not held in the portfolio. Technology and cyclical stocks led the market and consumer stocks and healthcare were left behind. Multi-national stocks were impacted by the weakness of the US dollar. They expect no changes in style, but will have a greater focus on fundamentals going forward.

Investment Manager Review – Putnam Investments (“Putnam”). Mr. Bensus gave a brief overview noting that Putnam was retained in 2001 to provide a strategic allocation to non-US or international equity markets. As of September 30, 2003, the portfolio's market value was \$651.1 million, representing 50.3% of the non-US equity composite and 11.9% of the total fund.

Mr. Jeffrey L. Gould, Managing Director and Mr. Andrew R. Barker, Senior Vice President and Portfolio Manager represented Putnam. Mr. Gould stated that Putnam had recently been subpoenaed by the Secretary of State of Massachusetts regarding mutual fund activities. This is related to the defined contribution plan and market timing by plan participants. Mr. Gould asserted it has nothing to do with late day trading or outside arrangements regarding trading. Putnam vigorously denies the charges and has completed internal reviews and provided all information to the Secretary of State. According to Mr. Gould, no wrongdoing has been found. The Treasurer asked that Putnam continue to keep the Commission apprised of the situation. The Treasurer also indicated that Treasury Staff would continue to monitor the situation.

Mr. Barker noted that Putnam's style is a long-term, team-based approach. With stock prices fluctuating significantly, Putnam believes the underlying worth of a stock is based on a company's long-term profitability (return on capital) and growth potential. Their competitive edge lies in their ability to attach a hard valuation number to each company, which has no pre-determined growth or value bias.

Performance was positively impacted by market selection: overweight to Brazil; underweights to the Netherlands and the UK. The negative impact was from stock selection in Japan, Switzerland and France. In the sector allocations, an underweight in utilities was a positive factor. Negative factors were an overweight in consumer staples; and an underweight in financials, capital goods and technology.

The Treasurer and Mr. Bensusar reminded the Commission that BIAM and Putnam were hired to compliment each other over the long-haul and that markets can change rapidly. While the relative underperformance of these portfolios is disappointing, the RIIERS international portfolio is up a healthy 13.9% for the nine months ended 9/30/03.

Proposed Alternative Investment – First Reserve Fund X, L.P. (“First Reserve”). Ms. Tara Blackburn stated that the fund is being raised to make privately negotiated equity and equity-related investments in a diversified portfolio of energy companies. First Reserve will focus on the following: oil field services, equipment manufacturing, transportation and marketing of natural gas, crude oil and refined petroleum products, production and marketing of coal to utilities and industrial users, and power. The majority of the fund's investments are expected to be concentrated in the services and equipment manufacturing sectors with a focus on natural gas.

Mr. Ben A. Guill, President and Ms. Cathleen Ellsworth, Marketing Partner represented First Reserve. Ms. Ellsworth noted that the Commission has successfully invested in two previous First Reserve Funds – Fund VIII and Fund IX. Founded in 1980, First Reserve was the first and is the largest private equity firm to pursue this investment strategy. Realized investments from all First Reserve funds have an IRR of 33%. The investment rate has averaged over \$360 million per year since 1999, and distributions have averaged over \$270 million per year since 1997.

Mr. Guill reported that 44% of the portfolio is in oilfield service; 34% in energy infrastructure and power; and 22% in energy reserves (gas, oil, and coal). He noted that there are rapidly growing requirements for infrastructure in emerging markets such as China and Southeast Asia. First Reserve prefers the service and manufacturing companies with recurring revenues. They focus on businesses that are driven by energy demand and benefit from emerging trends of: outsourcing, replacement or repair of aging infrastructure and emerging market demand.

Mr. Thorsen moved, Mr. Costello seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Sen. DaPonte, Ms. Gallogly, Dr. McKenna, Ms. Reback, Mr. Thorsen, Mr. Whitty, and Treasurer Tavares.

VOTED: To invest up to \$20 million in First Reserve Fund X, L.P. contingent upon satisfactory review and negotiation of investment and other legal documents.

Pacific Corporate Group – Semi-Annual Review. Ms. Blackburn noted that of the 7.5% of the fund designated for alternative investments, 5.8% has been funded so far. The private equity portfolio's IRR is relatively stable at approximately 12%. She reviewed portfolio highlights noting that First Reserve Fund VIII has increased its value by 17.1%; Welsh, Carson, Anderson & Stowe VII has increased its IRR to 16.8%; and Providence Equity Partners III has distributed proceeds totaling approximately \$67 million.

Ms. Blackburn noted that 2003 target commitments are \$75-\$90 million. There are three potential new investments to be brought before the Commission at the December, 2003 meeting. They are: TPG Partners IV, W Capital and Leapfrog Ventures II. She noted that venture capital investing increased during the second quarter of 2003 for the first time in two years. She then noted approximately seven funds that are coming to the market in 2004.

Short-Term Investments – Citizens' Premium Investment Product ("PIP"). Ms. Caine invited Mr. Corsino Delgado, Cash Manager to join the meeting. She reminded Commission members that along with being responsible for management of the pension fund, the SIC is also responsible for the management of the short-term operating cash of the State. The average short-term balance is approximately \$200 million invested in very high quality, highly liquid securities. Fleet Bank and Citizens Bank hold the bulk of the bank operating accounts. She noted that Citizens has a new bank account that earns interest, which our other bank accounts do not. She would like to reclassify the Citizens' bank account as a short-term investment product because it earns interest and it is easier to track interest earnings on the short-term investments system.

The current rate offered on the PIP is 1.30%, which is approximately 40 basis points above average daily rates. The account was developed to assist municipalities in meeting their investment objectives and regulatory requirements. It is a checking account without check-writing privileges.

Mr. Delgado noted that the funds are liquid and can be withdrawn and deposited as needed, even daily. The recommended maximum exposure guidelines for this collateralized deposit would be 25% of the total short-term portfolio. It is convenient, competitive and safe as it is set up as an interest-bearing deposit, which provides FDIC insurance on balances. Furthermore, balances in excess of \$100,000 are fully collateralized at 102% by Citizens using US Government and Agency Securities. Citizens is currently rated Aa2 by Moody's and A-1+ by S&P. There are no fees. Treasurer Tavares noted that the funds remain in Rhode Island and contribute to the economic development within the state.

Ms. Reback moved, Mr. Thorsen seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Sen. DaPonte, Ms. Gallogly, Dr. McKenna, Ms. Reback, Mr. Thorsen, Mr. Whitty, and Treasurer Tavares.

VOTED: To approve short-term investment of up to 25% of the total short-term portfolio in Citizens' Premium Investment Product.

Brown Rudnick Berlack Israels, LLP Contract. Treasurer Tavares noted that the contract for legal counsel has expired and a new one has been negotiated. In the contract, the retainer will remain the same at \$3,500 per month. Legal fees charged by the firm for matters outside the scope of services, such as private equity deals and real estate investments, shall not exceed the amount of \$2,500 per transaction unless the firm has provided an estimate of the fees to the staff and said estimate has been approved by the staff.

Mr. Thorsen moved, Dr. McKenna seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Sen. DaPonte, Ms. Gallogly, Dr. McKenna, Ms. Reback, Mr. Thorsen, Mr. Whitty, and Treasurer Tavares.

VOTED: To confirm the engagement of Brown, Rudnick Berlack Israels, LLP to serve as General Counsel to the State Investment Commission for a period of one (1) year ending November 1, 2004.

The terms and conditions of the engagement will remain the same as those contained in the original letter of engagement dated August 25, 1999. This consists of a \$3,500.00 per month retainer for the firm to handle the day to day issues that arise during the course of the month.

Legal fees charged by the firm for matters outside the scope of services, such as private equity deals and real estate investments, shall not exceed the amount of \$2,500.00 per transaction unless the firm has provided an estimate of the fees to the staff and said estimate has been approved by the staff.

Wilshire Associates Incorporated – Capital Market Review. Mr. Bensus distributed his Capital Market Review and noted that the economy shows signs of recovery with some evidence of corporate earnings improving. He stated that US equity markets are up approximately 23% year-to-date. Smaller stocks have outperformed larger stocks by 2:1. Year-to-date through 10/17/03, international stocks are up 29% and emerging markets up 44%. Fixed income is up 2.5%. 2003 has been a strong equity year.

With reference to the mutual fund trading activity he reported on last month, Mr. Bensus noted that Wilshire is not the subject of any investigation or subpoena. He stated that every 2-3 years, the Securities and Exchange Commission routinely does an examination of Wilshire's operations and procedures. In their examination conducted this month, they have found no wrong-doing and an exit interview has been scheduled. Wilshire believes they have been wrongly associated with the mutual fund trading activity and would like to clear their name.

Therefore, Wilshire retained Kirkpatrick & Lockhart, LLP as an independent external counsel with experience in these matters, to perform an independent examination into issues raised by the current regulatory inquiries regarding mutual fund market timing practices and related matters. Mr. Bensus then distributed a letter from Kirkpatrick & Lockhart, LLP to the Chairman of Wilshire Associates addressing this issue.

Deputy Treasurer for Finance Report. Ms. Caine reported that \$90 million will be re-allocated from small cap managers. The transition is approximately 40% complete to get back to target allocations. Ms. Caine noted that year-to-date the fund has returned 14.9%, which is 75 basis points ahead of the benchmark. For the fiscal year, the fund is about 61 basis points ahead of the benchmark.

The Treasurer reminded Commission members that the next meeting will be held on Wednesday, December 3, 2003 at 9:00 a.m.

Dr. McKenna moved, Ms. Gallogly seconded and the following motion was passed unanimously. The following members voted in favor: Mr. Costello, Sen. DaPonte, Ms. Gallogly, Dr. McKenna, Ms. Reback, Mr. Thorsen, Mr. Whitty, and Treasurer Tavares.

VOTED: To adjourn the meeting.

There being no further business, the meeting was adjourned at 11:20 a.m.

Respectfully submitted,

Paul J. Tavares
General Treasurer

**State of Rhode Island and Providence Plantations
STATE INVESTMENT COMMISSION**

Special Meeting October 31, 2003

A Special Meeting of the State Investment Commission was held in Room 135, State House, Providence Rhode Island on Friday, October 31, 2003. There being a quorum present, the Treasurer called the meeting to order at 9:10 a.m.

Membership Roll Call. Present were: Mr. J. Michael Costello, Senator Daniel DaPonte, Ms. Rosemary Booth Gallogly, Mr. William J. Whitty, and General Treasurer Paul J. Tavares. Also present were: Ms. Joan M. Caine, Deputy Treasurer for Finance, M. George Carvalho, Esq., Chief of Staff, and other members of the Treasurer's Staff. Mr. William G. Bensur, of Wilshire Associates Incorporated, Consultant to the Commission was conferenced in by telephone. Absent were: Dr. Robert J. McKenna, Ms. Marcia Reback, and Mr. James E. Thorsen.

Treasurer Tavares thanked Commission members for their attendance on such short notice of a meeting.

Putnam Investments ("Putnam") – International Portfolio. Treasurer Tavares gave a brief overview of the events leading up to today's meeting. First he reminded Commission members that Mr. Jeffrey Gould and Mr. Andrew Barker of Putnam Investments had appeared before the Commission on October 22nd. At that meeting they aggressively denied all charges against Putnam that had appeared in the Boston Globe on Tuesday, October 21st regarding three 401(k) clients who engaged in time zone trades in non-US equity mutual funds dating back to 2000.

On Friday, October 24th, Putnam informed the Treasurer's office of two stories published in the Wall Street Journal and the Boston Globe. The two articles named Omid Kamshad (CIO of International Equities), Justin Scott (CIO of Domestic Growth products and formerly on the International Team), Carmel Peters (EM Portfolio Manager) and Geir Lode (Global Quantitative Team) as four Putnam portfolio managers who engaged in time zone trading for their own account. On Friday, October 24th, Putnam terminated the four investment professionals named in the article.

Treasurer Tavares then reported that he was in immediate contact with Wilshire Associates Incorporated ("Wilshire") and Putnam. He was told by Putnam that this improper trading activity was identified as taking place in 2000. Putnam responded at that time, that corrective action had taken place and this form of trading ceased. Later, Putnam admitted that additional time zone trades continued to take place on an infrequent basis up to 2003.

On Monday, October 27th, staff spoke with Mr. Bensur of Wilshire to discuss what impact the firings had on the RI portfolio. Wilshire issued a Manager Research Memorandum to clients that indicated more due diligence was required. However, it was Wilshire's preliminary opinion that any due diligence efforts will likely result in a recommendation to initiate a search to replace the Putnam non-US equity products.

A conference call was held with the Treasurer, Mr. Bensur, Ms. Caine, Mr. Carvalho, and executives from Putnam. Also on October 27th, the Treasurer received a letter from Putnam President, Lawrence Lasser. On Tuesday, October 28th, the Treasurer decided it was necessary to

call a special meeting of the State Investment Commission to discuss Putnam as Omid Kamshad, one of the fired employees, was the key investment professional on the State's portfolio.

Treasurer Tavares stated that three factors are considered when hiring at an investment firm: 1) performance; 2) strength of the investment team; and 3) faith and confidence in the firm. At this time he recommended terminating Putnam because of the firm's failure in these three areas. He distributed to Commission members copies of a letter from Putnam's President, Lawrence J. Lasser, dated October 27th apologizing and defining their position.

Mr. Bensur noted that Wilshire felt that the termination of the Putnam managers had compromised the international product in which the RIIERS is invested. Wilshire's position is clear that going forward this product is damaged and he recommended terminating the relationship, as well, effective immediately. He further recommended that the process of finding an alternative provider for this type of product begin.

Ms. Caine noted that it was important to keep the fund's exposure to the international mandate. She stated that her recommendation, and that of Wilshire, would be to temporarily invest the assets in an ACWI index through State Street Global Advisors as they are a very large index asset manager with which the Commission already has a relationship. She recommended the funds be placed there until such time that another active non-US Equity Manager is selected by the State Investment Commission through the Request for Proposals process.

The Treasurer reminded Commission members that Putnam was hired in 2001 and that a search could be expedited to find a new manager.

Senator DaPonte moved, Mr. Costello seconded and the following motion was passed unanimously. The following members voted in favor: Senator DaPonte, Mr. Costello, Ms. Gallogly, Mr. Whitty and Treasurer Tavares.

VOTED: To terminate the investment management contract with Putnam Investments and to transition and temporarily invest the portfolio of assets in a MSCI All Country World Index (ACWI) with State Street Global Advisors. The assets will remain invested in the ACWI Index Fund until such time that another active non-US Equity Manager is selected by the State Investment Commission through the Request for Proposals process.

Ms. Gallogly moved, Sen. DaPonte seconded and the following motion was passed unanimously. The following members voted in favor: Senator DaPonte, Mr. Costello, Ms. Gallogly, Mr. Whitty and Treasurer Tavares.

VOTED: To adjourn the meeting.

There being no further business, the meeting was adjourned at 9:15 a.m.

Respectfully submitted,

Paul J. Tavares
General Treasurer

RHODE ISLAND STATE INVESTMENT COMMISSION
STAFF SUMMARY ANALYSIS
PORTFOLIO HIGHLIGHTS
 October 31, 2003

PORTFOLIO PERFORMANCE

October

The ERSRI portfolio posted a gain of 4.60% for the month of October against the policy index of 4.25%. Domestic equities were up by 6.71%, international equities gained 5.07%, and the fixed income asset class lost -0.13%. Additionally, the retirement fund earned \$134,423.23 from the securities lending program during this month.

Calendar Year-to-Date

On a calendar year basis, the portfolio is up 20.18% against the policy index of 19.00%. Domestic equities gained 28.59%, international equities were up 19.66%, and fixed income gained 7.63%.

Fiscal Year-to-Date

For the four months ended October 31, 2003, the fund gained 9.06%, against the fiscal year to date policy index of 8.06%.

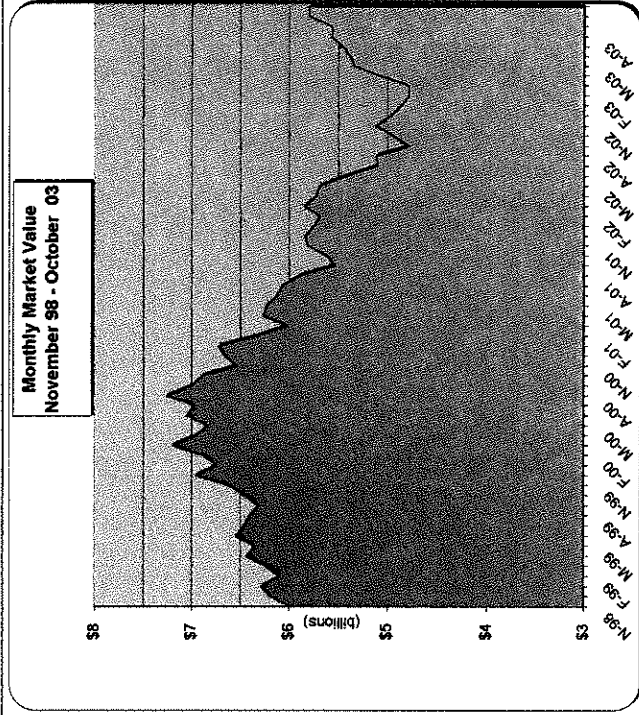
Index Performance Summary - October 2003		
Market Indices	Oct-03	Calendar YTD
<u>Domestic Equity</u>		
S & P 500	5.66%	21.21%
Wilshire 5000	6.11%	24.25%
Russell 2000	8.40%	39.38%
Russell 2500	7.90%	37.20%
Russell 1000	5.86%	22.49%
Policy Index	4.25%	18.93%
<u>International Equity</u>		
MSCI ACWI	6.48%	28.58%
<u>Fixed Income</u>		
Lehman AGG	-0.93%	2.81%
<u>Real Estate</u>		
Wilshire RE Sec Inde	1.52%	27.33%

ERSRI Performance By Asset Class	Oct-03	Calendar YTD
Domestic Equity	6.71%	28.59%
Fixed Income	-0.13%	7.63%
International Equity	5.07%	19.66%
Total Fund Composite*	4.60%	20.18%
Manager Summary		
	Oct-03	CYTD
<u>DOMESTIC EQUITY</u>		
Shott Capital	22.26%	77.64%
Columbia	10.64%	42.71%
Wellington	9.63%	49.14%
Wasatch	7.89%	37.23%
NorthPointe	7.24%	34.80%
SSgA Russell 1000	5.86%	N/A
PIMCO	5.47%	21.63%
SSgA Core	5.14%	20.05%
Total Domestic Equity	6.71%	28.59%
<u>FIXED INCOME</u>		
Mackay Shields	2.38%	31.35%
Shenkman	1.50%	12.90%
InState	0.54%	5.83%
Brown Bros	0.34%	5.42%
Fidelity	-0.31%	3.38%
Taplan Canida & Habacht	-0.41%	11.58%
Fleet Inv Advisors	-1.21%	3.23%
Total Fixed Income	-0.13%	7.63%
<u>INTERNATIONAL EQUITY</u>		
Putnam Investments	5.32%	21.81%
Bank of Ireland	4.82%	17.41%
Total International Equity	4.60%	20.18%

*Total Fund Composite includes all classes

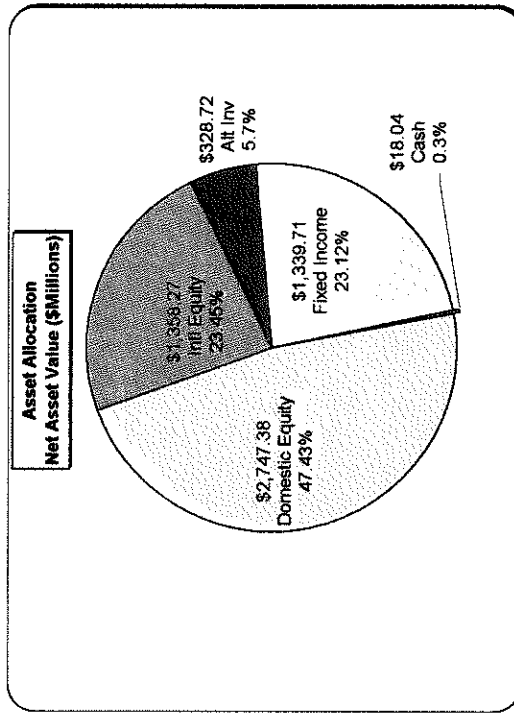
Market Values

The total portfolio value increased in October by \$231 million, including transfers, to \$5,792 billion. This compares with an increase in value of \$169 million for the same period in 2002. The domestic equity market values increased by \$107 million; fixed income increased by \$44 million, while international equity values were up by \$66 million. The cash accounts were up by \$4 million and alternative investments increased in value by \$10 million.



Asset Allocation

The domestic equities portfolio is over-allocated by 2.4%. The fixed income portfolio is under-allocated by 1.9%. The international equity portfolio is over-allocated by 1.0%, while the alternative investment assets are under-allocated by 2.2%. Domestic and international equities targets each include an additional 2.5% for future real estate allocations. Rebalancing of these asset classes was recently completed.



Manager Funding

Cash transfers by asset class which took place during October are required to provide sufficient cash for alternative investment funding as well as to meet current retirement payroll obligations of \$21 million.

Cash Flow

October's pension payroll of \$43.2 million exceeded the \$24.4 million in contributions received by \$18.8 million. To meet this shortfall along with other obligations, \$21 million was transferred from long term investments.

Alternative Investments

At this time the alternative investment asset class has unfunded commitments of approximately \$375 million, on commitments of \$723 million.

Expenses

Expenses accrued during October totalled \$3,141,176 was comprised of private equity, investment management, and other professional management fees.

**CAPITAL CALLS
Net of Distributions**

OCTOBER 2003	FYTD	UNFUNDED BALANCE
-\$2,221,967	\$2,867,749	\$375,103,239

OCTOBER 2002	FYTD	UNFUNDED BALANCE
\$1,812,684	\$11,470,317	\$323,769,131

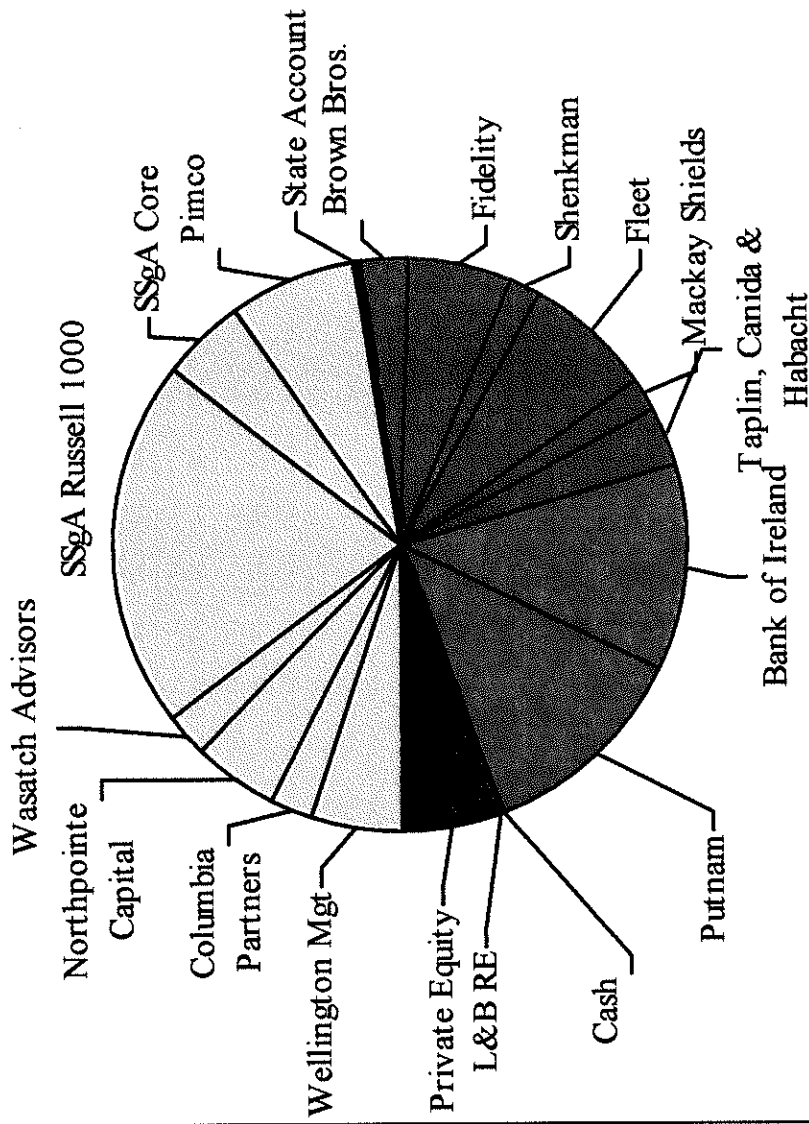
Short Term Cash

The short term cash portfolio had a 3.6 day weighted average maturity vs 2.1 days in September, and 36.5 days in October of 2002. Investments at October 31st totaled \$238.7 million. Interest earned during the month was \$133,374.24 of which \$9,826.04 was credited to the retirement accounts. The average investment rate of 0.97% was 9 basis points above the average 30 day treasury rate.

Individual Manager Allocation

October 31, 2003

\$ 5,792 MM



- U.S. Equity
- Fixed Income
- Non-U.S. Equity
- Cash Equivalents
- Alternative Investments

Portfolio	\$MM	Allocation
Columbia Partners	\$ 144	2.5
Northpointe Capital	276	4.8
PIMCO	418	7.2
SSGA - Core	271	4.7
SSGA Russell 1000	1,211	20.9
Wasatch Advisors	141	2.4
Wellington Management	283	4.9
U.S. Equity	2,747	47.4
Brown Bros. Harriman	\$ 163	2.8
Fidelity Mgmt. Trust	328	5.7
Fleet Investment	406	7.0
Loomis Sayles	1	0.0
Mackay Shields	114	2.0
Shenkman Capital	104	1.8
State Account	22	0.4
Taplin, Canada & Habacht	201	3.5
Fixed Income	1,340	23.1
Bank of Ireland	\$ 672	11.6
Putnam Investments	686	11.8
International Equity	1,358	23.5
L&B Real Estate	19	0.3
Private Equity	310	5.3
Contingency Reserve	1	0.0
Alternative Invest.	329	5.7
Cash Account (inside)	\$ 12	0.2
Cash Account (outside)	6	0.1
Cash Equivalents	18	0.3
Total	\$5,792	100.0

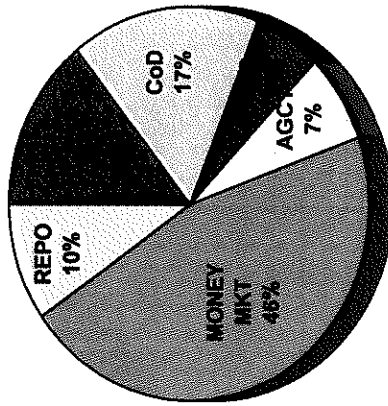
Market Environment
Quarter Ended October 31, 2003

	<u>QTR</u>	<u>YTD</u>	<u>1 YR.</u>	<u>2 YRS.</u>	<u>3 YRS.</u>	<u>4 YRS.</u>	<u>5 YRS.</u>
U.S. EQUITY							
RUSSELL 2000	11.27	39.38	43.36	12.60	3.44	6.77	8.34
RUSSELL 2000 GROWTH	11.58	43.21	46.56	7.21	-7.66	-2.21	3.41
RUSSELL 2000 VALUE	10.92	35.72	40.29	16.94	14.14	14.92	11.93
S&P 500	6.57	21.21	20.80	1.27	-8.34	-4.93	0.53
WILSHIRE 5000	7.45	24.25	24.45	3.81	-7.09	-3.48	1.75
INTERNATIONAL EQUITY							
MSCI AC WORLD FREE ex US (gross)	12.73	25.58	30.40	7.80	-4.45	-3.86	1.37
MSCI EAFE (net)	12.15	25.75	27.04	5.00	-6.11	-5.32	-0.23
U.S. FIXED INCOME							
FB DOM PLUS HIGH YIELD	6.06	23.32	31.55	14.61	9.68	6.72	
FB GLOBAL HIGH YIELD	6.00	23.55	31.46	14.62	9.66	6.95	6.67
LB AGGREGATE	2.37	2.81	4.91	5.40	8.37	8.10	6.54
CITIGROUP BROAD INV GRADE	2.37	2.87	4.99	5.37	8.36	8.09	6.52
CITIGROUP LARGE PENSION FUND	3.63	3.32	6.55	6.07	9.49	9.05	6.84
CITIGROUP LPF COLLATERALIZED	2.03	1.78	2.75	4.59	7.32	7.41	6.52
TOTAL PLAN	7.12	19.00	20.21	5.49	-2.05	-0.07	3.40

RHODE ISLAND STATE INVESTMENT COMMISSION

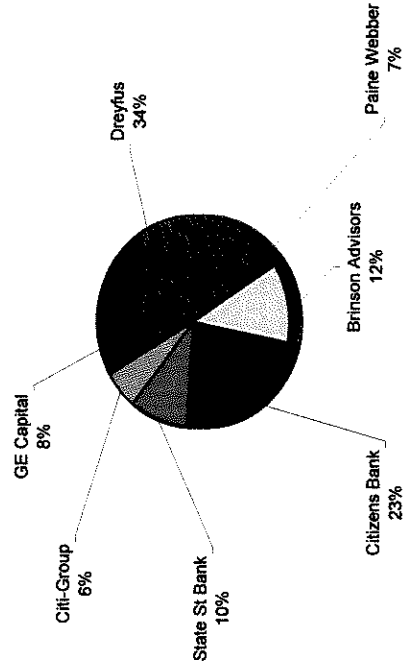
SHORT TERM CASH INVESTMENTS AT OCTOBER 31, 2003

Portfolio By Instrument



REPO	= Repurchase Agreement
CP	= Commercial Paper
CD	= Certificate of Deposit
CoD	= Collateralized Deposit
Agency	= US Government Agency

Portfolio by Issuer



State of Rhode Island
Office of the General Treasurer
Short-Term Investments

Issuer Credit Ratings
October, 2003

Issuer	Issuer Ratings		S-T Debt Rating		L-T Debt Rating		Credit Outlook
	Moody's		Moody's	S&P	Moody's	S&P	S&P
FleetBoston	A1		P-1	A-1	A1	A	Negative
Chase Securities	Aa3		P-1	A-1	Aa3	A+	Negative
Citigroup Inc.	Aa1		P-1	A-1+	Aa1	AA-	Stable
Citizens Bank RI	Aa2		P-1	A-1+	Aa2	AA-	Stable
Dreyfus	Aa3		P-1	A-1+	Aa3	AA-	Stable
First Tennessee Capital Markets	A1		P-1	N/A	A1	A-	Stable
GE Capital	Aaa		P-1	A-1+	Aaa	AAA	Stable
Morgan Stanley	Aa3		P-1	A-1	Aa3	A+	Stable
Paine Webber	Aa2		P-1	A-1+	Aa2	AA+	Negative
UBS Brinson Advisors	Aa2		P-1	N/A	Aa2	AA+	Negative
State Street Bank & Trust Company	Aa2		P-1	A-1+	Aa2	AA	Stable

Ratings Definitions

Moody's Short-Term Debt Ratings:

P-1 - Prime-1 have a superior ability for repayment of sr. S-T debt obligations
P-2 - Prime-1 have a strong ability for repayment of sr. S-T debt obligations
P-3 - Prime-1 have an acceptable ability for repayment of sr. S-T debt obligations
NP - Not Prime

Moody's Issuer Rating Symbols:

Aaa - Offer exceptional financial security (high-grade)
Aa - Offer excellent financial security (high-grade)
A - Offer good financial security
Baa - Offer adequate financial security
Ba - Offer questionable financial security
B - Offer poor financial security
Caa - Offer very poor financial security
Ca - Offer extremely poor financial security
C - Lowest rated class, usually in default

Modifiers:

1 - Higher end of letter rating category
2 - Mid-range of letter rating category
3 - Lower end of letter rating category

Moody's Long-Term Debt Ratings:

Aaa - Best Quality
Aa - High Quality
A - Possess many favorable investment attributes
Baa - Medium-grade obligations
Ba - Possess speculative elements
B - Generally lack characteristics of desirable investments
Caa - Poor standing
Ca - Speculative in a high degree
C - Lowest rated class of bonds

Modifiers:

1 - Higher end of letter rating category
2 - Mid-range of letter rating category
3 - Lower end of letter rating category

S&P Short-Term Credit Ratings:

A-1 - Highest rated, strong capacity to meet obligations
A-2 - Somewhat more susceptible to adverse effects of changes in financial conditions, satisfactory
A-3 - Exhibits adequate protection parameters
B - Significant speculative characteristics, faces major ongoing uncertainties
C - Vulnerable to non-payment
D - Payment default
Modifiers:
+ or - show relative standing within the category.

S&P Outlook Definitions:

Positive - A rating may be raised
Negative - A rating may be lowered
Stable - A rating is not likely to change
Developing - May be raised or lowered
NM - Not meaningful

S&P Long-Term Debt Ratings:

AAA - Highest rating, extremely strong
AA - Differs slightly from highest rating, very strong
A - Somewhat more susceptible to adverse effects of change in economic condition, strong
BBB - Exhibits adequate protection parameters
BB, B, CCC, CC, C - Have significant speculative characteristics. BB least speculative, C highest degree.
D - Payment default

Modifiers:

+ or - show relative standing within the category.



State of Rhode Island and Providence Plantations
 Office of the General Treasurer
 Room 102 State House
 Providence, Rhode Island 02903

Paul J. Tavares
 General Treasurer

November 24, 2003

State Investment Commission
 Rhode Island State House
 Providence, RI 02903

This is to certify that the amounts so listed below belong to the credit of the Employees' Retirement, State Police and Judiciary Retirement Systems, and the Municipal Employees' Retirement System of the State of Rhode Island at the close of business on October 31, 2003.

**Employees' Retirement System of Rhode Island
 Composite Reporting Investment Valuation
 October 31, 2003**

Asset Class		
Cash/Short Term Investments		\$ 255,435,994
Equities – Domestic		\$ 2,714,230,425
Equities – International		\$ 1,332,426,060
Fixed Income – Government	\$ 484,456,343	
Fixed Income – Corporate	\$ 655,158,203	
Fixed Income – In State	\$ 22,276,694	
Total Fixed Income		\$ 1,161,891,241
Alternative Investments		\$ 327,641,905
Other – Escrow		\$ 500,000
Total Fund Investments		\$ 5,792,125,625
Plan Allocation		
State Employees & Teachers	86.59%	\$ 5,015,206,726
Municipal Employees	12.84%	\$ 743,468,152
State Police	0.35%	\$ 20,457,985
Judicial	0.22%	\$ 12,992,763
Total Fund Investments	100.00%	\$ 5,792,125,625

The amount listed for the alternative investments designation is illiquid and does not have a readily determinable market value. It is based on appraisals only.

Respectfully submitted,

Paul J. Tavares
 General Treasurer

Monthly SIC Letter for Book.doc

ERSRI Monthly Market Value Report With Time Weighted Returns
October 31, 2003

	Calendar YTD			Current Month			Valuation Change			
	Performance	Benchmark	Alpha	Net of Xfers	Current Month Benchmark	Alpha	Market Value 9/30/2003	Transfers In/(out)	Market Value 10/31/2003	Increase/ (Decrease)
Domestic Equity										
Short Capital Management IRR	77.64%	N/A	N/A	22.26%	N/A	N/A	(277,689)	1,690,002	1,809,138	396,825
SSgA Russell 1000	N/A	N/A	N/A	5.86%	5.86%	0.00%	1,120,264,138	25,078,000	1,211,042,349	65,700,211
SSgA Core	20.05%	22.49%	-2.44%	5.14%	5.86%	-0.72%	258,096,365	18,750	271,377,805	13,262,690
PIMCO	21.63%	21.21%	0.42%	5.47%	5.66%	-0.19%	381,994,499	15,027,375	418,132,449	21,110,575
NorthPointe Capital	34.80%	35.72%	-0.92%	7.24%	8.15%	-0.91%	286,900,535	(30,981,250)	276,274,663	20,355,378
Wellington Mgmt	49.14%	39.38%	9.76%	9.63%	8.40%	1.23%	304,522,750	(49,981,250)	283,396,414	28,854,914
Wasatch Advisors	37.23%	43.21%	-5.98%	7.89%	8.64%	-0.75%	142,665,637	(11,989,500)	141,169,094	10,492,957
Columbia Mgmt	42.71%	43.21%	-0.50%	10.64%	8.64%	2.00%	146,473,710	(17,000,008)	144,182,447	14,708,746
Transition Account	N/A	N/A	N/A	N/A	N/A	N/A	-	-	-	-
Total Domestic Equity	28.59%	N/A	N/A	6.71%	N/A	N/A	2,640,639,945	(68,137,882)	2,747,384,360	174,882,297
International Equity										
Bank of Ireland	17.41%	28.58%	-11.17%	4.82%	6.48%	-1.66%	641,508,692	45,375	672,479,672	30,925,605
Putnam Investments	21.81%	28.58%	-6.77%	5.32%	6.48%	-1.16%	651,103,670	45,375	685,787,600	34,638,555
Transition Account	N/A	N/A	N/A	0.00%	N/A	N/A	9,885	-	-	(9,885)
Total International Equity	19.66%	N/A	N/A	5.07%	N/A	N/A	1,292,622,247	90,750	1,358,267,272	65,554,275
Fixed Income										
Fleet Investment Advisors	3.23%	3.37%	-0.14%	-1.21%	-1.27%	0.06%	411,320,400	33,000	406,395,280	(4,958,120)
Fidelity Management & Research	3.38%	1.76%	1.62%	-0.31%	-0.34%	0.03%	299,070,909	30,024,750	328,329,250	(766,409)
Brown Brothers, Harriman	5.42%	2.88%	2.54%	0.34%	-0.92%	1.26%	142,696,721	20,012,000	163,230,963	522,242
In-State Fixed Income	5.63%	N/A	N/A	0.54%	N/A	N/A	22,295,222	(138,448)	22,276,694	119,920
Taplin, Canida & Habacht	11.58%	6.03%	5.55%	-0.41%	-1.07%	0.66%	201,323,118	15,375	200,514,367	(824,126)
Mackay Shields	31.35%	23.35%	8.00%	2.38%	2.04%	0.34%	115,745,030	(3,983,200)	114,420,079	2,658,249
Shenkmann Capital Mgmt	12.90%	23.35%	-10.45%	1.50%	2.04%	-0.54%	102,419,244	8,250	103,965,948	1,538,454
Transition Account	N/A	N/A	N/A	N/A	N/A	N/A	578,719	(1,117)	578,722	1,120
Total Fixed Income	7.63%	N/A	N/A	-0.13%	N/A	N/A	1,295,449,363	45,970,610	1,339,711,302	(1,708,671)
Alternative Investments										
Pacific Corporate Group	6.61%	N/A	N/A	5.34%	N/A	N/A	298,903,763	(4,470,024)	309,587,411	15,153,672
JMB/Heltman Advisory Group	5.75%	27.33%	-21.58%	0.00%	1.52%	-1.52%	-	-	-	-
L & B Real Estate Counsel	2.31%	0.00%	2.31%	0.00%	0.00%	0.00%	18,638,982	(65)	18,638,919	2
Bank Acquisition Contingency	0.00%	N/A	N/A	N/A	N/A	N/A	500,000	(410)	500,424	835
Total Alternatives	6.51%	N/A	N/A	5.01%	N/A	N/A	318,042,745	(4,470,489)	328,726,754	15,154,508
Cash Accounts										
Cash in Trust	32.23%	N/A	N/A	1.40%	N/A	N/A	12,530,996	2,927,538	15,645,832	187,297
Internal Cash	4.43%	N/A	N/A	3.61%	N/A	N/A	1,506,384	-	2,390,105	883,721
Total Cash	N/A	*	N/A	N/A	0	0	14,037,380	2,927,538	18,035,937	1,071,018
Fund Grand Total	20.18%	19.00%	1.18%	4.60%	4.25%	0.35%	5,560,791,680	(23,619,483)	5,792,125,625	254,953,428

*Policy Index:

52.5% Wilshire 5000

25.0% Lehman Aggregate

22.5% MSCI ACWI X-US

STATE OF RHODE ISLAND
SUMMARY OF MANAGER PERFORMANCE
RATES OF RETURN
Periods Ending October 31, 2003

	MKT VAL	% OF FUND	1 Month	3 Months	6 Months	YTD	FYTD	1 Year	2 Years	3 Years	4 Years	5 Years
U.S. EQUITY												
COLUMBIA PARTNERS	144,182	2.49	10.64	13.51	31.82	42.71	17.77	43.82				
NORTHPOINTE CAPITAL	276,275	4.77	7.24	10.86	31.97	34.80	17.46	41.06				
PIMCO	418,132	7.22	5.47	6.98	15.35	21.63	8.24	21.80	1.23			
SHOTT CAPITAL	1,809	0.03										
SSGA - CORE	271,378	4.69	5.14	6.12	12.70	20.05	7.29	16.53	3.86	-5.78	-1.81	3.88
SSGA RUSSELL 1000	1,211,047	20.91	5.86	6.92	16.81		9.06					
WASATCH ADVISORS	141,169	2.44	7.89	11.13	33.42	37.23	15.84	44.53				
WELLINGTON MANAGEMENT CO. LLC	283,396	4.89	9.63	14.67	39.90	49.14	23.25	55.69				
TRANSITION ACCOUNT	-5	-0.00										
TOTAL US EQUITY	2,747,384	47.43	6.71	8.75	21.78	28.59	12.03	28.86	5.20	-7.25	-2.91	1.82
RUSSELL 1000			5.86	6.91	16.77	22.49	9.04	22.32	2.20	-8.24	-4.19	1.14
RUSSELL 2000			8.40	11.27	33.30	39.38	18.24	43.36	12.60	3.44	6.77	8.34
RUSSELL 2000 GROWTH			8.64	11.58	36.11	43.21	20.01	46.56	7.21	-7.66	-2.21	3.41
RUSSELL 2000 VALUE			8.15	10.97	30.58	35.72	16.51	40.29	16.94	14.14	14.92	11.93
S&P 500			5.66	6.57	15.62	21.21	8.45	20.80	1.27	-8.34	-4.93	0.53
WLSHIRE 5000			6.11	7.45	18.49	24.25	10.04	24.45	3.81	-7.09	-3.48	1.75
SSGA TRANSITION ACCOUNT	0	0.00										
INTERNATIONAL EQUITY												
BANK OF IRELAND	672,479	11.61	4.82	7.44	18.35	17.41	9.51	16.79	0.92			
PUTNAM INVESTMENTS	685,786	11.84	5.32	9.76	19.90	21.81	12.75	24.09	5.90			
TRANSITION ACCOUNT INT EQUITY	2	0.00										
TOTAL INTERNATIONAL EQUITY	1,358,267	23.45	5.07	8.60	19.13	19.66	11.12	20.48	3.49	-7.34	-4.13	1.55
MSCI AC WORLD FREE ex US (GROSS)			6.48	12.73	26.51	28.58	15.73	30.40	7.80	-4.45	-3.86	1.37
MSCI EAFE (NET)			6.23	12.15	24.77	25.75	14.87	27.04	5.00	-6.11	-5.32	-0.23
U.S. FIXED INCOME												
BROWN BROTHERS HARRIMEN	163,231	2.82	0.34	2.66	1.62	5.42	-0.30	8.07	7.03	9.57	8.89	6.88
FIDELITY MANAGEMENT TRUST	328,329	5.67	-0.31	2.90	1.97	3.38	1.62	4.67	5.75	8.22	8.31	7.10
FLEET INVESTMENT	406,395	7.02	-1.21	2.40	0.46	3.23	-1.52	5.19	5.21	8.07	8.28	5.92
MACKEY SHIELDS, LLC	114,420	1.98	2.38	6.31	14.10	31.35	6.79	40.55				
SHENKMAN CAPITAL MANAGEMENT	103,966	1.79	1.50	4.06	6.16	12.90	3.58	15.94				
STATE ACCOUNT	22,277	0.38	0.54	1.67	3.35	5.63	2.22	6.79	6.82	6.87		
TAPLIN, CANIDA & HABACHT	200,514	3.46	-0.41	4.27	4.38	11.58	0.76	19.57	9.14	10.47	9.30	7.47
TRANSITION ACCOUNT FIXED INCOME	579	0.01										

**STATE OF RHODE ISLAND
SUMMARY OF MANAGER PERFORMANCE
RATES OF RETURN
Periods Ending October 31, 2003**

	MKT VAL	% OF FUND	1 Month	3 Months	6 Months	YTD	FYTD	1 Year	2 Years	3 Years	4 Years	5 Years
U.S. FIXED INCOME												
TOTAL US FIXED INCOME	1,339,711	23.13	-0.13	3.31	3.17	7.63	0.89	10.74	6.72	8.03	7.87	6.51
FIRST BOSTON DOMESTIC PLUS HIGH YIELD			2.07	6.06	9.64	23.32	5.16	31.55	14.61	9.68	6.72	
FIRST BOSTON GLOBAL HIGH YIELD			2.04	6.00	9.78	23.35	5.14	31.46	14.62	9.66	6.95	6.67
LB AGGREGATE			-0.93	2.37	0.57	2.81	-1.08	4.91	5.40	8.37	8.10	6.54
LB CREDIT			-1.07	3.19	1.66	6.02	-1.21	10.57	7.41	10.14	8.96	7.24
CITIGROUP BROAD INV GRADE			-0.92	2.37	0.56	2.87	-1.09	4.99	5.37	8.36	8.09	6.52
CITIGROUP LARGE PENSION FUND			-1.50	3.63	0.18	3.32	-2.45	6.55	6.07	9.49	9.05	6.84
CITIGROUP LPF COLLATERALIZED			-0.34	2.03	0.45	1.78	0.18	2.75	4.59	7.32	7.41	6.52
ALTERNATIVE INVESTMENTS												
L&B REAL ESTATE	18,639	0.32	0.00	0.00	1.81	2.31	1.81	1.80	0.05	2.46	3.78	5.23
PRIVATE EQUITY INVESTMENT	309,587	5.34	5.34	8.70	14.16	6.61	12.22	4.48	0.42	-9.68	2.03	3.06
CONTINGENCY RESERVE FUND	500	0.01	0.00	0.00	0.00	0.00	0.00	0.00	0.00			
TOTAL ALTERNATIVE INVESTMENTS	328,726	5.68	5.01	8.15	13.38	6.51	11.56	4.51	0.51	-8.01		
HEITMAN REAL ESTATE	0	0.00	0.00	2.09	4.01	5.75	2.09	7.64	6.56	8.21	9.06	9.79
NCREIF PROPERTY INDEX ONE QTR LAG												
CASH EQUIVALENTS												
CASH ACCOUNT (INSIDE)	12,415	0.21	1.40	4.71	12.69	32.23	7.22	46.83	80.78	61.88		
CASH ACCOUNT (OUTSIDE)	5,621	0.10	3.61	3.78	4.04	4.43	3.87	4.69	3.30	3.85		
TOTAL PLAN	5,792,125	100.00	4.60	7.38	15.95	20.18	9.06	21.38	5.43	-2.30	0.81	3.54
TOTAL PLAN BENCHMARK*			4.25	7.12	14.90	19.00	8.06	20.21	5.49	-2.05	-0.07	3.40

*52.5% W5000:27.5% LBAGG/20% MSCIAWORLDFREEexUSA

Asset Allocation Report Market Values at October 31, 2003 (\$Millions)	Style	Actual		Target		Difference	Cash	% of Total
	Mandate							
Domestic Equity								
Shott Capital Mgmt	alternative distribution	1.81	0.0%	0.00	0.00%	1.81	0.20	0.0%
SSgA Russel 1000	Passive	1,211.04	20.9%	1,172.91	20.25%	38.14	0.00	0.0%
SSgA Core	active core	271.38	4.7%	260.65	4.50%	10.73	2.12	0.8%
PIMCO	Enhanced Equity	418.13	7.2%	390.97	6.75%	27.16	0.03	0.0%
NorthPointe Capital	Small Cap Value	276.27	4.8%	260.65	4.50%	15.63	11.50	4.2%
Wellington Mgmt	Small Cap Core	283.40	4.9%	280.65	4.50%	22.75	7.80	2.8%
Wasatch Advisors	Small Cap Growth	141.17	2.4%	130.32	2.25%	10.85	11.18	7.9%
Columbia Mgmt	Small Cap Growth	144.18	2.5%	130.32	2.25%	13.86	0.33	0.2%
Transition Account		0.00	0.0%	0.00	0.00%	0.00	0.00	0.0%
TOTAL DOMESTIC EQUITY		\$2,747.38	47.4%	2,606.46	45.00%	\$140.93	\$33.16	1.2%
International Equity								
Bark of Ireland	MSCI ACWI	672.48	11.6%	651.61	11.25%	20.87	6.89	1.0%
Putnam Investments	MSCI ACWI	685.79	11.8%	651.61	11.25%	34.17	18.95	2.8%
Transition Account	MSCI ACWI	0.00	0.0%	0.00	0.00%	0.00	0.00	0.0%
TOTAL INT'L EQUITY		\$1,358.27	23.5%	\$1,303.23	22.50%	\$55.04	\$25.84	1.9%
Domestic Fixed Income								
Fleet Investment Advisors	active core	406.40	7.0%	488.86	8.44%	-82.46	11.52	2.8%
Fidelity Management & Research	mortgages	328.33	5.7%	362.01	6.25%	-33.68	105.23	32.1%
Brown Brothers, Harriman	opportunistic core	163.23	2.8%	162.76	2.81%	0.47	22.77	13.9%
In-State Fixed Income	short/Int govt	22.28	0.4%	0.00	0.00%	22.28	0.00	0.0%
Taplin, Carida & Hebecht	corporates	200.51	3.5%	217.20	3.75%	-16.69	27.28	13.6%
Mackay Shields	high yield	114.42	2.0%	108.60	1.88%	5.82	6.23	5.4%
Sheniman Capital Mgmt	high yield	103.97	1.8%	108.60	1.88%	-4.64	4.79	4.6%
Transition Account		0.58	0.0%	0.00	0.00%	0.58	0.00	0.6%
TOTAL FIXED-INCOME		1,339.71	23.1%	1,448.03	25.00%	-\$108.32	\$177.82	13.3%
Alternative Investments								
JMB/Haitman Advisory Corp	real estate	0.00	0.0%					
L&B Real Estate Counsel	real estate	18.64	0.3%					
Shott Capital Mgmt	alternative distribution	0.00	0.0%					
Pacific Corp Group	Private Equity	309.59	5.3%	434.41	7.50%	-124.82	0.6	0.2%
Bank Disposition	contingency	0.50	0.0%					
TOTAL ALTERNATIVE INVESTMENTS		\$328.73	5.7%	\$434.41	7.50%	-\$105.68	0.6	0.2%
CASH EQUIVALENTS	STIF, Yield+	18.04	0.3%	0.00	0.00%	18.04	18.00	99.8%
TOTAL ASSETS		\$5,792.13	100.0%	\$5,792.13	100.00%	\$0.00	\$255.41	4.4%
Allocation By Management Style								
Domestic Equity								
Core		271.38	4.7%	260.65	4.50%	10.73	2.12	0.8%
Index		1,211.04	20.9%	1,172.91	20.25%	38.14	0.00	0.0%
Enhanced Equity		418.13	7.2%	390.97	6.75%	27.16	0.03	0.0%
AR Distribution		1.81	0.0%	-	0.00%	1.81	0.20	0.0%
Active Small Cap		845.02	14.6%	781.94	13.50%	63.09	30.81	3.6%
TOTAL DOMESTIC EQUITY		\$2,747.38	47.4%	2,606.46	45.00%	140.93	\$33.16	1.2%
International Equity								
Active		1,358.27	23.5%	1,303.23	22.50%	55.04	25.84	1.9%
TOTAL INT'L EQUITY		\$1,358.27	23.5%	\$1,303.23	22.50%	\$55.04	\$25.84	1.9%
Domestic Fixed Income								
Mortgage		328.33	12.7%	362.01	6.25%	(33.68)	105.23	32.1%
Core		591.90	3.2%	651.61	11.25%	(59.71)	34.28	5.8%
Corporates		200.51	3.5%	217.20	3.75%	(16.69)	27.28	13.6%
High Yield		218.96	3.8%	217.20	3.75%	1.76	11.02	5.0%
TOTAL FIXED-INCOME		\$1,339.71	23.1%	\$1,448.03	25.00%	(\$108.32)	\$177.82	13.3%
Alternative Investments								
Real Estate		18.64	0.3%				0.58	
Other Alternative Investments		310.09	5.4%					
TOTAL ALTERNATIVE INVESTMENTS		\$328.73	5.7%	\$434.41	7.50%	(\$105.68)	0.58	
CASH EQUIVALENTS	STIF, Yield+	18.04	0.3%	0.00	0.00%	18.04	18.00	99.8%
TOTAL ASSETS		\$5,792.13	100.0%	\$5,792.13	100.00%	\$0.00	\$255.41	4.4%

RHODE ISLAND STATE INVESTMENT COMMISSION

**Domestic Equity Holdings By Top 10 Market Values
Separately Managed**

OCTOBER 31, 2003

<i>Equities</i>				
RANK	SECURITY NAME	PAR VALUES/SHARES	BASE MARKET AMOUNT	MONEY MANAGERS
1	CITIGROUP INC	190,033	\$9,007,564	SSgA,Wellington
2	INTEL CORP	269,100	8,893,755	SSgA
3	RENT A CTR INC	270,587	8,458,550	Wasatch
4	EXXON MOBIL CORP	211,170	7,724,599	SSgA
5	O'REILLY AUTOMOTIVE INC	175,400	7,593,066	Columbia,Wasatch
6	MICROSOFT CORP	288,400	7,541,660	SSgA
7	APRIA HEALTHCARE INC	256,665	7,443,285	SSgA,Wellington
8	NEXTEL PARTNERS INC	548,600	6,594,172	Wellington,NorthPointe
9	FAIRCHILD SEMICONDUCTOR	283,600	6,409,360	Wellington
10	GENERAL ELC. CO	220,100	6,385,101	SSgA
		2.77%	\$76,051,111	
Total Composite Equities		\$2,745,575,222		

International Equity Holdings By Top 10 Market Values

OCTOBER 31, 2003

<i>International Equities</i>				
RANK	SECURITY NAME	PAR VALUES/SHARES	BASE MARKET AMOUNT	MONEY MANAGERS
1	TOTAL SA EUR10	294,378	\$45,754,071	Bank of Ireland,Putnam
2	CANON INC	842,000	40,746,259	Bank of Ireland,Putnam
3	NESTLE SA	176,918	38,951,505	Bank of Ireland,Putnam
4	VODAFONE GROUP	18,328,560	38,489,500	Bank of Ireland,Putnam
5	UBS	554,612	34,057,127	Bank of Ireland,Putnam
6	NOVARTIS	791,380	30,165,306	Bank of Ireland,Putnam
7	HSBC HLDGS	1,971,290	29,604,826	Bank of Ireland,Putnam
8	SAMSUNG ELECTRS LTD	136,062	27,212,400	Bank of Ireland,Putnam
9	ING GROEP	1,205,108	25,020,755	Bank of Ireland,Putnam
10	PHILIPS ELEC	804,404	21,685,426	Bank of Ireland,Putnam
		24.42%	\$331,687,175	
Total Composite International Equities		\$1,358,267,272		

Alternative Investments Funding

2003

Manager	Inception Date	Partnership Commitment	Prior Funding Thru Sept 30, 2003	Current Month Funding	Cumulative Total at Oct 31, 2003	Unfunded Balance	Market Values at Oct 31, 2003
<i>ABS Capital Partners</i>	May 1996	5,000,000	2,422,370	0	2,422,370	2,577,630	570,250
<i>Apollo Investment Fund IV L.P.</i>	Apr 1998	15,000,000	11,938,859	(653,399)	11,285,460	3,714,540	13,336,538
<i>Alta BioPharma Partners, L.P.</i>	Mar 1998	10,000,000	5,695,458	(3,848,850)	1,846,608	8,153,392	1,370,261
<i>Alta BioPharma Ptnrs III, L.P.</i>	May-03	15,000,000	0	0	0	15,000,000	0
<i>Alta California Partners II L.P.</i>	Oct 1998	10,000,000	9,253,607	0	9,253,607	746,393	5,442,484
<i>Alta California Partners III L.P.</i>	Jan 2001	15,000,000	8,250,000	750,000	9,000,000	6,000,000	7,886,898
<i>Aurora Equity Partners II</i>	Mar 1998	15,000,000	12,171,122	392,478	12,563,600	2,436,400	15,039,652
<i>Avenue Special Situations Fund III</i>	Oct 2002	15,000,000	7,767,508	750,000	8,517,508	6,482,492	12,714,490
<i>Blackstone Capital Ptnrs III</i>	May 1997	20,000,000	16,300,733	(564,258)	15,736,475	4,263,525	17,438,175
<i>Blackstone Capital Ptnrs IV</i>	Sept 2001	25,000,000	1,656,097	0	1,656,097	23,343,903	1,312,747
<i>Boston Ventures Ltd</i>	Sept 1996	5,000,000	4,080,484	0	4,080,484	919,516	1,888,678
<i>Catterton Partners</i>	Jun 2003	15,000,000	0	567,538	567,538	14,432,462	567,538
<i>Charterhouse Capital Partners VII L.P. *</i>	Dec 2002	17,375,000	1,208,090	0	1,208,090	16,166,910	1,454,686
<i>Coller Capital</i>	Mar 2002	15,000,000	1,023,139	0	1,023,139	13,976,861	1,438,610
<i>Crossroads/Providence LP</i>	Dec 1988	37,319,303	36,388,356	0	36,388,356	0	6,663,785
<i>CVC Capital Partners</i>	Mar 1998	15,000,000	9,484,865	(808,348)	8,676,517	6,323,483	10,665,887
<i>CVC Capital Partners III</i>	Mar 2001	20,000,000	9,245,816	0	9,245,816	10,754,184	9,849,948
<i>Doughty Hanson II</i>	Mar 1996	5,000,000	1,904,717	0	1,904,717	3,095,283	3,434,366
<i>Doughty Hanson III</i>	Nov 1997	15,000,000	11,806,469	(1,027,811)	10,778,658	4,221,342	13,173,079
<i>Fenway</i>	Aug 1998	15,000,000	9,608,803	0	9,608,803	5,391,197	8,030,571
<i>First Reserve Fund VIII L.P.</i>	Apr 1998	15,000,000	12,269,212	(788,676)	11,480,536	3,519,464	14,814,077
<i>First Reserve Fund IX L.P.</i>	Jan 2001	20,000,000	11,149,249	1,614,545	12,763,794	7,236,206	12,640,721
<i>First Reserve Fund X L.P.</i>	Oct 2003	20,000,000	0	0	0	20,000,000	0
<i>Green Equity Investors IV L.P.</i>	Oct 2002	15,000,000	387,070	(3,330)	383,740	14,616,260	383,740
<i>Harvest Partners III</i>	Dec 1997	15,000,000	13,275,926	0	13,275,926	1,724,074	9,966,872
<i>Harvest Partners IV</i>	Aug 2001	15,000,000	2,265,009	0	2,265,009	12,734,991	2,362,976
<i>Heitman</i>	1988	0	0	0	0	0	422,011
<i>Heritage Fund</i>	May 1997	5,000,000	3,983,159	0	3,983,159	1,016,841	3,794,632
<i>Lighthouse Capital Partners</i>	Mar 2003	15,000,000	0	0	0	15,000,000	0
<i>Matlin Patterson Global Oppor Ptnrs L P</i>	Sep 2001	15,000,000	14,827,757	0	14,827,757	172,243	14,827,757
<i>Nautic Partners V</i>	Feb 2001	20,000,000	5,810,546	0	5,810,546	14,189,454	5,322,355
<i>Nordic Capital III</i>	Feb 1998	10,000,000	5,299,640	0	5,299,640	4,700,360	9,515,621
<i>Nordic Capital V L.P.</i>	Dec 2002	15,000,000		0	0	15,000,000	0

work/vncapfnd

Manager	Inception Date	Partnership Commitment	Prior Funding Thru Sept 30, 2003	Current Month Funding	Cumulative Total at Oct 31, 2003	Unfunded Balance	Market Values at Oct 31, 2003
<i>OCM Opportunities Fund</i>	Jan 1996	8,000,000	823,006	0	823,006	7,176,994	1,703,664
<i>OCM Principal Opportunities</i>	Nov 1996	5,000,000	4,133,638	(200,048)	3,933,590	1,066,410	3,707,221
<i>OCM Opportunities II</i>	Oct 1997	12,000,000	5,807,820	(910,061)	4,897,759	7,102,241	5,141,520
<i>Parthenon Investors, L.P.</i>	Feb 1999	15,000,000	11,484,452	49,180	11,533,632	3,466,368	9,951,671
<i>Parthenon Investors II, L.P.</i>	Dec 2000	20,000,000	4,238,240	4,540,234	8,778,474	11,221,526	8,516,733
<i>Providence Equity Partners</i>	Dec 1996	10,000,000	3,955,107	0	3,955,107	6,044,893	733,444
<i>Providence Equity Partners III L.P.</i>	Dec 1998	15,000,000	8,008,148	(88,197)	7,919,951	7,080,049	4,764,549
<i>Providence Equity Partners IV L.P.</i>	Sep 2000	25,000,000	9,794,007	0	9,794,007	15,205,993	12,571,253
<i>SKM Equity Fund II</i>	Dec 1996	10,000,000	7,774,718	0	7,774,718	2,225,282	5,721,030
<i>THL Equity Fund IV</i>	Dec 1997	9,000,000	7,285,770	0	7,285,770	1,714,230	5,874,613
<i>Thomas, McNerney</i>	Sep 2002	15,000,000	1,841,667	0	1,841,667	13,158,333	1,841,667
<i>TPG Partners</i>	Apr 1997	10,000,000	8,046,199	0	8,046,199	1,953,801	5,903,039
<i>Triumph Partners III</i>	Feb 1998	15,000,000	10,065,745	0	10,065,745	4,934,255	8,107,286
<i>VS & A Communications Pturs III L.P.</i>	Nov 1998	15,000,000	10,322,892	236,653	10,559,545	4,440,455	8,794,587
<i>Wellspring Capital Partners</i>	Sep 1998	15,000,000	8,700,647	0	8,700,647	6,299,353	6,318,255
<i>Wellspring Capital Partners III</i>	Sep 2002	20,000,000	3,548,692	0	3,548,692	16,451,308	3,492,260
<i>Welsh, Carson, Anderson & Stowe</i>	Oct 1995	15,000,000	11,979,754	(2,229,617)	9,750,137	5,249,863	8,314,485
<i>Willis Stein</i>	Jun 1996	5,000,000	2,597,521	0	2,597,521	2,402,479	1,215,603
<i>Real Estate Investments</i>	Various	80,544,204	18,808,195	0	18,808,195	0	18,638,919
<i>Contingency Fund</i>		500,000	500,000	0	500,000	0	500,000
	Stif				\$585,848		584,848
TOTALS:		\$804,738,507	\$369,190,279	(\$2,221,967)	\$367,554,160	\$375,103,239	\$328,726,052

* Euro/US dollar equivalency at 10/31/03

FISCAL YEAR 2004

INVESTMENT MANAGER FEES, PROFESSIONAL FEES & OPERATING EXPENSES

ACCURAL BASIS

ERSRI & MERSRI

	Actual Jul 03	Actual Aug	Actual Sept	Actual Oct	Projected Nov	Projected Dec	Projected Jan 04	Projected Feb	Projected Mar	Projected Apr	Projected May	Projected Jun	Projected TOTAL
EQUITIES													
SSGA Core		156,250	156,250						156,250			156,250	625,000
SSGA Russell 1000		28,750	28,750						28,750			28,750	115,000
Shott Capital		625	625						625			625	2,500
PIMCO		225,000	225,000						225,000			225,000	900,000
Columbia Ftnrs		150,000	150,000						150,000			150,000	600,000
Wellington Mgmt		235,000	235,000						235,000			235,000	940,000
Wasatch Advisors		150,000	150,000						150,000			150,000	600,000
NorthPointe		237,500	237,500						237,500			237,500	950,000
FIXED INCOME													
Fleet Inv Advisors		193,750	193,750						193,750			193,750	775,000
Brown Bros.		82,500	82,500						82,500			82,500	330,000
Fidelity		135,000	135,000						135,000			135,000	540,000
Taplin		135,000	135,000						135,000			135,000	540,000
Mackay Shields		125,000	125,000						125,000			125,000	500,000
Shenkman		112,500	112,500						112,500			112,500	337,500
INT'L EQUITIES													
Bank of Ireland		362,500	362,500						362,500			362,500	1,450,000
Futnam Investments		425,000	425,000						425,000			425,000	1,700,000
REAL ESTATE													
Heitman		12,885	12,885						85,000			85,000	12,885
L & B Real Estate		85,000	85,000						85,000			85,000	340,000
ALTERNATIVE INVESTMENTS													
Other Alt Inv Mgmt Fees	701,173	554,077	32,002	643,059	366,926	704,835	6,327,082	28,162	218,542	133,872	265,000	180,000	10,154,730
SUB TOTAL-INV MGMT FEES	701,173	554,077	2,884,262	643,059	366,926	5,544,210	6,327,082	28,162	2,945,417	133,872	265,000	3,019,375	21,412,615
PROFESSIONAL FEES													
Consulting													
Legal	8,000	3,500	10,500	3,500	3,500	10,500	3,500	3,500	10,500	3,500	3,500	3,500	67,500
St St Bank Custodial	14,943	11,452	33,309	10,702	7,958	7,664	11,878	22,000	22,000	22,000	22,000	22,000	207,906
Pacific Corp Group			68,750		68,750				68,750			68,750	275,000
Wilshire Assoc	16,667	16,667	16,667	16,667	16,667	16,667	16,667	16,667	16,667	16,667	16,667	16,667	200,004
OPERATING EXPENSE													
Retirement Transfers				2,467,248				2,313,340				2,400,000	7,180,588
Other Expense													
TOTAL:	740,783	585,696	3,013,488	3,141,176	463,801	3,579,041	6,339,127	2,383,669	3,063,334	176,039	307,167	5,530,292	29,343,613

EXPENS04

CASH FLOW ANALYSIS - INCOME & EXPENSES

Employees Retirement System

FISCAL YEAR 2004

	Actual July 2003	Actual August	Actual September	Actual October	Projected November	Projected December	Projected January 2004	Projected February	Projected March	Projected April	Projected May	Projected June	Projected TOTAL
MEMBER BENEFITS	38,021,120	39,132,922	40,830,514	40,030,681	38,500,000	38,460,000	39,600,000	39,630,000	40,300,000	40,280,000	39,700,000	39,925,000	474,410,237
ADMINISTRATIVE EXPENSES	30,379	27,356	2,112,712	2,163,035	10,090	2,142,000	38,340	2,142,200	10,091	17,370	51,765	2,362,500	11,107,838
INVESTMENT EXPENSES	696,090	276,418	2,871,377	556,803	333,670	3,125,850	5,752,750	25,600	2,569,400	121,650	139,025	3,570,000	20,038,633
TOTAL OUTFLOW	38,747,589	39,436,696	45,814,603	42,750,519	38,843,760	43,727,850	45,391,090	41,797,800	42,879,491	40,439,020	39,890,790	45,857,500	505,556,708
CONTRIBUTIONS	39,110,571	18,169,970	20,475,754	21,466,447	31,660,000	25,465,000	29,900,000	29,000,000	32,925,000	26,775,000	33,875,000	23,625,000	332,447,742
OTHER INCOME*	1,460,222	1,725,619	4,904,196	2,134,799	273,945	1,446,900	795,360	1,036,175	352,700	5,851,435	824,505	2,625,000	23,430,856
TOTAL INCOME	40,570,793	19,895,589	25,379,950	23,601,246	31,933,945	26,911,900	30,695,360	30,036,175	33,277,700	32,626,435	34,699,505	25,250,000	355,878,598
DIFFERENCE	1,823,204	(19,541,107)	(20,434,653)	(19,149,273)	(6,909,815)	(16,815,950)	(14,695,730)	(11,761,625)	(9,601,791)	(7,792,585)	(5,191,285)	(19,607,500)	(149,678,110)

Municipal Employees Retirement System

	Actual July 2003	Actual August	Actual September	Actual October	Projected November	Projected December	Projected January 2004	Projected February	Projected March	Projected April	Projected May	Projected June	Projected TOTAL
MEMBER BENEFITS	3,144,487	3,270,011	3,194,235	3,170,133	3,235,000	3,235,000	3,275,000	3,300,000	3,370,000	3,375,000	3,325,000	3,300,000	39,193,866
ADMINISTRATIVE EXPENSES	4,538	4,087	315,988	320,654	1,325	304,750	6,625	304,750	13,250	6,625	6,625	331,250	1,620,467
INVESTMENT EXPENSES	103,988	41,294	371,462	82,542	49,775	466,160	858,075	3,820	386,686	18,175	20,770	131,250	2,533,997
TOTAL OUTFLOW	3,253,013	3,315,392	3,881,685	3,573,329	3,286,100	4,005,910	4,139,700	3,608,570	3,769,936	3,399,800	3,352,395	3,762,500	43,348,330
CONTRIBUTIONS	2,300,995	1,610,728	2,345,799	2,992,926	1,675,000	3,585,000	1,665,000	1,875,500	3,040,000	3,710,000	2,905,000	2,905,000	30,610,948
OTHER INCOME*	218,141	257,789	733,496	316,468	43,830	215,800	117,790	154,600	52,685	874,135	262,500	393,750	3,640,984
TOTAL INCOME	2,519,136	1,868,517	3,079,295	3,309,394	1,718,830	3,800,800	1,782,790	2,030,100	3,092,685	4,584,135	3,167,500	3,298,750	34,251,932
DIFFERENCE	(733,877)	(1,446,875)	(802,390)	(263,935)	(1,567,270)	(205,110)	(2,356,910)	(1,578,470)	(677,251)	(1,184,335)	(184,895)	(463,750)	(9,096,398)

	Actual July 2003	Actual August	Actual September	Actual October	Projected November	Projected December	Projected January 2004	Projected February	Projected March	Projected April	Projected May	Projected June	Projected TOTAL
MEMBER BENEFITS	14,000	14,000	14,000	14,000	14,000	14,000	14,000	14,000	14,000	14,000	14,000	14,000	168,000
ADMINISTRATIVE EXPENSES	193	176	13,865	14,428	550	14,040	220	14,585	600	231	320	22,670	81,878
INVESTMENT EXPENSES	4,408	1,775	16,299	3,714	1,825	17,430	32,650	150	15,385	735	850	22,670	117,891
TOTAL OUTFLOW*	18,601	15,951	44,164	32,142	16,375	45,470	46,870	28,735	29,985	14,966	15,170	59,340	367,769
CONTRIBUTIONS	395,000	320,000	375,000	365,000	721,000	630,000	560,000	525,000	756,000	560,000	749,000	490,000	6,446,000
OTHER INCOME*	9,246	11,079	32,185	14,239	1,600	8,068	4,515	6,042	2,095	14,310	5,558	4,463	113,400
TOTAL INCOME	404,246	331,079	407,185	379,239	722,600	638,068	564,515	531,042	758,095	574,310	754,558	494,463	6,559,400
DIFFERENCE	385,645	315,128	363,021	347,097	706,225	592,598	517,645	502,307	728,110	559,344	739,388	435,123	6,191,631

*Includes Income from Real Estate Investments, Venture Capital, Securities Lending, and Cash Accounts.

CSFTL04

csftly03

ALTERNATIVE INVESTMENTS

FISCAL YEAR ANALYSES

CASH FLOW

<u>FISCAL YEAR 2001</u>	<u>JUL 2000</u>	<u>AUG</u>	<u>SEPT</u>	<u>OCT</u>	<u>NOV</u>	<u>DEC</u>	<u>IAN 2001</u>	<u>FEB</u>	<u>MAR</u>	<u>APR</u>	<u>MAY</u>	<u>IUN</u>	<u>YTD</u>
FUNDING	7,850,261	7,940,976	2,416,691	3,798,586	2,964,509	4,678,116	3,051,803	1,099,337	2,863,015	9,106,342	4,013,476	1,925,133	51,708,245
DISTRIB & RET OF CAPITAL	454,835	6,058,639	1,926,442	3,217,130	4,769,473	856,092	665,329	3,042,558	1,987,251	3,733,464	765,820	1,167,650	28,644,683
GAINS/LOSSES/INCOME	2,947,475	1,573,768	8,843,848	944,012	788,589	1,599,978	742,481	2,806,532	1,217,223	446,040	189,909	1,116,919	23,216,774
FUNDING	2,811,969	2,446,774	887,809	7,070,705	2,539,487	4,008,151	7,307,155	6,607,182	4,926,838	2,754,691	3,785,407	3,374,775	48,520,943
DISTRIB & RET OF CAPITAL	1,900,266	572,212	1,949,501	48,098	1,255,339	1,773,166	2,539,580	559,306	2,194,701	637,233	1,183,349	3,353,124	17,965,875
GAINS/LOSSES/INCOME	443,245	20,359,100	398,539	23,394	479,230	1,882,213	10,453,060	301,945	213,708	871,873	1,101,240	2,851,061	39,378,608
FUNDING	5,688,208	908,809	4,008,692	2,784,612	6,031,671	10,055,487	5,964,640	8,945,952	8,302,275	1,559,849	7,039,468	7,321,599	68,611,262
DISTRIB & RET OF CAPITAL	8,481,884	0	109,159	971,928	45,320	2,377,624	14,171	594,985	1,877,116	802,572	4,510,023	3,341,833	23,126,615
GAINS/LOSSES/INCOME	648,652	0	0	2,743,091	374,518	1,236,224	63,688	1,118,815	286,585	3,307,790	725,727	605,961	11,109,051
FUNDING	4,924,411	3,087,875	1,603,013	9,156,260									18,771,559
DISTRIB & RET OF CAPITAL	2,060,054	6,234,281	1,389,280	5,416,336									15,099,951
GAINS/LOSSES/INCOME	2,089,455	2,015,513	1,284,082	2,258,648									7,647,698

Rhode Island Employees Retirement System Securities Lending Report October, 2003

INVESTMENT MANAGER	Income	Average Collateral Balance
<u>DOMESTIC EQUITY</u>		
Columbia Partners	\$ 5,283	\$ 24,459,980
Wellington Mgmt. Co., LLP	14,482	41,824,484
Wasatch Advisors	12,631	25,217,864
NorthPointe Capital	13,526	47,259,746
SSgA Core	<u>1,065</u>	<u>7,840,309</u>
Total Domestic Equity	<u>\$ 46,986</u>	<u>\$ 146,602,382</u>
<u>INTERNATIONAL EQUITY</u>		
Bank of Ireland	31,756	93,592,920
Putnam Investments	<u>26,335</u>	<u>121,865,422</u>
Total International Equity	<u>\$ 58,091</u>	<u>\$ 215,458,342</u>
<u>FIXED INCOME</u>		
Fleet Investment Advisors	14,545	83,379,258
Brown Brothers, Harriman	2,439	20,096,353
Taplin, Canida & Habacht	4,342	38,141,908
MacKay Shields	4,549	12,150,215
Shenkman Capital Management	<u>3,472</u>	<u>13,051,810</u>
Total Fixed Income	<u>\$ 29,346</u>	<u>\$ 166,819,543</u>
TOTAL SECURITIES LENDING INCOME	<u>\$ 134,423</u>	<u>\$ 528,880,267</u>
Calendar Year 2003 YTD	<u>\$ 1,501,106</u>	

General Information

Table of Contents

	Page	
I.	Investment Balances	
	By Fund	1
II.	Interest Rate Performance	2
II.	Short Term Investment Balances	3
	By Instrument	
	By Seller	
III.	Investment Maturity Schedule	4
IV.	Summary Portfolio Yields	
V.	Profile of Investments Chart	5

State of Rhode Island and Providence Plantations
Office of the General Treasurer

Short Term Investments Portfolio by Fund

As of October 31, 2003

	Principal	Interest*	Total Value @ Maturity
4901 GENERAL FUND	9,520,997	0	9,520,997
4904 PENSION C	5,799,828	547	5,800,375
4908 PAYROLL A	400,000	30	400,030
4916 GENERAL FUND H.A.V.A.	5,011,744	0	5,011,744
4920 GENERAL FUND (HIST PRES)	448,773	701	449,474
5400 HIGHWAY FUND	11,578,758	900	11,579,658
5500 UNIVERSITY COLLEGE	4,499,485	765	4,500,250
5800 PROV. RIVER RELOCATION	0	0	0
6920 AUTO EQUIPMENT SERVICE	0	0	0
8000 T.D.I. RESERVE (DET)	69,625,435	1,718	69,627,153
8300 PERMANENT SCHOOL FUND	656,719	261	656,980
8400 EMP RETIREMENT FUND	0	0	0
8500 MUN EMP RETIREMENT FUND	1,000,000	198	1,000,198
8700 R.I. CLEAN WATER ACT	2,502,704	687	2,503,391
9000 BOND CAPITAL FUND	25,599,199	8,442	25,607,641
9400 R.I. HIGHER EDUCATION	0	0	0
9700 STATE LOTTERY FUND	30,993,106	13,927	31,007,033
9800 INDUS. BLDG. & MTG. INS.	3,302,434	1,190	3,303,624
9900 SINKING FUND	279,765	235	280,000
4911 TANS	0	0	0
4913 TOBACCO SETTLEMENT FY03	383,319	0	383,319
4914 TOBACCO SETTLEMENT FY04	29,674,094	0	29,674,094
Subtotal	201,276,361	29,601	201,305,961
8702 CLEAN WATER 1993 SER. A	33,835		
8703 CLEAN WATER 1991 SERIES A	694,944		
8704 CLEAN WATER 96 SERIES A	258,925		
8706 CLEAN WATER CCDL 1994 (A)	172,640		
8707 CAP DEV. OF 1997 SERIES A	86,076		
8710 CLEAN WATER CCDL 2002 A	493,093		
8733 CAP DEV. OF 1997 SERIES A	100,044		
8737 RI POLLUT. CONT 94 SER. A	6,393		
8739 CCDL99A 1999A	374,072		
8741 BOND 2001	35,641		
8742 POLLUTION CNTRL 2002 A	800,613		
9114 G.O. NOTE 1991 SER. B	3,850		
9116 BOND CCDL 1993 SERIES A	608,305		
9117 BOND CCDL 1994 SERIES A	991,169		
9120 BOND CCBL96A	1,666,305		
9121 CAP DEV OF 1997 SERIES A	1,055,378		
9123 CCDL 1998B	3,042,596		
9124 CCDL99A 1999A	2,255,957		
9125 MMG099 1999	6,352		
9126 BOND CAPITOL CCDL2000A	6,442,414		
9127 MULTI-MODAL GEN OBL 2000	5,791		
9128 BOND 2001	4,026,397		
9129 BOND CCDL 2002 SERIES A	14,261,285		
Subtotal Bond Proceed Accounts	37,422,075		
Total Short Term Portfolio	238,698,436		

* General Fund (4901,4911,4913,4914,4916), TDI (8000), & ISTE (5400), Lottery (9700), RI Ind Bldg (9800) and Auto Equip (6900) Investments do not reflect interest earnings on Brinson and Dreyfus MM, and Citizens Premium Investments due to nature of Money Market investments. Interest is posted on the 1st business day of the next month.

Short Term Interest Rate Performance
October 31, 2003

<u>Date</u>	<u>Amount Invested (millions)</u>	<u>Money Market Funds</u>	<u>Weighted Interest Rate</u>	<u>30 Day Treasury Rate</u>	<u>Basis Point Difference</u>	<u>Date</u>	<u>Total Investment (millions)</u>
10/01	\$18.40	\$6.60	1.05	0.85	20.00	10/01	\$316.93
10/02	\$54.30	\$0.00	1.00	0.86	14.08	10/02	\$324.43
10/03	\$31.80	\$0.00	0.98	0.84	14.14	10/03	\$322.78
10/06	\$28.60	\$0.00	0.97	0.83	13.53	10/06	\$328.68
10/07	\$31.76	\$0.00	0.98	0.84	14.44	10/07	\$329.38
10/08	\$18.40	\$0.00	0.87	0.85	2.00	10/08	\$324.98
10/09	\$19.38	\$0.00	0.90	0.86	4.37	10/09	\$324.46
10/10	\$49.84	\$0.00	0.97	0.88	9.43	10/10	\$297.12
10/14	\$35.05	\$0.00	1.00	0.84	16.16	10/14	\$300.87
10/15	\$42.26	\$0.00	1.03	0.85	17.65	10/15	\$309.47
10/16	\$21.90	\$0.00	0.96	0.87	9.14	10/16	\$313.27
10/17	\$37.10	\$0.00	0.99	0.83	16.17	10/17	\$295.27
10/20	\$56.40	\$22.00	0.91	0.86	5.32	10/20	\$347.27
10/21	\$38.30	\$0.00	0.98	0.90	8.00	10/21	\$357.67
10/22	\$34.26	\$0.00	0.91	0.91	0.06	10/22	\$358.87
10/23	\$20.88	\$0.00	0.98	0.91	7.32	10/23	\$358.67
10/24	\$33.40	\$0.00	0.96	0.92	4.44	10/24	\$346.87
10/27	\$28.80	\$0.00	0.97	0.93	4.29	10/27	\$349.77
10/28	\$36.90	\$0.00	0.98	0.93	4.82	10/28	\$361.67
10/29	\$18.30	\$0.00	0.99	0.95	3.74	10/29	\$338.36
10/30	\$28.35	\$0.00	0.99	0.95	4.42	10/30	\$337.40
10/31	\$24.00	\$0.00	0.95	0.95	0.01	10/31	\$238.70

	<u>Amount Invested</u>		<u>Weighted Average Rate</u>	<u>Average 30 day Rate</u>	<u>Basis Point Difference</u>
Money Market	\$708.36	\$28.60	97.17%	87.94%	9
	\$28.60	96.12%			
Total	\$736.96	3.88%			

INTEREST

SHORT TERM INVESTMENTS
October 31, 2003

INSTRUMENT	SELLER	BALANCE	AVERAGE RATE	PERCENT OF TOTAL	GUIDELINES PERCENTAGE BY INSTITUTION	GUIDELINES PERCENTAGE BY INSTRUMENT
(14) CD's	Citizens Bank	12,108,195.86	1.01%	6.02%	15%	15%
	State Street Bank	0.00	0.00%	0.00%		
	Sub-Total:	12,108,195.86		6.02%		
(19) US AGCY OBLIG	First Tennessee	0.00	0.00%	0.00%	35%	75%
	Fleet National Bank	0.00	0.00%	0.00%		
	Dean Witter	0.00	0.00%	0.00%		
	Zions Bank	0.00	0.00%	0.00%		
	Paine Webber	14,794,507.57	1.00%	7.35%		
	Chase Securities	0.00	0.00%	0.00%		
Sub-Total:	14,794,507.57		7.35%			
(15) COMMERCIAL PAPER	Fleet National Bank	0.00	0.00%	0.00%	10%	25%
	Dean Witter	0.00	0.00%	0.00%		
	GE	16,769,705.14	1.04%	8.33%		
	Citigroup	11,992,066.67	1.02%	5.96%		
	Ford Motor Co	0.00	0.00%	0.00%		
Sub-Total:	28,761,771.81		14.29%			
(17) GOVERNMENT MONEY MRKT	Fidelity	0.00	0.00%	0.00%	35%	50%
	Brinson Advisors	24,040,964.48	0.93%	11.94%		
	Dreyfus	68,185,293.58	0.92%	33.88%		
(16) REPURCHASE AGREEMENTS	Dean Witter	0.00	0.00%	0.00%	20%	100%
	State Street Bank	19,500,107.50	0.90%	9.69%		
	Sun Trust	0.00	0.00%	0.00%		
	Paine Webber	0.00	0.00%	0.00%		
Sub-Total:	19,500,107.50		9.69%			
(12) COLLATERALIZED DEPOSITS	Citizens Bank	33,885,519.74	1.32%	16.84%	10%	25%
	State Street Bank	0.00	0.00%	0.00%		
	Chase Securities	0.00	0.00%	0.00%		
Sub-Total:	33,885,519.74	0.00	16.84%			
TOTAL:		=====	=====	=====		
		201,276,360.54	1.02%	100.00%		

SHORT TERM INVESTMENT ANALYSIS

Investment Maturity Schedule

October 31, 2003

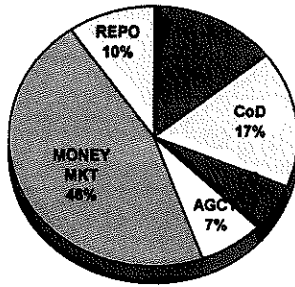
	INVESTMENTS	PERCENT OF TOTAL
Under 30 days	201,276,360.54	100.00%
Under 60 days	0.00	0.00%
Under 90 days	0.00	0.00%
Under 120 days	0.00	0.00%
Over 120 days	0.00	0.00%
Total	201,276,360.54	100.00%

SUMMARY PORTFOLIO YIELDS

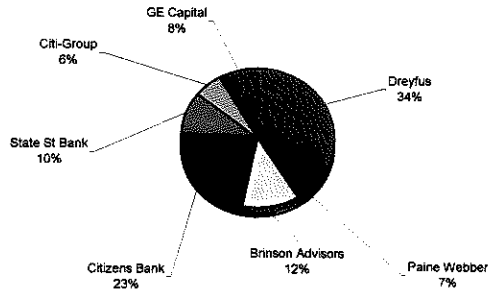
October 31, 2003	1.02%
September 30, 2003	1.03%
October 31, 2002	1.75%

RHODE ISLAND STATE INVESTMENT COMMISSION
SHORT TERM CASH INVESTMENTS AT OCTOBER 31, 2003

Portfolio By Instrument



Portfolio by Issuer



REPO = Repurchase Agreement
 CP = Commercial Paper
 CD = Certificate of Deposit
 CoD = Collateralized Deposit
 Agency = US Government Agency

Vendor	CP	CD	Agency	Money Mkt	CoD	Repo	Total (\$)
Guidelines-Total/Vendor	25%/10%	25%/10%	75%/35%	50%/35%	25%/25%	100%/20%	
Fleet Bank	0	0	0	0	0	0	0
Dreyfus	0	0	0	68,185,294	0	0	68,185,294
Dean Witter	0	0	0	0	0	0	0
Chase Securities	0	0	0	0	0	0	0
Paine Webber	0	0	14,794,508	0	0	0	14,794,508
First Tennessee	0	0	0	0	0	0	0
Brinson Advisors	0	0	0	24,040,964	0	0	24,040,964
Citizens Bank	0	12,108,196	0	0	33,885,520	0	45,993,716
GE Capital	16,769,705	0	0	0	0	0	16,769,705
Sun Trust	0	0	0	0	0	0	0
Citi-Group	11,992,067	0	0	0	0	0	11,992,067
State St Bank	0	0	0	0	0	19,500,108	19,500,108
TOTALS	28,761,772	12,108,196	14,794,508	92,226,258	33,885,520	19,500,108	201,276,361
(%) PORTFOLIO	14%	6%	7%	46%	17%	10%	100%

SPECIAL FUNDS
 INVESTMENT SUMMARY
 OCTOBER 31, 2003

<u>FUND NAME</u>	<u>EQUITIES</u>	<u>CASH & EQUIVALENTS</u>	<u>FIXED INCOME</u>	<u>Gain/Loss</u>	<u>TOTAL MARKET VALUE</u>
<u>Abraham Touro Fund</u>	\$1,333,408	\$171,937	\$435,795	\$47,289	\$1,941,140
<u>State of Rhode Island Land Grant Fund</u>	0	\$64,954	0	(\$164)	\$64,954
TOTALS	\$1,333,408	\$236,892	\$435,795	\$47,125	\$2,006,094

ING Life Insurance and Annuity Company

State of Rhode Island
ING Custom Choice - Blend (wrapped)

Average Annual Total Returns as of 09/30/2003

Investment returns and principal values fluctuate so that, if surrendered, an investment may be worth more or less than the original amount. Past performance is not a guarantee of future results. Please note that indexes are unmanaged and do not reflect the fees and expenses of the mutual funds to which they are compared. Individuals cannot invest directly into any index. Current performance may be less than the figures shown.

Investment Options	Fund Benchmark ID (BM)	1-Mo.* Fund BM	3-Mo.* Fund BM	YTD* Fund BM	1-Yr Fund BM	3-Yr Fund BM	5-Yr Fund BM	10-Yr Fund BM	Since Fund Inception	Fund Inception Date
Global / International										
ING JPMorgan Fleming International Portfolio - Initial Class - 104	MSDUEAFE	2.74%	5.34%	11.27%	15.86%	-13.30%	-0.46%	0.88%	0.45%	11/28/1997
Janus Aspen Series Worldwide Growth Portfolio - Inst Shares - 123	MSDUWIC	-0.43%	2.96%	9.79%	13.79%	-17.90%	1.24%	10.32%		09/13/1993
Aggressive Growth										
AIM V.I. Capital Appreciation Fund - Series I Shares - 076	SPXRE	-3.35%	4.04%	15.89%	22.13%	-19.40%	1.45%	7.27%		05/05/1993
ING VP Small Company Portfolio - Class R - 042	RS2000	-1.81%	8.76%	23.86%	26.64%	-3.12%	10.08%	7.46%	9.97%	12/27/1996
Janus Aspen Series Mid Cap Growth Portfolio - Inst Shares - 119	SPXMID	-2.18%	4.67%	21.65%	24.56%	-28.56%	1.90%	8.01%		09/13/1993
Growth										
Fidelity® VIP Contrafund® Portfolio - Initial Class - 133	SPXRE	-0.77%	5.17%	15.24%	16.79%	-5.03%	5.62%	0.96%	12.99%	01/03/1995
Fidelity® VIP Growth Portfolio - Initial Class - 109	RS3000G	-2.28%	5.32%	19.49%	27.61%	-15.51%	0.90%	8.48%		10/09/1986
ING MFS Capital Opportunities Portfolio - Initial Class - 100	SPXRE	-2.45%	1.77%	15.96%	25.43%	-19.12%	1.28%	0.96%	1.63%	11/28/1987
ING MFS Research Equity Portfolio - Initial Class - 105	SPXRE	-1.59%	1.49%	12.86%	19.55%	-16.24%	-0.51%	0.96%	-0.71%	11/28/1997
ING VP Value Opportunity Portfolio - Class R - 041	SPXRE	-1.01%	1.05%	10.88%	14.39%	-10.19%	5.04%	0.96%	8.15%	12/13/1996
Growth & Income (Stocks)										
AIM V.I. Core Equity Fund - Series I Shares - 079	SPXRE	-1.55%	2.47%	12.36%	19.16%	-15.08%	1.21%	0.96%	8.54%	05/02/1994
Fidelity® VIP Equity-Income Portfolio - Initial Class - 108	RS3000V	-1.27%	2.89%	13.91%	24.62%	-2.21%	3.66%	4.45%		10/09/1986
ING VP Growth and Income Portfolio - Class R - 001	SPXRE	-0.80%	1.31%	11.59%	13.89%	-14.75%	-3.03%	0.96%	5.93%	05/01/1975
ING VP Index Plus LargeCap Portfolio - Class R - 035	SPXRE	-1.14%	2.09%	12.63%	21.96%	-11.22%	1.09%	0.96%	7.47%	09/16/1996
Growth & Income (Stocks & Bonds)										
Calvert Social Balanced Portfolio - 101	SPXRE	0.30%	2.20%	11.40%	16.79%	-5.33%	2.11%	0.96%	7.00%	09/02/1986
ING VP Balanced Portfolio, Inc. - Class R - 008	SPX_L	0.09%	0.99%	10.69%	16.21%	-3.06%	3.96%	8.72%	8.91%	04/03/1989
Janus Aspen Series Balanced Portfolio - Inst Shares - 124	SPXRE	-0.09%	0.42%	6.73%	9.05%	-2.43%	7.25%	0.96%	11.25%	09/13/1993
Income										
ING VP Bond Portfolio - Class R - 004	LEHM	2.79%	-0.07%	5.17%	7.17%	8.90%	6.42%	6.50%	6.92%	05/15/1973
Stability of Principal										
ING Fixed Account - 457/401 - Base+40 (***) - 043	MFR	0.40%	1.14%	3.49%	4.89%	2.33%	5.70%	6.12%	4.09%	

Performance Update

ING Life Insurance and Annuity Company

State of Rhode Island ING Custom Choice - Blend (wrapped)

Average Annual Total Returns as of 09/30/2003

Investment returns and principal values fluctuate so that, if surrendered, an investment may be worth more or less than the original amount. Past performance is not a guarantee of future results. Please note that indexes are unmanaged and do not reflect the fees and expenses of the mutual funds to which they are compared. Individuals cannot invest directly into any index. Current performance may be less than the figures shown.

Investment Options	Fund Benchmark ID (BM)	1-Mo.*		3-Mo.*		YTD*		1-Yr		3-Yr		5-Yr		10-Yr		Since Fund Inception	Fund Inception Date
		Fund	BM	Fund	BM	Fund	BM	Fund	BM	Fund	BM	Fund	BM	Fund	BM		
Stability of Principal	ING VP Money Market Portfolio - Class R - 003	0.05%	0.04%	0.14%	0.61%	0.65%	0.97%	1.01%	1.24%	2.62%	2.45%	3.78%	3.45%	4.47%	4.05%		08/01/1975

The 7-day annualized yield as of 09/30/2003 is 0.81%. (+)

The fund inception date indicates the inception date of the underlying investment portfolio, which may precede the portfolio's inclusion in the product. (+) The current yield more closely reflects current earnings.

An investment in ING VP Money Market Portfolio is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The fund is a money market fund which does not seek to maintain a stable \$1.00 net asset value. While the fund's investment objective includes the preservation of capital, it is possible to lose money by investing in the fund.

*** This investment option is not a mutual fund, but an investment option providing rates of return declared in advance. It is offered through ING Life Insurance Company and ING Life Insurance and Annuity Company.

The returns listed do not include the impact of contract charges.

The CURRENT rate for the ING Fixed Account - 457/401 - is 4.600%, expressed as an annual effective yield, and is guaranteed not to drop below 4.60% through 12/31/2003. The annual rate of interest applied to your account may be higher or lower than the current rate. Restrictions apply to transfers of funds from the Fixed Account to other contract investment options. Please refer to your product prospectus / disclosure booklet and call your 800 number for more information. The chart shows the performance for each investment option for the time periods shown. The returns assume reinvestment of all dividends (ordinary income and capital gains) and are net of management fees and other fund operating expenses.

* Returns for less than 1 year are not annualized.

Please note, the three digit number which appears next to each investment option is the fund number as assigned by ING.

ING MFS Research Portfolio - Initial Class was renamed ING MFS Research Equity Portfolio - Initial Class as of 5/1/03.

Janus Aspen Series Aggressive Growth Portfolio - Inst Shares was renamed Janus Aspen Series Mid Cap Growth Portfolio - Inst Shares as of 5/1/03.

Fund prospectuses, containing more complete information regarding charges and expenses, are available by calling 1-800-584-6001. Please read them carefully before investing. The risks of investing in small company stocks may include relatively low trading volumes, a greater degree of change in earnings and greater short-term volatility.

Foreign investing involves special risks such as currency fluctuation and public disclosure, as well as economic and political risks.

Some of the Funds invest in securities guaranteed by the U.S. Government as to the timely payment of principal and interest; however, shares of the Funds are not insured nor guaranteed.

High yielding fixed-income securities generally are subject to greater market fluctuations and risk of loss of income and principal than are investments in lower yielding fixed-income securities.

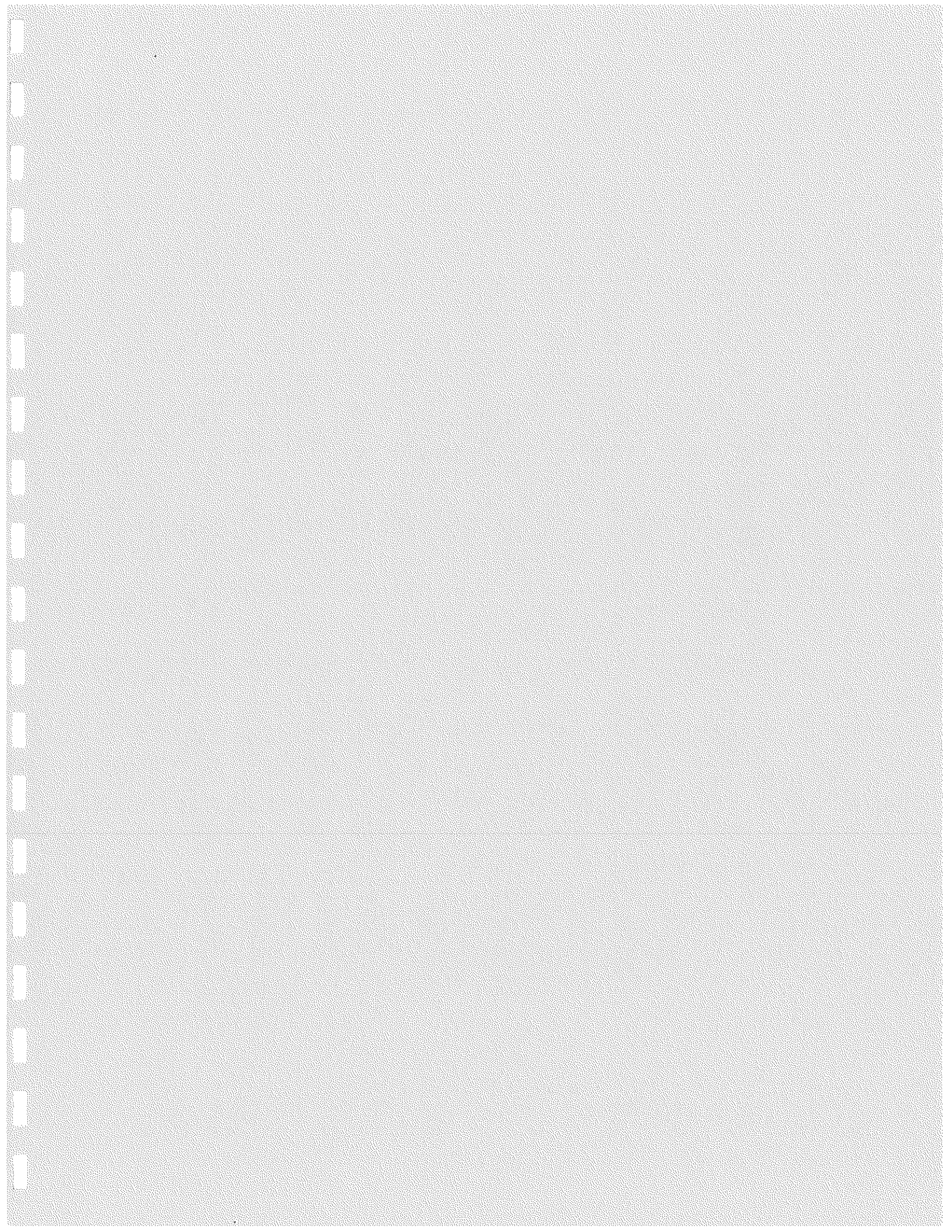
The principal risks of investing in technology funds are those generally attributed to stock investing. Stocks of smaller companies tend to be less liquid, more volatile and sensitive to expected changes in interest rates. Because the Fund's investments are concentrated in information technology industries, the value of its shares will be especially affected by factors peculiar to those industries and may fluctuate more widely than the value of shares of more diversified portfolios.

Insurance products and/or third party administration services are offered by ING Life Insurance and Annuity Company. Securities offered through ING Financial Advisers, LLC (member SIPC) or other broker-dealers with which it has a selling agreement.

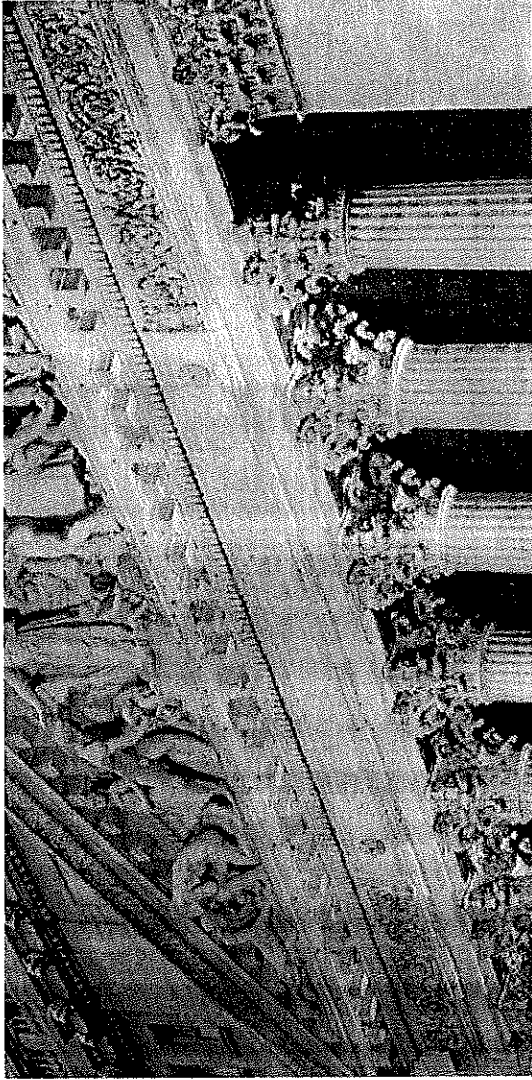
05/15/1973

Performance Update

Benchmark Id	Benchmark Description
IBCM	The Money Fund Report Averages™ - All Taxable is an average of the returns of over 250 money market mutual funds surveyed each month by IBC/Donoghue, Inc.
LEHM	The Lehman Brothers Aggregate Bond Index is an unmanaged index composed of securities from the Lehman Brothers Government/Corporate Bond Index, Mortgage-Backed Securities Index, and the Asset-Backed Securities Index, including securities that are of investment-grade quality or better and have at least one year to maturity.
MFR	Returns are based upon historical average 30-day compound yields on a universe of taxable money market funds. The data for the universe, which includes approximately 980 funds, is compiled by iMoneynet, Inc. Goal of ING Fixed Account - 457/401 is to outperform the MFR by 150 - 200 basis points over 3 - 5 year time periods.
MSDUJAFE	Morgan Stanley Capital International Europe, Australia, Far East Index is a market value-weighted average of the performance of more than 900 securities listed on the stock exchanges of countries in Europe, Australia and the Far East. The MSCI EAFE returns assume reinvestment of all dividends.
MSDUWIC	The MSCI World Index (an equity index calculated by Morgan Stanley Capital International) is a market value-weighted average of the performance of more than 1,460 securities listed on the stock exchanges of the developed nations of the world. The MSCI World Index returns assume reinvestment of all dividends.
RS2000	The Russell 2000 Index (a small cap index) consists of the smallest 2,000 companies in the Russell 3000 Index and represents approximately 10% of the Russell 3000 total market capitalization. The Russell 2000 returns assume reinvestment of all dividends.
RS3000G	The Russell 3000 Growth Index measures the performance of those Russell 3000 companies with higher price-to-book ratios and higher forecasted growth values. The stocks in this index are also members of either the Russell 1000 Growth or the Russell 2000 Growth indexes.
RS3000V	The Russell 3000 Value Index is a market capitalization-weighted index of value-oriented stocks of U.S. domiciled corporations.
SPX	A benchmark consisting of a mix of 60% of an unmanaged stock index (The Standard & Poor's 500) and 40% of an unmanaged bond index (Lehman Aggregate Bond Index).
SPXMID	The Standard & Poor's (S&P) MidCap 400 Index is a market value-weighted index of 400 medium-sized domestic stocks.
SPXRE	The Standard & Poor's (S&P) 500 Index is considered to be representative of the stock market in general. The S&P 500 returns assume reinvestment of all dividends.



THE MEANING OF LEADERSHIP



FUND PERFORMANCE

State of Rhode Island

September 2003

FIDELITY
INVESTMENT
SERVICES



Current Performance

HISTORICAL PERFORMANCE

Average Annual Total Return for Periods
Ending September 30, 2003

Product Name:	OE Cumulative Returns 09/30/2003	1 Year		3 Year		5 Year		10 Year		MStar Count Rank	LOF Average Annual Returns 09/30/2003	Inception Date	Expense Ratio	Expense Ratio Date
		Average Annual Returns 09/30/2003	MStar Count Rank	Average Annual Returns 09/30/2003	MStar Count Rank	Average Annual Returns 09/30/2003	MStar Count Rank	Average Annual Returns 09/30/2003	MStar Count Rank					

Asset Class: Money Market (or Short Term)

Fidelity Retirement Money Market Portfolio	0.20	1.04	2.64	3.77	4.42	4.98	12/02/1988	0.42	02/28/2003
7 Day Yield as of 9/30/2003: 0.78									
CG 3-Month Treasury Bill	0.25	1.22	2.68	3.65	4.34				

Asset Class: Bond

PIMCO Total Return Fund - Administrative Class	-0.24	7.06	9.52	6.96	N/A	8.37	09/08/1994	0.68	03/31/2003
LB Aggregate Bond	-0.15	5.41	8.94	6.63	6.92				
Morningstar Intermediate-Term Bond Funds (Count)	-0.16	6.22	7.87	5.58	6.02	N/A		1.05	
Morningstar Intermediate-Term Bond % rank in Category		26%	807	623	497	6%			

Asset Class: Balanced/Hybrid

Fidelity Puritan® Fund	1.99	18.59	1.26	4.78	8.92	11.73	04/16/1947	0.66	07/31/2003
S&P 500	2.65	24.40	-10.13	1.00	10.05				
60% RS 3000V/40% LB Aggr	1.47	17.09	3.19	5.68	9.26				
Morningstar Moderate Allocation Funds (Count)	2.05	16.29	-2.93	3.12	7.50	152		1.29	
Morningstar Moderate Allocation % rank in Category		27%	812	625	489	23%			

Current Performance

HISTORICAL PERFORMANCE

Average Annual Total Return for Periods
Ending September 30, 2003

Product Name:	QE Cumulative Returns 09/30/2003	1 Year Average Annual Returns 09/30/2003	MStar Count Rank	3 Year Average Annual Returns 09/30/2003	MStar Count Rank	5 Year Average Annual Returns 09/30/2003	MStar Count Rank	10 Year Average Annual Returns 09/30/2003	MStar Count Rank	LOF Average Annual Returns 09/30/2003	Inception Date	Expense Ratio	Expense Date
Asset Class: Domestic Equities													
Large Value													
Fidelity Equity-Income Fund	2.85	24.33		-2.43		3.85		9.66		12.93	05/16/1966	0.71	07/31/2003
Russell 3000 Value	2.47	24.89		-1.12		4.45		10.36					
Morningstar Large Value Funds (Count)	2.21	22.63	922	-2.97	642	2.84	511	8.70	189			1.40	
Morningstar Large Value % rank in Category			30%		44%		33%		32%				
Large Blend													
Fidelity Contrafund®	5.02	16.28		-5.33		5.53		10.93		13.01	05/17/1967	1.00	06/30/2003
S&P 500	2.65	24.40		-10.13		1.00		10.05					
Morningstar Large Blend Funds (Count)	2.59	21.67	1349	-10.25	1061	1.13	749	8.34	244			1.28	
Morningstar Large Blend % rank in Category			88%		10%		8%		9%				
Large Blend													
Fidelity Dividend Growth Fund	0.19	23.58		-4.79		4.59		13.34		14.57	04/27/1993	1.02	07/31/2003
S&P 500	2.65	24.40		-10.13		1.00		10.05					
Morningstar Large Blend Funds (Count)	2.59	21.67	1349	-10.25	1061	1.13	749	8.34	244			1.28	
Morningstar Large Blend % rank in Category			30%		8%		13%		3%				
Large Blend													
Fidelity Growth & Income Portfolio	0.85	14.92		-8.09		1.07		9.47		13.67	12/30/1985	0.71	07/31/2003
S&P 500	2.65	24.40		-10.13		1.00		10.05					
Morningstar Large Blend Funds (Count)	2.59	21.67	1349	-10.25	1061	1.13	749	8.34	244			1.28	
Morningstar Large Blend % rank in Category			92%		22%		42%		32%				

Mutual fund performance changes over time, sometimes significantly. Most recent performance data is published online at each month end. Please visit Fidelity.com or call Fidelity for current performance figures.

Current Performance

HISTORICAL PERFORMANCE

Average Annual Total Return for Periods
Ending September 30, 2003

Product Name

09/30/2003

09/30/2003

09/30/2003

09/30/2003

09/30/2003

09/30/2003

09/30/2003

Product Name	QE Cumulative Returns 09/30/2003	1 Year Average Annual Returns 09/30/2003	MStar Count Rank	3 Year Average Annual Returns 09/30/2003	MStar Count Rank	5 Year Average Annual Returns 09/30/2003	MStar Count Rank	10 Year Average Annual Returns 09/30/2003	MStar Count Rank	LOF Average Annual Returns 09/30/2003	Inception Date	Expense Ratio
Fidelity Magellan® Fund	1.48	21.05		-11.72		1.68		8.01		19.12	05/02/1963	0.76
S&P 500	2.65	24.40		-10.13		1.00		10.05				
Morningstar Large Blend Funds (Count)	2.59	21.67	1349	-10.25	1061	1.13	749	8.34	244			1.28
Morningstar Large Blend % rank in Category			59%		71%		32%		58%			
Spartan® U.S. Equity Index Fund	2.60	24.22		-10.27		0.84		9.84		11.33	02/17/1988	0.19
S&P 500	2.65	24.40		-10.13		1.00		10.05				
Morningstar Large Blend Funds (Count)	2.59	21.67	1349	-10.25	1061	1.13	749	8.34	244			1.28
Morningstar Large Blend % rank in Category			20%		44%		47%		20%			
Large Growth												
Fidelity Blue Chip Growth Fund	2.44	21.64		-14.63		-0.55		8.39		12.85	12/31/1987	0.69
S&P 500	2.65	24.40		-10.13		1.00		10.05				
Russell 1000 Growth	3.91	25.92		-19.05		-2.46		8.55				
Morningstar Large Growth Funds (Count)	3.40	22.62	1257	-18.25	954	-0.72	614	7.04	201			1.55
Morningstar Large Growth % rank in Category			44%		29%		48%		28%			
Fidelity OTC Portfolio	9.72	34.14		-20.04		3.16		9.09		14.46	12/31/1984	1.12
NASDAQ	10.22	53.15		-21.07		1.40		9.48				
Morningstar Large Growth Funds (Count)	3.40	22.62	1257	-18.25	954	-0.72	614	7.04	201			1.55
Morningstar Large Growth % rank in Category			7%		65%		17%		20%			

Mutual fund performance changes over time, sometimes significantly. Most recent performance data published online at each month end. Please visit Fidelity.com or call Fidelity for current performance figures.

Current Performance

HISTORICAL PERFORMANCE

Average Annual Total Return for Periods
Ending September 30, 2003

Product Name:	OE Cumulative Returns 09/30/2003	1 Year Average Annual Returns 09/30/2003	MStar Count Rank 09/30/2003	3 Year Average Annual Returns 09/30/2003	MStar Count Rank 09/30/2003	5 Year Average Annual Returns 09/30/2003	MStar Count Rank 09/30/2003	10 Year Average Annual Returns 09/30/2003	MStar Count Rank 09/30/2003	LOF Average Annual Returns 09/30/2003	Inception Date	Expense Ratio	Expense Ratio Date
Mid Value													
Fidelity Value Fund	4.94	28.86		10.34		10.05		11.06		13.71	12/01/1978	1.01	04/30/2003
Russell Midcap Value	5.94	28.30		6.63		8.42		11.43					
S&P 500	2.65	24.40		-10.13		1.00		10.05					
Morningstar Mid-Cap Value Funds (Count)	4.68	25.70	282	5.33	170	9.16	128	10.63	46			1.50	
Morningstar Mid-Cap Value % rank in Category			28%		18%		41%		47%				
Mid Growth													
Fidelity Mid-Cap Stock Fund	5.42	28.45		-9.21		11.37		N/A		14.00	03/29/1994	0.66	04/30/2003
S&P MidCap 400	6.59	26.81		-0.71		11.96		12.82					
Morningstar Mid-Cap Growth Funds (Count)	5.56	27.78	719	-16.94	547	5.00	366	7.40	N/A			1.64	
Morningstar Mid-Cap Growth % rank in Category			42%		22%		12%		N/A				
Franklin Small-Mid Cap Growth Fund - Class A	4.40	32.78		-18.97		8.23		11.38		11.95	02/14/1992	0.89	04/30/2002
Russell 2500 Growth	9.97	41.45		-12.67		6.20		7.09					
Morningstar Mid-Cap Growth Funds (Count)	5.56	27.78	719	-16.94	547	5.00	366	7.40	112			1.64	
Morningstar Mid-Cap Growth % rank in Category			23%		58%		29%		13%				
Asset Class: International/Global													
Fidelity Diversified International Fund	9.56	31.12		-1.61		9.03		10.16		9.63	12/27/1991	1.26	04/30/2003
MS EAFE (Net MA tax)	8.13	26.37		-8.48		0.78		3.08					
Morningstar Foreign Large Blend Funds (Count)	6.75	21.42	436	-10.80	347	0.42	257	3.66	69			1.68	
Morningstar Foreign Large Blend % rank in Category			3%		2%		3%		1%				

Mutual fund performance changes over time, sometimes significantly. Most recent performance data is published online at each month end. Please visit Fidelity.com or call Fidelity for current performance figures.

Current Performance

HISTORICAL PERFORMANCE

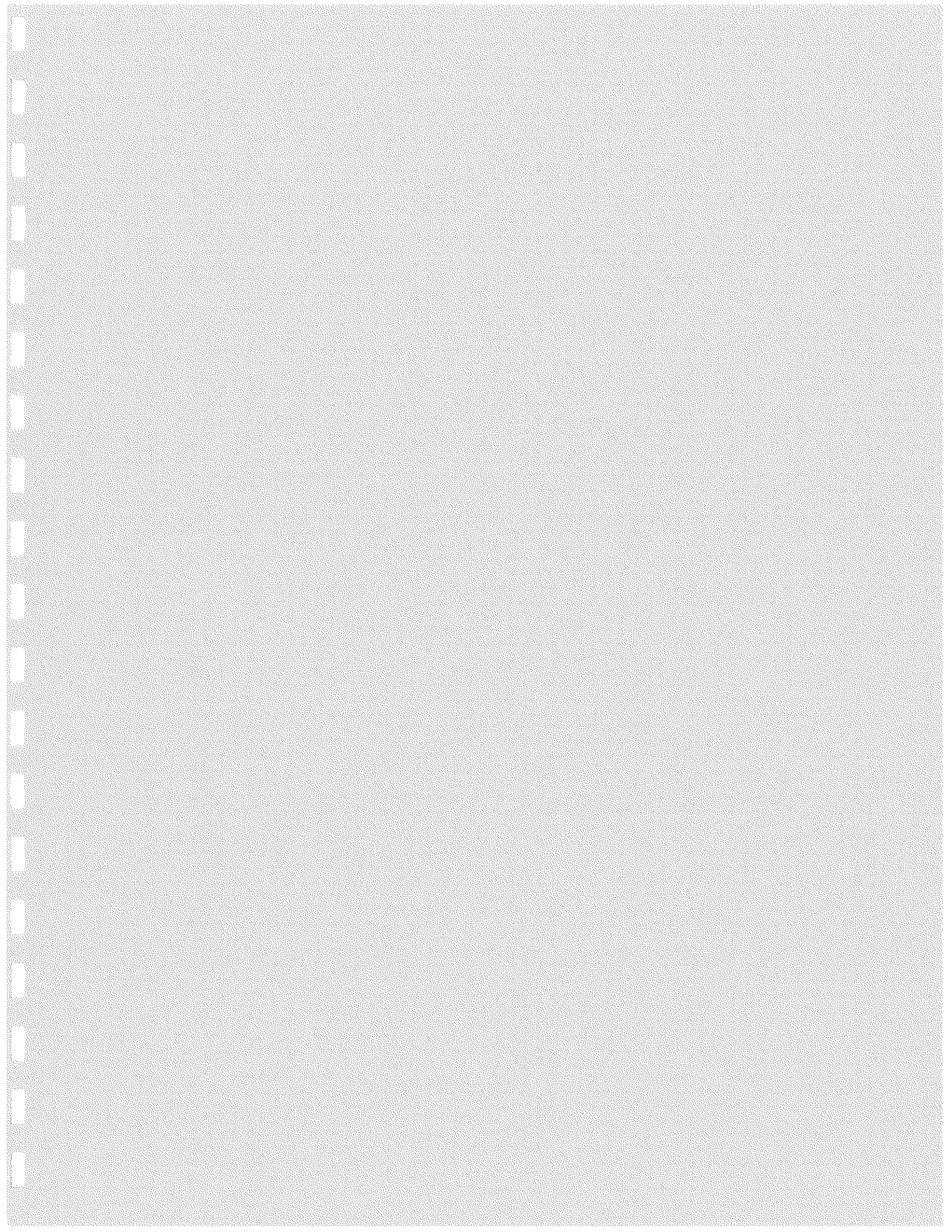
Average Annual Total Return for Periods
Ending September 30, 2003

Product Name:	Asset Class:	1 Year Average Annual Returns 09/30/2003	3 Year Average Annual Returns 09/30/2003 - 09/30/2003	5 Year Average Annual Returns 09/30/2003 - 09/30/2003	10 Year Average Annual Returns 09/30/2003 - 09/30/2003	LOF Average Annual Returns 09/30/2003	Inception Date	Expense Ratio	Expense Ratio Date
---------------	--------------	------------------------------------------------------	-------------------------------------------------------------------	-------------------------------------------------------------------	--------------------------------------------------------------------	---------------------------------------------------	-------------------	------------------	--------------------------

Asset Class: Life Cycle Funds

Fidelity Freedom Income Fund® LB Aggregate Bond FID Freedom Income		6.84 5.41 7.81	2.34 8.94 2.96	5.00 6.63 4.88	N/A 6.92 N/A	6.26	10/17/1996	0.69	03/31/2003
Fidelity Freedom 2000 Fund® LB Aggregate Bond FID Freedom 2000		8.63 5.41 9.03	0.79 8.94 1.59	5.70 6.63 5.23	N/A 6.92 N/A	7.45	10/17/1996	0.72	03/31/2003
Fidelity Freedom 2010 Fund® S&P 500 FID Freedom 2010		15.36 24.40 15.56	-1.83 -10.13 -0.73	6.02 1.00 5.18	N/A 10.05 N/A	8.21	10/17/1996	0.83	03/31/2003
Fidelity Freedom 2020 Fund® S&P 500 FID Freedom 2020		21.58 24.40 21.72	-5.70 -10.13 -4.40	5.07 1.00 3.84	N/A 10.05 N/A	7.60	10/17/1996	0.90	03/31/2003
Fidelity Freedom 2030 Fund® S&P 500 FID Freedom 2030		24.29 24.40 24.45	-7.94 -10.13 -6.49	4.16 1.00 2.76	N/A 10.05 N/A	6.85	10/17/1996	0.93	03/31/2003

Mutual fund performance varies over time. Some funds may not have sufficient data to calculate returns on each month end. Please visit Fidelity.com or call Fidelity for current performance figures.



VALIC

STATE OF RHODE ISLAND
MUTUAL FUND SELECTION

The information is current as of 9/30/2003

Category/Funds	YTD	1 Year Return	3 Year Return	5 Year Return	10 Year Return	Since Inception	Expense Ratio	Inception Date
International Equity								
<i>Large Growth</i>								
Janus Adviser Worldwide	9.07	12.63	(17.37)	1.44	**	4.11	1.20	5/1/1997
MSCI World	14.82	23.23	(11.34)	-0.91	4.40			
Aggressive Growth								
<i>Large Growth</i>								
Putnam Voyager A	14.71	20.60	(17.70)	1.48	8.27		0.96	4/1/1969
S&P 500	14.71	24.37	(10.13)	1.00	10.04			
Science & Tech								
<i>Large Growth</i>								
Franklin DynaTech A	23.52	31.23	(9.84)	3.83	9.98		1.00	12/27/1967
S&P 500	14.71	24.37	(10.13)	1.00	10.04			
Socially Responsible								
<i>Large Blend</i>								
Calvert Social Inv Equity A	11.48	23.56	(1.23)	10.75	8.75		1.29	8/24/1987
S&P 500	14.71	24.37	(10.13)	1.00	10.04			
Growth								
<i>Large Growth</i>								
MFS Massachusetts Inv Grth A	13.98	17.02	(19.07)	(0.16)	9.45		0.94	1/1/1935
SunAmerica Blue Chip Growth I	13.94	17.92	**	**	**	(10.80)	1.33	11/16/2001
S&P 500	14.71	24.37	(10.13)	1.00	10.04			
Growth & Income								
<i>Large Blend</i>								
Dreyfus Disc Stock	10.69	16.65	(12.77)	(0.55)	8.69	11.27	1.00	12/31/1987
SunAmerica Growth & Income I	10.26	14.98	**	**	**	(9.43)	1.32	11/16/2001
S&P 500	14.71	24.37	(10.13)	1.00	10.04			
Index								
<i>Large Blend</i>								
Dreyfus Intl Stock Index	16.97	24.57	(9.92)	(0.55)	**	(2.14)	0.60	6/30/1997
MSCI (EAFE)	18.37	26.01	(8.71)	0.55	2.92			
Vanguard 500 Index	14.61	24.23	(10.22)	0.97	9.98		0.18	8/31/1976
S&P 500	14.71	24.37	(10.13)	1.00	10.04			
<i>Small Growth</i>								
Dreyfus Small Cap Stock Idx	20.19	25.92	3.17	9.69	**	6.70	0.50	6/30/1997
S&P 600	20.92	26.86	3.65	10.20	10.11			
<i>Mid-Cap Blend</i>								
Dreyfus MidCap Index	19.35	26.16	(1.23)	11.31	12.21		0.50	6/19/1991
S&P Midcap 400	19.82	26.81	(0.71)	11.96	12.82			
Balanced								
<i>Large Growth/ Bond: Interm Corp/Govt</i>								
Dreyfus Founders Balanced F	11.11	15.67	(10.11)	(4.92)	4.14		1.42	2/19/1963
60% S&P500 / 40% LB Aggregate Bond	10.33	16.78	(2.50)	3.25	8.79			
<i>Large Blend/ Bond: Interm Corp</i>								
SunAmerica Balanced Assets I	6.84	6.89	**	**	**	(5.70)	1.33	11/16/2001
60% S&P500 / 40% LB Aggregate Bond	10.33	16.78	(2.50)	3.25	8.79			
Lifecycle								
<i>Asset Allocation</i>								
SunAmerica Agg Growth LifeStage I	15.57	20.48	(11.40)	**	**	0.11	0.10	11/2/1998
S&P Midcap 400	19.82	26.81	(0.71)	11.96	12.82			
SunAmerica Mod Growth LifeStage I	12.65	16.45	(6.65)	**	**	1.78	0.10	11/2/1998
S&P Midcap 400	19.82	26.81	(0.71)	11.96	12.82			
SunAmerica Con Growth LifeStage I	9.67	12.91	(2.86)	**	**	3.25	0.10	11/2/1998
60% S&P500 / 40% LB Aggregate Bond	10.33	16.78	(2.50)	3.25	8.79			
Bond								
<i>Interm Corp/Govt</i>								
SunAmerica Core Bond I	3.33	4.78	6.97	**	**	7.23	1.23	7/10/2000
LB Aggregate	3.78	5.41	8.94	6.63	6.92			
<i>Interm-Term Govt</i>								
Strong Government Secs Inv	2.97	3.79	8.90	6.36	6.73		0.90	10/29/1986
Interm US Treas Funds	6.04	6.20	10.85	8.42	6.44			
Fixed Account								
VALIC Fixed-Interest Option ***		September 2003		4.25%				
		Calendar Year 2003		4.00% (min. guaranteed)				

Source: Morningstar Principia Pro (as of 9-30-03)

Past performance does not guarantee future results. The investment return and principle value will fluctuate, so an investor's shares, when redeemed, may be worth more or less than their original cost. For more complete information about these mutual funds, including charges and expenses, call 1-888-568-2542 for a prospectus. Please read the prospectus carefully before investing or sending money. Mutual funds are offered through American General Financial Advisors, member NASD/SIPC.

For more complete information about the mutual funds and services, including charges and expenses, please call 1-888-568-2542 for a prospectus kit. Please read the prospectus carefully before investing or sending money. Securities and investment advisory services are offered through VALIC Financial Advisors Inc., member NASD/SIPC.

International fund unit values and returns will fluctuate with market conditions, currencies, and economic climates where investments are made. Higher potential return generally involves greater risk, and short-term volatility is not uncommon when investing in various types of funds, including but not limited to: sector funds, emerging market funds and small & mid-cap funds.

Risks for emerging markets include, for instance, risks relating to the relatively smaller size and lesser liquidity of these markets, high inflation rates and adverse political developments. Risks for smaller companies include for instance, business risks, significant stock price fluctuations and illiquidity. Government securities offer a high degree of safety and are guaranteed as to the timely payment of principal and interest if held to maturity. Fund shares are not insured and their value and yield will vary with market conditions. Investing in higher-yielding, lower rated bonds has a greater risk of price fluctuation and loss of principal and income than U.S. government securities, such as U.S. Treasury bonds and bills. Treasuries are guaranteed by the government for repayment of principal and interest if held to maturity. Investors should carefully assess the risk associated with an investment in the Fund.

An investment in a money market fund is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it is possible to lose money by investing in the Fund.

For periods prior to inception of Class I shares (11/16/2001), performance is based on the past performance of Class A shares, adjusted to reflect that there are no sales charges paid by Class I shares. The Class A shares do not show the effect of operating expenses currently applicable to I shares. Effective 11/19/2001, SunAmerica Asset Management Corp. assumed management responsibilities.

Performance data does not include plan annual administrative charges of 0.27%. Plan administrative charges do not apply to the VALIC Fixed-Interest Option.

** Performance figure not available due to the inception date of the fund.

*** A VALIC(The Variable Annuity Life Insurance Company Houston, Texas) fixed annuity applicable to policy form GFUA-398.

**** VALIC declares a portfolio interest rate monthly for the Fixed-Interest Option. That declared portfolio interest rate is guaranteed until the end of that month and is credited to all new and old deposits as well as credited interest. The contractual lifetime minimum guaranteed interest rate is 3%; however, VALIC guarantees -- for calendar year 2002 -- a minimum portfolio interest rate of 5.00%. All interest is compounded daily at the declared annual effective rate. VALIC's interest-crediting policy is subject to change, but any changes will not reduce the current rate below the contractually guaranteed minimum or money already credited to the account.

Securities and investment advisory services are offered through VALIC Financial Advisors, Inc., member NASD/SIPC

AIG VALIC, a member of American International Group, Inc., is the marketing name for the family of companies comprising VALIC Retirement Services Company; VALIC Financial Advisors, Inc. VALIC Trust Company; and the Variable Annuity Life Insurance Company (VALIC).

COLLEGE BOUND FUND

CollegeBoundfund Underlying Mutual Fund Performance
September 30, 2003

Fund Name	1-MO Cum Tot Return	3-MO Cum Tot Return	YTD Cum Tot Return	1 YRS Cum Tot Return	2 YRS Ann Tot Return	3 YRS Ann Tot Return	5 YRS Ann Tot Return	10 YRS Ann Tot Return
VALUE FUNDS								
AllianceBernstein Int'l Value;Adv	1.90	7.73	24.77	39.77	16.62	NA	NA	NA
Lipper International Funds Average	2.07	7.11	18.39	22.04	2.88	-10.06	1.21	4.34
MSCI EAFE IX GD	3.10	8.18	18.84	26.54	3.55	-8.38	0.87	3.23
AllianceBernstein Small Cap Value;Adv	-1.36	6.97	20.63	33.20	14.33	NA	NA	NA
Lipper Mid Cap Value Funds Average	-1.30	6.01	21.29	30.78	10.20	5.05	10.83	11.06
RUSSELL 2500 VALUE IX TR	-0.71	7.77	24.48	31.25	14.21	10.17	10.90	12.04
AllianceBernstein Value;Adv	-0.29	3.21	14.35	25.83	3.30	NA	NA	NA
Lipper Multi Cap Value Average	-1.11	3.02	15.56	24.67	2.03	-0.89	5.55	9.83
Russell 1000 Value IX Tr	-0.98	2.06	13.87	24.37	1.63	-2.01	4.00	10.37
Alliance Growth & Income;Adv	-0.27	3.11	17.55	27.88	-1.89	-4.63	5.90	NA
Lipper Large Cap Value Funds Average	-1.23	1.93	12.86	22.59	-0.79	-4.01	2.52	8.62
Russell 1000 Value IX Tr	-0.98	2.06	13.87	24.37	1.63	-2.01	4.00	10.37
AllianceBernstein REIT;Adv	3.42	10.05	26.11	26.18	16.64	13.47	10.80	NA
Lipper Real Estate Funds Average	3.31	9.40	24.50	25.78	16.55	13.40	11.76	9.67
NAREIT Equity Index	3.35	9.46	24.47	25.16	16.56	15.21	11.53	10.14
GROWTH FUNDS								
Alliance Mid-Cap Growth;Adv	-1.25	9.98	42.34	62.33	8.86	-10.98	1.99	NA
Lipper Mid-Cap Growth Average	-3.27	5.47	22.16	27.72	2.30	-18.04	4.62	8.56
Russell Midcap Growth	-1.94	7.16	27.24	38.89	8.34	-17.28	4.49	8.50
Alliance Premier Growth;Adv	-2.02	3.70	13.58	16.23	-7.60	-20.94	-4.33	NA
Lipper Large Cap Growth Funds Average	-1.87	3.04	15.71	21.15	-2.42	-18.84	-1.35	6.54
Russell 1000 Grow IX Tr	-1.07	3.91	17.51	25.92	-1.22	-19.05	-2.46	8.54
Alliance Quasar;Inst'l	-3.67	8.60	27.48	32.68	5.14	-12.54	3.08	NA
Alliance Quasar;Adv	-3.80	8.52	27.03	31.99	4.24	-13.83	-1.47	NA
Lipper Small-Cap Growth Funds Average	-2.46	9.27	28.20	34.06	5.56	-12.55	6.80	7.38
Russell 2000 Grow IX Tr	-2.53	10.47	31.82	41.72	7.70	-12.67	2.75	4.45
Alliance Technology;Adv	-2.38	11.08	28.80	45.45	-0.46	-28.45	-0.03	NA
Lipper Science & Technology Funds Average	-2.75	10.54	37.44	61.99	2.52	-31.38	1.46	9.42
Goldman Sachs Technology	-1.46	11.40	35.72	65.99	4.00	-27.74	-1.06	NA
FIXED INCOME FUNDS								
Alliance High Yield;Adv	2.05	2.54	18.26	25.89	11.13	1.94	0.40	NA
Lipper High Current Yield Funds Average	2.41	2.62	17.62	24.96	10.43	3.46	2.63	4.78
CSFB High Yield	2.73	3.04	20.89	28.05	14.76	7.78	5.81	7.15
Alliance Quality Bond;Adv	2.52	-0.32	3.41	5.31	5.79	NA	NA	NA
Lipper Int. Investment Grade Debt Funds Average	2.54	-0.16	4.16	5.97	6.06	8.02	5.73	6.11
Lehman Aggregate Bd Tr	2.65	-0.15	3.78	5.41	6.99	8.84	6.63	6.92
Alliance US Gov't Bond;Adv	2.37	-1.72	1.03	1.47	4.79	NA	NA	NA
Lipper General U.S Government Funds Average	2.63	-0.89	1.53	2.23	5.26	7.47	5.13	5.66
Lehman Govt Bd Tr	2.91	-0.80	2.80	3.55	6.74	8.87	6.34	6.73
STABLE VALUE OPTION								
Principal-Protection Income Portfolio; R	0.28	1.03	3.36	4.57	NA	NA	NA	NA
Lipper Money Market	0.03	0.09	0.35	0.56	0.91	2.09	3.23	4.01

