Ocean State Investment Pool

RI State Investment Commission Presentation

October 24, 2018

Michael Morin, CFA

SVP, Head of Liquidity Management Solutions

Jim Scalisi

VP, Senior Cash Relationship Manager

Not FDIC Insured • May Lose Value • No Bank Guarantee

Not NCUA or NCUSIF insured. May lose value. No credit union guarantee.

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Fidelity Investments—The Right Decision for OSIP

Fidelity is prepared and committed to delivering to OSIP and its participants the best experience and value in the financial services industry

Investment Management Expertise

Best-in-Class Client Experience

Unwavering Commitment to Rhode Island



What Distinguishes Fidelity Fixed Income?

Team Approach	Commitment to Research	Risk Management
 Stable and experienced team Team has been managing portfolios since 1992 and asset allocation strategies since 2000 A long history of investing through a variety of market environments 	 Independent and proprietary Spans the capital structure Fundamental research complemented by macro insights 93 research professionals Research analysts average 16 years of industry experience Coordination with 184 equity research professionals Annually: 5,000 in-house meetings 13,000 company contacts 35,000 research notes 	 Focused on delivering competitive risk-adjusted returns that are consistent with client expectations Integrated and empowered risk professionals Multiple layers of oversight and risk infrastructure Long-term commitment to risk infrastructure via technology (i.e., RAPIDS*)

Strategic alignment between Fidelity and our clients.

Investment professionals described include the combined resources of FIAM and Fidelity Investments as of 6/30/18.

Fixed Income professional headcount includes investment-grade and non-investment-grade divisions of FMR.

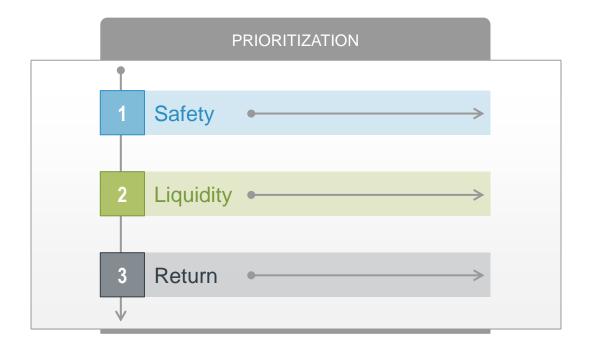
Equity research professionals include research analysts and associates and reflect the combined resources of FIAM and Fidelity Investments as of 6/30/18.

*Risk Analytics Platform for Investment Decision Support.

3 For institutional use only.



Cash Management Objectives





Best-in-Class Client Experience

Striving to deliver OSIP the best client experience in the financial services industry



Compelling Marketing Approach

Fidelity will create a customized communications strategy using every point of contact to deliver program benefits, value-add educational resources, and timely updates.



Customer-Obsessed Client Service

We are an organization that is customer obsessed and strives to deliver results. Our success is directly tied to our clients' satisfaction.



Seasoned Relationship Management and Support Team

OSIP will be supported by a seasoned team of talented professionals dedicated to fostering client relationships and exceeding expectations.



Seasoned Relationship Management and Support Team

Bringing together deep OSIP experience with fresh new thinking

Relationship Management and Account Executive Team

Jim Scalisi, VP, OSIP Senior Cash Relationship Manager, 17 years

Michael Morin, SVP, Head of Institutional Liquidity Management, 28 years

TBH - Junior Cash Relationship Manager

OSIP ELIGIBLE PARTICIPANTS

Cash Portfolio Management Team

Maura Walsh, CFA, Cash Portfolio Manager, 26 years

Michael Widrig, CFA, Cash Portfolio Manager, 28 years

Institutional Portfolio Managers

Kerry Pope, CFA, Institutional Portfolio Manager, 29 years **Chris Lewis**, Institutional Portfolio Manager, 27 years

Client Services

Felicia Dionne, Regional Support Representative, 14 years **Brooke Dillon**, Regional Support Representative, 11 years **Eric Leger**, Regional Support Representative II, 13 years

Marketing Team

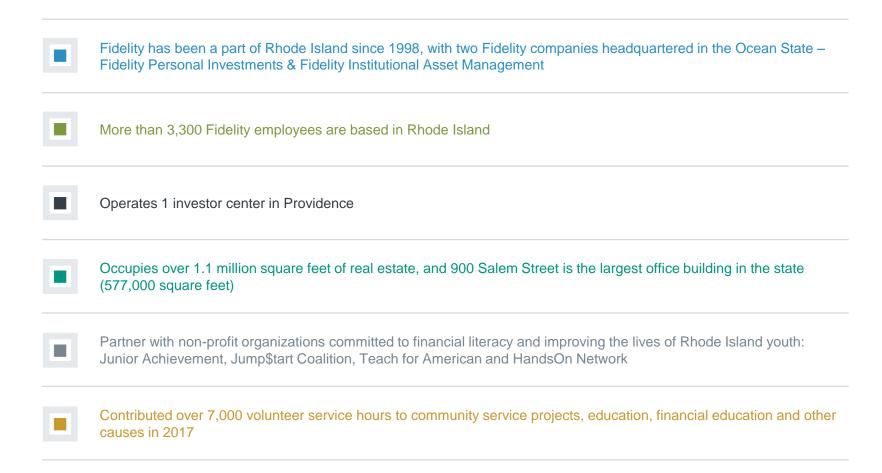
Diana Downey, Senior Vice President, Investment Solutions Marketing, 24 years

Amy E. Greeley, Senior Vice President, Segment and Strategic Content Marketing, 24 years

Candace A. Race, Head of FIAM Marketing, 30 years



Commitment to Rhode Island Facts





Important Information

The information provided herein is general in nature, not individualized, and does not constitute a recommendation. Fidelity is not acting as an advisor to you and does not owe a fiduciary duty to you with respect to the material contained in any verbal or written communication. Fidelity is acting for its own interests. You should consult with your advisor prior to making any investment decisions.

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

The Ocean State Investment Pool Trust (OSIP) is offered by The State of Rhode Island and managed by FIAM LLC a Fidelity Investments company. FIAM LLC is an investment adviser registered under the Investment Advisers Act of 1940. Fidelity Investments Institutional Services Company, Inc. (FIISC), an affiliate of FIAM LLC, is the servicing agent for OSIP. **OSIP is not a mutual fund** and is exempted from the Investment Company Act of 1940.

Not NCUA or NCUSIF insured.

May lose value. No credit union guarantee.

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

Past performance is no guarantee of future results. Investment return will fluctuate, therefore you may have a gain or loss when you sell shares. Diversification does not ensure a profit or guarantee against a loss.

Third-party trademarks and service marks are the property of their respective owners. All other trademarks and service marks are the property of FMR LLC or its affiliated companies. FIAM does not provide legal or tax advice and we encourage you to consult your own lawyer, accountant, or other advisor before making an investment.

Chartered Financial Analyst (CFA) designation is offered by the CFA Institute. To obtain the CFA charter, candidates must pass three exams demonstrating their competence, integrity, and extensive knowledge in accounting, ethical and professional standards, economics, portfolio management, and security analysis, and must also have at least four years of qualifying work experience, among other requirements.

Not FDIC insured. May lose value. No bank guarantee





Appendix



Biographies

Michael Morin. CFA

Head of Liquidity Management Solutions

Michael Morin is a senior vice president and head of liquidity management solutions at Fidelity Institutional Asset Management® (FIAM®), Fidelity Investments' distribution and client service organization dedicated to meeting the needs of consultants and institutional investors, such as defined benefit and defined contribution plans, endowments, and financial advisors.

In this role, Mr. Morin is responsible for the delivery, implementation, and oversight of the institutional liquidity management solutions product line for FIAM. Additionally, he is responsible for managing a team of institutional sales and relationship management professionals responsible for developing strategic alliances with banks, broker-dealers, and corporations, public sector, higher education, non-profit, and other institutions to meet their clients' cash management and short-term investment needs.

Prior to assuming his current position, Mr. Morin was a director of institutional portfolio management within the Fixed Income division at Fidelity. Before joining Fidelity in 2008, Mr. Morin spent ten years at JP Morgan Chase Bank, N.A., as a managing director in their Worldwide Securities Services division. Mr. Morin began his career at The Bank of New York Mellon in the securities lending division. He has been in the financial industry since 1990.

Mr. Morin earned his bachelor of science degree in finance and quantitative methods from Syracuse University and his master of business administration degree from Fordham University. He is also a CFA charterholder.

Jim Scalisi

Vice President

Jim Scalisi is a vice president in the Fidelity Institutional Liquidity Management Solutions (FILMS) group at Fidelity Institutional Asset Management® (FIAM®), Fidelity Investments' distribution and client service organization dedicated to meeting the needs of consultants and institutional investors, such as defined benefit and defined contribution plans, endowments, and financial advisors.

In this role, Mr. Scalisi is responsible for the growth and development of FIAM's corporation, hedge fund, higher education, tax-exempt, government, endowments, and other financial institution partnerships in the northeastern part of the United States.

Prior to assuming his current position, Mr. Scalisi held a variety of roles within Fidelity, most recently as senior regional investment consultant, supporting key bank and broker-dealer institutional money market relationships. Previously, Mr. Scalisi was an account manager in Fidelity's institutional client services division. He has been in the financial industry since 2001.

Mr. Scalisi earned his bachelor of science degree in marketing from the University of Massachusetts. He also holds the Financial Industry Regulatory Authority (FINRA) Series 7 and 63 licenses.



Biographies

Maura Walsh, CFA

Portfolio Manager

Maura Walsh is a portfolio manager in the Fixed Income division at Fidelity Investments. Fidelity Investments is a leading provider of investment management, retirement planning, portfolio guidance, brokerage, benefits outsourcing, and other financial products and services to more than 26 million individuals, institutions, and financial intermediaries.

In this role, Ms. Walsh manages Fidelity Money Market Fund and Fidelity Treasury Only Money Market Fund. She also co-manages Fidelity Conservative Income Bond Fund, Fidelity Flex Conservative Income Bond Fund, Fidelity Investments Money Market (FIMM) Prime Money Market Portfolio, FIMM Prime Reserves Portfolio, FIMM Treasury Only Fund, Ocean State Investment Pool, and North Carolina Capital Management Trust – Government and Term Portfolios.

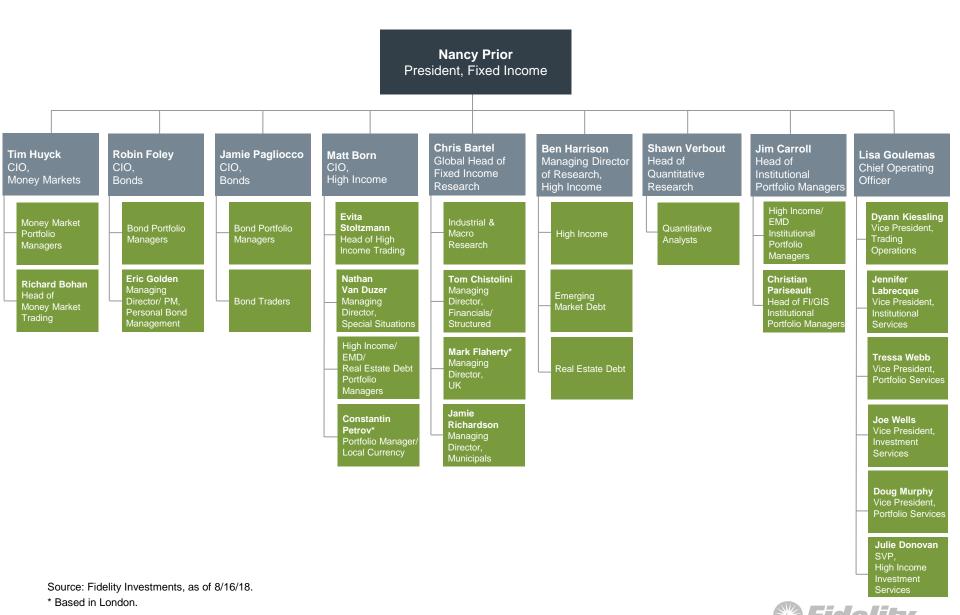
Prior to assuming her current portfolio management responsibilities, Ms. Walsh managed Fidelity Series Government Money Market Fund. Previously, she was a trader on the taxable money market desk and a client service representative for Fidelity Investments Institutional Services Company.

Before joining Fidelity, Ms. Walsh was a trust assistant at Fiduciary Trust Company (FTC). She has been in the financial industry since 1992.

Ms. Walsh earned her bachelor of arts degree in mathematics from the College of the Holy Cross. She is a CFA® charterholder.



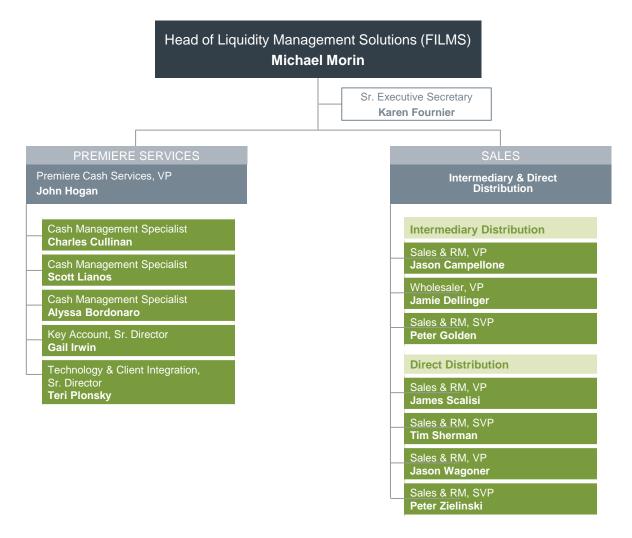
Fixed Income Organization



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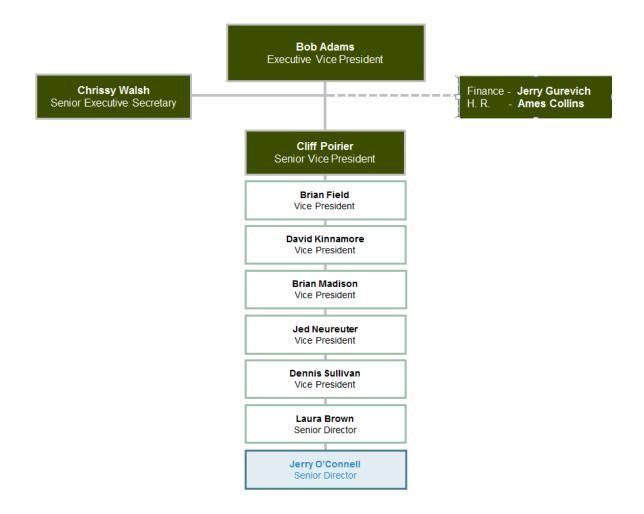
FIAM Fidelity Institutional Liquidity Management Solutions

(FILMS)



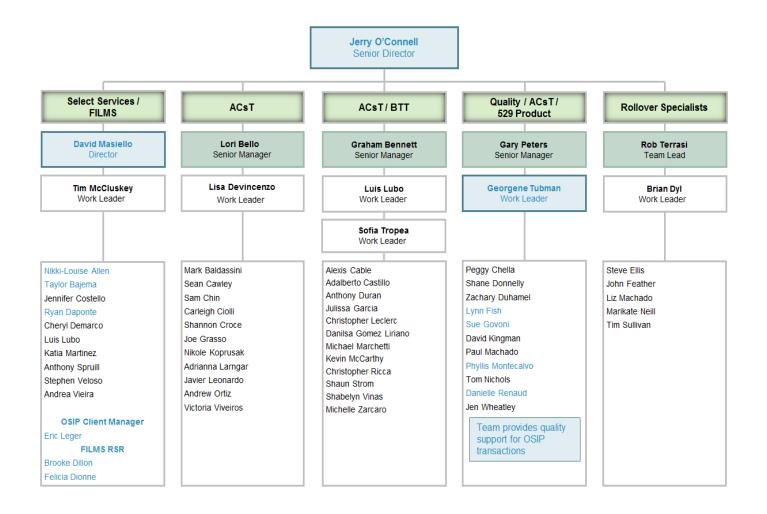


FIAM Client Services



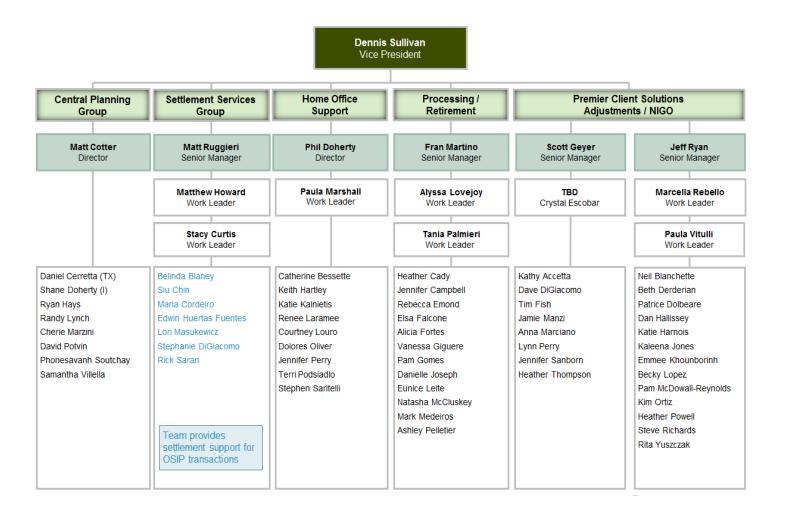


ACsT / Rollover / Select Services / FILMS / Quality





SSG / HOST / CPG / PCS / Processing/Retirement





Fidelity Overview



About Fidelity Investments

Our mission is to inspire a better future and deliver a better outcome for the customers and organizations we serve

Who We Are

As a privately held company for over 70 years, Fidelity has the freedom to focus on the long-term success of our customers.

We are an organization committed to diversity and inclusion by:

- Attracting a more diverse workforce
- Tapping into the power of our differences to develop and retain talent
- Creating a culture of inclusion
- Striving to share our journey of creating diverse, inclusive workplaces

Who We Serve

We focus every day on meeting the unique needs of a diverse set of customers.

We help:

- Approximately 28 million people invest their own life savings1
- Over 23,000 organizations manage their employee benefit programs
- Deliver investment solutions to over 13,000 financial advisory firms
- Provide liquidity solutions to clients, who invest over \$600 billion in our short-term investment solutions

How We Grow

We believe our revenue model creates a healthy alignment with the interests of our customers. We do well when they do well.

- Fidelity closed 2017 with AUA of \$6.8 trillion and AUM of \$2.45 trillion, a gain of 19% and 15%, respectively, from 2016
- As of June 30, 2018 Fidelity's AUA were \$7.0 trillion.
- · Fidelity's investment-grade debt ratings as of June 30, 2018:2
 - Moody's: A1 Stable Outlook
 - Standard & Poor's: A+ Stable Outlook

Source: Fidelity Corporate Finance, as of 6/30/18.



¹ Unique individual investors across retail and workplace.

² Source: Bloomberg.

Fidelity Institutional Asset Management®

Focused on providing the best service experience in the institutional marketplace

A gateway to Fidelity's broad and deep institutional investment management products and capabilities across a multi-asset class platform, serving institutional investors, consultants, and financial advisors.

With more than \$671 billion in assets under administration, 499 institutional clients, and more than 50,000 financial advisor clients, FIAM® is one of the largest organizations serving the U.S. institutional marketplace.

Established to expand and strengthen Fidelity's commitment to the institutional marketplace and ensure it is best positioned to meet the rapidly evolving and increasingly complex investment needs of our clients.

Assets under administration includes assets distributed through the FIAM business unit that may be managed by Fidelity affiliates or third parties. All data as of 6/30/18.



Diversity and Inclusion

Evolving our culture and strengthening our future at Fidelity



Attract a more diverse workforce

Think beyond traditional recruiting strategies to redefine how we attract talent

Connect with prospective employees earlier and in new places

Drive awareness of the broad career paths in financial services

Optimize messaging and marketing to attract people that will bring diversity



Create a culture of inclusion

Ensure that employees are comfortable bringing their whole selves to work

increase in Fidelity Employee Resource Groups (ERG) over the last two years*

memberships in 2017*



Tap into the power of our differences to develop and retain talent

Reformulate talent mobility to encourage

of U.S. companies fail to have diverse senior leadership1

of Fidelity's top talent program participants are woman and/or people of color*



SHARE

Strive to share our journey of creating diverse, inclusive workplaces

Help others by bringing them along on your journey

supplier diversity spend in 2017*

partnerships with industry groups and thought leaders*



¹ McKinsey & Company.

^{*} Fidelity Investments, January 2018.

Helping People Bring their Whole Selves to Work

Fidelity's six Employee Resource Groups are self-organized groups of employees with common interests relating to areas such as race, ethnicity, gender, or sexual orientation, or who share an affinity based on similar sets of experiences.



Asian Employee Resource Group



PRIDE

Employees with All Abilities

Lesbian, Gay, Bisexual, and **Transgender Group**



Fidelity Veteran **Employees Group** Woman's Leadership Group



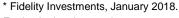
WLG is one of the LARGEST WOMAN **LEADERSHIP GROUPS** of its kind*



ERG members volunteered for FIDELITY CARES in 2017*

28% of Fidelity employees **PARTICIPATE IN AN ERG***

30% YEAR-OVER-YEAR INCREASE*







Investment Management Expertise



Liquidity Management Solutions Team

Dedicated and experienced team offering diverse strategies

		GOVERNMENT	PRIME	MUNICIPAL	LIQUIDITY MANAGEMENT SOLUTIONS		
	Duration (DWAM)	Less than 60 days	Less than 60 days	Less than 60 days	Less than 365 days		
	Quality	Tier 1	Tier 1/Tier 2	Tier 1/Tier 2	Investment grade		
	U.S. Treasury and other U.S. Government securities and repurchase agreements		U.S. Treasury and other U.S. government securities and repurchase agreements, CP, CDs, corporate notes, and other private instruments	Tax-exempt securities issued by agencies of the federal government, state and local governments, and non-profit entities	Taxable and tax-exempt U.S. dollar-denominated money market and high quality investment-grade debt securities of all types, and repurchase agreements		
LMS PLATFORM	\$611B Total AUM	\$415B	\$138B*	\$35B	\$23B*		

	CIO	Robin Foley, CFA, 32 years experience Tim Huyck, 31 years						
DEDICATED	Portfolio Managers	David DeBiase, CFA, 23 years experience Kevin Gaffney, 26 years Rob Galusza, 33 years Rob Mandeville, CFA, 11 years Doug McGinley, 28 years Elizah McLaughlin, CFA, 19 years Andy Messier, CFA, 23 years Julian Potenza, CFA, 14 years Maura Walsh, CFA, 26 years Michael Widrig, CFA, 28 years						
RESOURCES	Institutional Portfolio Managers	Christopher Lewis, 27 years Kerry Pope, CFA, 29 years experience						
	Quantitative Analysts	Shawn Verbout, Ph.D, 31 years experience Prashant Kharade, 14 years Akash Vallecha, 19 years						

Fidelity Assets Under Management (AUM) noted as of June 30, 2018. Dedicated resources as of 9/30/18.

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



Elements of Minimal Credit Risk Analysis

Liquidity			Macroeconomic	Legal		
Determination			Analysis	Review		
In a short-term payment horizon, internal and alternative sources of liquidity are critical	Revenue streams, capital intensiveness, fiscal spending, debt load, interest rate sensitivity, quality of assets, and nature of liabilities	Accessibility to management, quality and sophistication of management team, financial statements, disclosure, compensation, and governance practices	Operating environment, industry dynamics, competitive positioning, economic climate	Legal analysis of structural features and covenants associated at issuer, program, and security levels to ensure structure delivers intended exposure		

Minimal Credit Risk Determination



Breakdown of the Approved List

STRONGEST CREDIT QUALITY ISSUERS REPRESENT HIGHEST CREDIT CONCENTRATION AND LONGEST CREDIT EXPOSURE



M-Score	Approved Issuers
M1	24
M2	99
M3	148
M4	160
M5	41
Total:	472

Main Categories	Approved Issuers
Yankee Banks	41%
Repo Counterparties	23%
U.S. Banks	13%
Industrials	6%
Utilities	6%
US Treasury/US Gov't Agencies	4%
Other (4 categories 2% or less)	7%

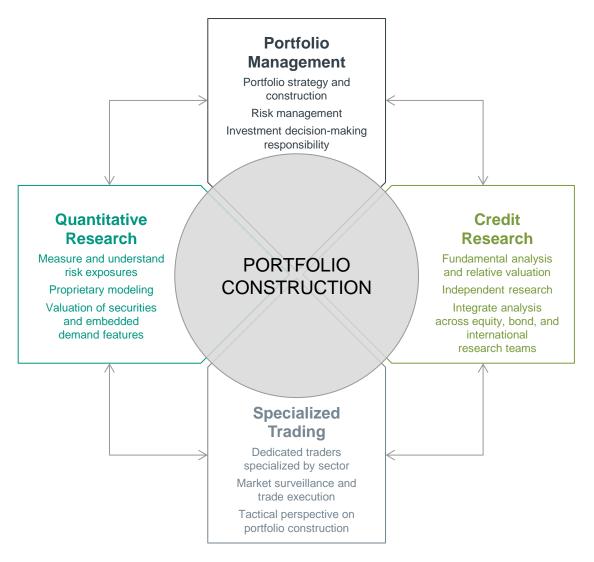
Approved list is diversified across sector and credit quality.



^{*}Dollar and Maturity Guidelines are used for representative purposes and may not represent actual limits Source: Fidelity Investments as of 6/30/2018.

Cash Management Investment Process

Shared team responsibility, lead portfolio manager makes final investment decision





Quantitative Research Framework

Fidelity's Fixed Income Quantitative Research Team was founded in 1992 and a team dedicated to Money Markets formed in 1998

Key areas of contribution:

- Risk management
- · Relative value analysis
- · Proprietary model development

Risk Management: Intensive Stress Testing of the \$1.00 NAV

- · Scenario analysis allows NAV impact analysis of shocks to interest rates, credit spreads, and shareholder flows
- Shareholder flow models allow quantitative assessment of liquidity adequacy

Relative Value Framework at the Portfolio and **Security Level**

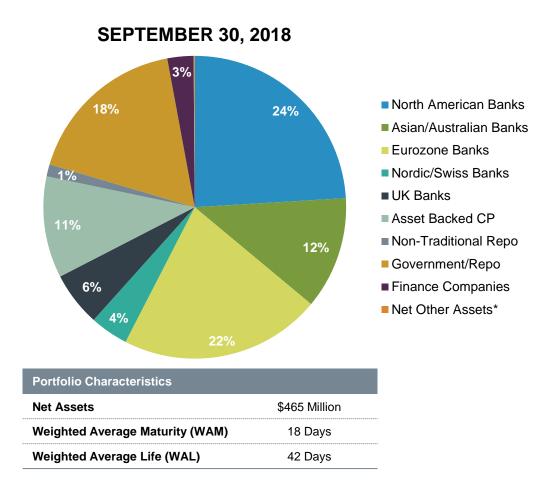
- · Large-scale simulation helps determine optimal portfolio structure
- Breakeven analysis aids in comparing various investment options

Proprietary Models and Internally Customized Programs

- · PROPHET: Money market analytics monitor and scenario analysis engine
- · Armanta: Customized portfolio exposure monitor
- Investment tools warehouse: Collection of prototype applications tailored to emerging business needs



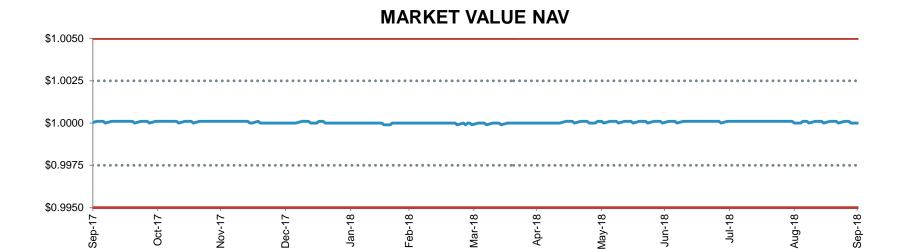
Ocean State Investment Pool Composition



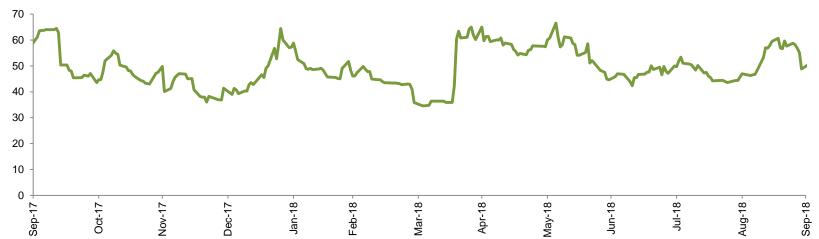
Portfolio diversification is presented to illustrate examples of the securities that each fund has bought and may not be representative of a fund's current or future investments. Each fund's investments may change at any time. Percentages may not add up to 100 due to rounding. *Net Other Assets may include cash and receivables and payables related to open security or capital stock trades. Source: Fidelity Investments as of 9/30/2018.



Ocean State Investment Pool Historical NAV & Weekly Liquidity



WEEKLY LIQUIDITY (%)



Source: Fidelity Investments as of 9/30/2018.



Performance Review as of September 30, 2018

	7-Day SEC 7-Day SEC Yield		Cumulative		Annualized				
	Yield Witho	Without	3-Month	6-Month	1-Year	3-Year	5-Year	10-Year	Since OSIP Inception*
Ocean State Investment Pool	2.07%	N/A	0.52%	0.99%	1.69%	1.03%	0.66%	-	0.53%
FTSE 3-Month Treasury Bill Index	-	-	0.50%	0.94%	1.57%	0.80%	0.49%	0.32%	0.39%
iMoneyNet Prime Institutional Category	-	-	0.48%	0.93%	1.51%	0.80%	0.49%	0.35%	-
Value Added (FTSE 3-Month Treasury Bill Index)			0.02%	0.05%	0.12%	0.23%	0.17%	-	0.14%
Value Added (iMoneyNet Prime Institutional Category)			0.04%	0.06%	0.18%	0.23%	0.17%	-	0.14%

Current performance may be higher or lower than that quoted.

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

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

The 7-Day SEC yield is the average income return over the previous seven days, assuming the rate stays the same for one year. It is the Pools total income net of expenses, divided by the total number of outstanding shares and includes any applicable waiver or reimbursement. Absent such waivers or reimbursements, the returns would have been lower. The 7-Day SEC Yield Without Reductions is the yield without applicable waivers or reimbursements. Voluntary waivers and/or reimbursements may be discontinued any time.

The yield quotation more closely reflects the current earnings of the Ocean State Investment Pool than the total return quotation.



^{*}Annualized return since fund inception date of March 6, 2012

Best-in-Class Client Experience



Fidelity's Workforce Standards

Our talented workforce comes to work each day with a passion to do its best for Fidelity's customers



Responsibility

Making sound judgments for the long term and in our customers' best interests



Integrity

Acting in good faith and taking pride in getting things just right



Compassion

Treating every moment as an opportunity to improve people's lives

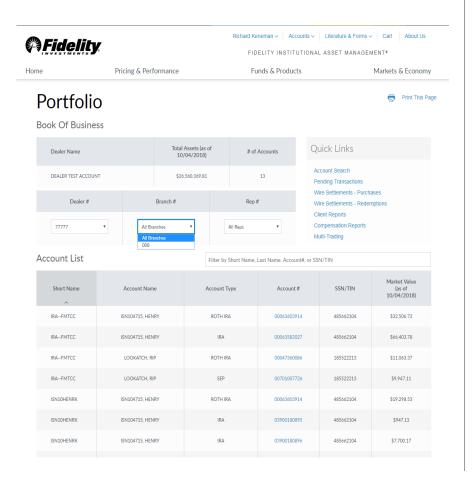


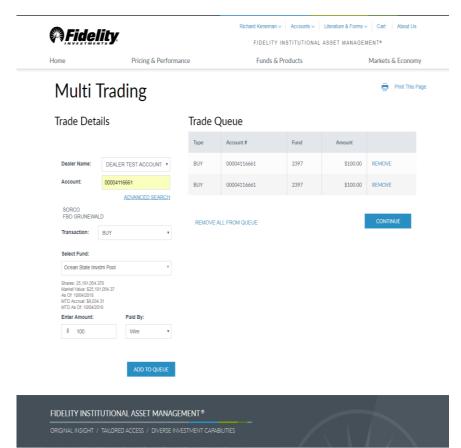
Expertise

Using our insights to drive confidence, clarity, and results



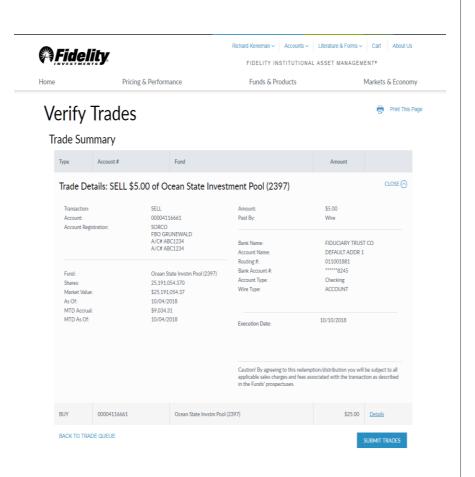
OSIP Technology Improvements

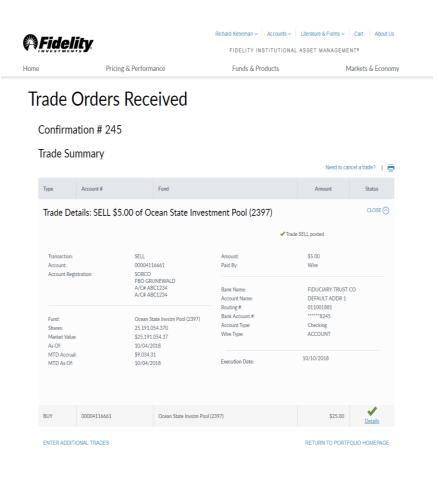






OSIP Technology Improvements







Compelling Marketing Approach

Driving participant engagement and satisfaction

Engage, inform, and educate **OSIP** participants with actionable reference resources and relevant timely updates

Drive increased OSIP participation through proactive communications and events that drive interest and enrollment

Provide superior website experience with comprehensive information, intuitive navigation, and a streamlined transactional interface

- Investment Circular provides comprehensive plan details in multi-page brochure and digital formats
- Quarterly Investment Overview keeps participants on top of plan performance
- Quarterly Commentary gives perspectives on the market environment
- Updates are sent proactively to plan participants and featured on custom website homepage

- Quarterly targeted promotional emails deliver plan benefits and investment insights to prospective participants
- Proactive commentary and industry event sponsorships creates ongoing awareness
- Local conference participation (e.g., RI League of Cities and Towns, RI GFOA) engages current and prospective participants
- Website features plan benefits and latest insights

- Custom site provides secure platform for processing transactions, and accessing account information and informational resources
- Key OSIP Fidelity Team contact information on homepage
- · Seamless access to educational, thought leadership, and marketing resources
- Important OSIP and relevant market updates featured on website homepage



Customer Obsessed Client Service

Providing the world class service clients expect and deserve



Be customer obsessed

Listen to customer needs, own any issue, and proactively provide value to deliver high quality

- Dedicated team of empowered associates located in Smithfield. RI
- Demonstrate ownership & creative problem solving
- · Focused on "ease of doing business"
- Service level: 91.5% (calls answered within 30 seconds)
- Transaction quality: 99.3%



Deliver Results

Optimize resources, enhance processes, leverage technology, and minimize risk to deliver an efficient operating model

- State-of-the-art website—OSIPNet—\$1 million invested in 2018
- Manage wire transmission of \$2.2 trillion annually
- Customized reporting
- Controls & oversight

