Comprehensive Annual Financial Report
Of the

Michigan State Employees' Retirement System

A Pension Fund of the State of Michigan

For the Fiscal Year Ended September 30, 2005

M S E R S

Prepared by:
Financial Services
For
Office of Retirement Services

Michigan State Employees' Retirement System

A Pension Trust Fund of the State of Michigan

Comprehensive Annual Financial Report for the Fiscal Year Ended September 30, 2005

M S E R S

Prepared by:
Financial Services
for
Office of Retirement Services
P.O. Box 30171
Lansing, Michigan 48909-7671
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INTRODUCTORY SECTION

Certificate of Achievement

Certificate of Achievement for Excellence in Financial Reporting

Presented to

Michigan State Employee's Retirement System

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended
September 30, 2004

A Certificate of Achievement for Excellence in Financial Reporting is presented by the Government Finance Officers Association of the United States and Canada to government units and public employee retirement systems whose comprehensive annual financial reports (CAFRs) achieve the highest standards in government accounting and financial reporting.

President

Executive Director

Public Pension Standards Award

Public Pension Coordinating Council

Public Pension Standards

2005 Award

Presented to

Michigan Office of Retirement Services

In recognition of meeting professional standards for
plan design and administration as
set forth in the Public Pension Standards.

Presented by the Public Pension Coordinating Council, a confederation of

National Association of State Retirement Administrators (NASRA)
National Conference on Public Employee Retirement Systems (NCPERS)
National Council on Teacher Retirement (NCTR)

Alan H. Winkle
Program Administrator

INTRODUCTORY SECTION

Letter of Transmittal

State Employees' Retirement System
P.O. Box 30171
Lansing, Michigan 48909
Telephone 517-322-5103
Outside Lansing 1-800-381-5111

STATE OF MICHIGAN

JENNIFER M. GRANHOLM, Governor

DEPARTMENT OF MANAGEMENT AND BUDGET

December 5, 2005

The Honorable Jennifer M. Granholm
Governor, State of Michigan,

Members of the Legislature
State of Michigan,

Retirement Board Members
and
Members, Retirees and Beneficiaries

Ladies and Gentlemen:

We are pleased to present the comprehensive annual financial report of the Michigan State Employees' Retirement System (System) for fiscal year 2005.

INTRODUCTION TO REPORT

The System was established by legislation under Public Act 240 of 1943 (the Michigan State Employees' Retirement Act) and is administered by the Office of Retirement Services (ORS). The number of active and retired members and beneficiaries of the System and a list of participating employers is presented in Note 1 of the financial statements in the Financial Section of this report. The purpose of the System is to provide benefits for all State Employees. The services performed by the staff provide benefits to members.

Responsibility

Responsibility for both the accuracy of the data and the completeness and fairness of the presentation, including all disclosures, rests with the leadership team of the System. To the best of our knowledge and belief, the enclosed data is accurate in all material respects and is reported in a manner designed to present fairly the financial position and results of operations of the System.

Internal Control Structure

The leadership team of the System is responsible for maintaining adequate internal accounting controls designed to provide reasonable assurance that transactions are executed in accordance with management's general or specific authorization, and are recorded as necessary to maintain accountability for assets and to permit preparation of financial statements in accordance with accounting principles generally accepted in the United States of America. The internal

Letter Of Transmittal (Continued)

control structure is designed to provide reasonable assurance regarding the safekeeping of assets and reliability of all financial records.

Independent Auditors

Andrews Hooper & Pavlik P.L.C., independent auditors, conducted an annual audit of the System. The independent auditor's report on the System's financial statements is included in the Financial Section of this report.

Statute requires an annual actuarial valuation be conducted. The purpose of the valuation is to evaluate the mortality, service, compensation and other financial experience of the System and to recommend employer-funding rates for the subsequent year. This annual actuarial valuation was competed by The Segal Company for the fiscal year ended September 30, 2004. Actuarial certification and supporting statistics are included in the Actuarial Section of this report.

Report

The 2005 comprehensive annual financial report is presented in five sections. The Introductory Section contains the transmittal letter and identifies the administrative organization and professional consultants used by the System. The Financial Section contains the independent auditor's report, management's discussion and analysis, financial statements and notes of the System and certain supplemental schedules. The Investment Section summarizes investment activities. The Actuarial Section contains the independent consulting actuary's certification, an outline of actuarial assumptions and methods, and other actuarial statistics. The Statistical Section contains statistical tables of significant data pertaining to the System.

Management's Discussion and Analysis (MD&A)

Generally Accepted Accounting Principles (GAAP) require that management provide a narrative introduction, overview, and analysis to accompany the Basic Financial Statements in the form of MD&A. This letter of transmittal is intended to complement MD&A and should be read in conjunction with it. The MD&A can be found immediately following the Independent Auditor's Report.

PROFILE OF THE GOVERNMENT

The System was established by Public Act 240 of 1943 and is administered by a nine-member board under the direction of the Executive Secretary. Public Act 216 of 1974 eliminated the requirement for member contributions and provided for financing by legislative appropriation and investment earnings.

Effective March 31, 1997, Public Act 487 of 1996 closed the plan to new applicants. All new employees become members of the State's defined contribution plan. The public act also allows for returning employees and members who left state employment on or before March 31, 1997, to elect the defined benefit plan instead of the define contribution plan.

ECONOMIC CONDITIONS AND OUTLOOK

Despite challenging economic times, the System continues to show strong performance.

Investments

The State Treasurer is the investment fiduciary and custodian of all investments of the System pursuant to State law. The primary investment objective is to maximize the rate of return on the total investment portfolio, consistent with a high degree of prudence and sufficient diversity to eliminate inordinate risks and to meet the actuarial assumption for the investment return rate. The investment activity for the year produced a total rate of return on the portfolio of 12.8%. For the last five years, the System has experienced an annualized rate of return of 2.9%. A summary of asset allocation and rates of return can be found in the Investment Section of this report.

Letter Of Transmittal (Continued)

Accounting System

Transactions of the System are reported on the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when incurred. Participants' benefits are recorded when payable by law. We believe the accounting and administrative internal controls established by the System provide reasonable assurance the System is carrying out its responsibilities in safeguarding its assets, in maintaining the reliability of financial records for preparing the financial statements, and in maintaining accountability for its assets.

Funding

Funds are derived from the excess of additions to plan net assets over deductions from plan net assets. Funds are accumulated by the System in order to meet future benefit obligations to retirees and beneficiaries. The percentage computed by dividing the actuarial value of assets by the actuarial accrued liability is referred to as the "funded ratio." This ratio provides an indication of the funding status of the System and generally, the greater this percentage, the stronger the System. Effective in fiscal year 2001, the System used the valuation from the previous fiscal year for this report. This approach is consistent with Governmental Accounting Standards Board (GASB) Statement Number 25. Consistent with this approach, the most recent actuarial valuation was performed as of September 30, 2004. The actuarial value of the assets and actuarial accrued liability of the System were $10.1 billion and $12.0 billion, respectively, resulting in a funded ratio of 84.5% on September 30, 2004. A historical perspective of funding levels for the System is presented on the Schedule of Funding Progress in the Required Supplementary Information in the Financial Section of this report.

Postemployment Benefits

The System also administers the postemployment health benefits (health, dental and vision) offered to retirees. The benefits are funded on a cash or "pay-as-you-go" basis. An actuarial valuation was completed as of September 30, 2004, to determine the actuarial accrued liability if the benefits were to be pre-funded. If these benefits were pre-funded, the actuarial accrued liability for these benefits would be approximately $6.5 billion and the employer contribution for health care benefits would be 23.1% of payroll. Only members of the defined benefit plan were included when calculating the actuarial accrued liability.

MAJOR GOALS ACCOMPLISHED

The Michigan Department of Management and Budget, Office of Retirement Services continues to anticipate and rise to the demands of an increasing and longer-lived retirement population. ORS is committed to being responsive to our customers' needs through the thoughtful application of technology and the streamlining of processes. In this fiscal year, we reaped the initial benefits of our Vision ORS technology in mail management, employer reporting and customer call management and settled in to work on the next set of system improvements. Here are some of the highlights.

Focus on our Customer

To ensure we are giving customers the best possible service, ORS implemented a quality monitoring system in the call center. Through this tool, managers and employees can and do listen to their calls in an effort to improve and maintain the highest quality response/interaction with customers. These calls, selected at random, are evaluated for completeness, quality and courtesy of the responses. This training and staff management tool has served to validate the quality we already offer and allow us to focus training and coaching in the right areas.

The state HR offices who deliver wages and service information for active members (through the Human Resource Management Network) are also key customers. This year, we strengthened our services to them starting with a complete revision of our Administrative Seminar which we delivered to over 350 of our HR customers. While these meetings are our most personal contact with the employers, we also revised the employer website and used email to deliver breaking news.

Letter Of Transmittal (Continued)

Substantial redesign of the website allows members to find general information about their retirement plan at their convenience. The site continues our life stages education program by segmenting information along career and life events. We also introduced a new brochure, *If You Become Disabled*, for members facing serious injury or illness.

Continuously Improve Processes

Pension plan contributions were adjusted down in 2005 with the continued implementation of the results of our 5-year actuarial study. From this study, we were able to update actuarial assumptions; which meant employers saw lower contribution rates than those originally projected.

Promote a Positive Work Environment

The 2005 fiscal year was a time to focus on who we are and what we believe. ORS participated with all of state government in living the values of Integrity, Inclusion, Teamwork and Excellence. As part of that effort, all managers and supervisors participated in an MI-360 evaluation. This evaluation gave staff insight as to how they were perceived by their direct reports, their peers and their managers. This enlightening training has helped ORS managers become more effective and understanding leaders. In addition to the MI-360, ORS embarked on organization wide Foundation Training. This training helped all staff understand our process-based organization, why it is successful, and how each person contributes to making ORS even more successful.

To promote a safe working atmosphere, ORS articulated and documented the safeguards needed to protect ORS's staff, equipment, data and property. From what to do in case of a fire to discontinuing system access when an employee leaves, the Security Handbook addresses the steps needed to keep our employees safe and our data secure. We also renovated our Detroit office in a way that preserves the confidentiality of our customer conversations, but provides a greater measure of safety for our employees.

Optimize Technology

ORS is advancing to the next phase of our Vision ORS project: replacing the benefit processing and payment system. This new functionality will allow faster, easier completion of everyday transactions, allowing ORS to process the higher volumes of work expected from our growing and long-lived retiree population.

We continue to diminish the paper that travels through our office. The scanning and indexing solution has increased confidentiality and simplified access to files. Until 2005, we were still creating paper requests to fill a large number of customer requests. By deploying electronic ticketing, all those requests are created, tracked and resolved electronically.

ORS regularly surveys its customers to make certain we are meeting needs. Results from a recent retiree satisfaction survey showed an overall satisfaction rate of 93.9%. We also survey a random sample of active members and retirees who have called us during the year with questions and concerns. Results from this contact survey showed an overall satisfaction rate of 85.0%. The information gained from these surveys helps assure both active members and retirees of ever-improving customer service from ORS.

AWARDS AND ACKNOWLEDGEMENTS

Certificate of Achievement

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the System for its comprehensive annual financial report for the fiscal year ended September 30, 2004. In order to be awarded a Certificate of Achievement, a government must publish an easily readable and efficiently organized comprehensive annual financial report. This report must satisfy both accounting principles generally accepted in the United States of America and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe our current report continues to meet the Certificate of Achievement Program's requirements and we are submitting it to the GFOA to determine its eligibility for another certificate.

Letter Of Transmittal (Continued)

Public Pension Standards Award

The Public Pension Coordinating Council, a confederation of the National Association of State Retirement Administrators (NASRA), the National Conference on Public Employee Retirement Systems (NCPERS), and the National Council on Teacher Retirement (NCTR), awarded Michigan Office of Retirement Services (ORS) the Public Pension Standards Award for recognition of meeting professional standards for plan design and administration as set forth in the standards for fiscal year 2005. This is the second year ORS has achieved this distinction.

Acknowledgements

The preparation of this report was accomplished with the dedication and cooperation of many people. It is intended to provide complete and reliable information as a basis for making management decisions, as a means of determining compliance with legal provisions, and as a means for determining responsible stewardship of the funds of the System.

We would, therefore, like to express our appreciation for the assistance given by staff, the advisors and the many people who contributed to its preparation. We believe their combined efforts have produced a report that will enable employers and plan members to better evaluate and understand the Michigan State Employees' Retirement System. Their cooperation contributes significantly to the success of the System.

Sincerely,

Lisa Webb Sharpe, Director
Department of Management and Budget

Christopher M. DeRose, Director
Office of Retirement Services

Administrative Organization

Retirement Board Members *

Douglas Drake, Chair Retiree Member Term Expires July 31, 2004	George M. Elworth Representing Attorney General Statutory Member	D. Daniel McLellan Representing State Personnel Director Statutory Member
Janet McClelland Employee Member Term Expires July 31, 2005	Scott Strong Deputy Auditor General Statutory Member	Mark Haas, Vice Chair Representing State Treasurer Statutory Member
Calvin Frappier Retiree Member Term Expires July 31, 2006	John Schoonmaker Representing Commissioner of Finance & Insurance Services Statutory Member	Lynda Taylor-Lewis Employee Member Term Expires July 31, 2006

* Statute provides that board members may continue to serve after their term expires until they are either replaced or reappointed.

Administrative Organization

Department of Management and Budget
Office of Retirement Services
P.O. Box 30171
Lansing, Michigan 48909-7671
517-322-5103
1-800-381-5111

Advisors and Consultants

Actuary
The Segal Company
Michael J. Karlin, F.S.A., M.A.A.A.
New York, New York

Auditors
Thomas H. McTavish, C.P.A.
Auditor General
State of Michigan

Andrews Hooper & Pavlik P.L.C.
Jeffrey J. Fineis, C.P.A.
Okemos, Michigan

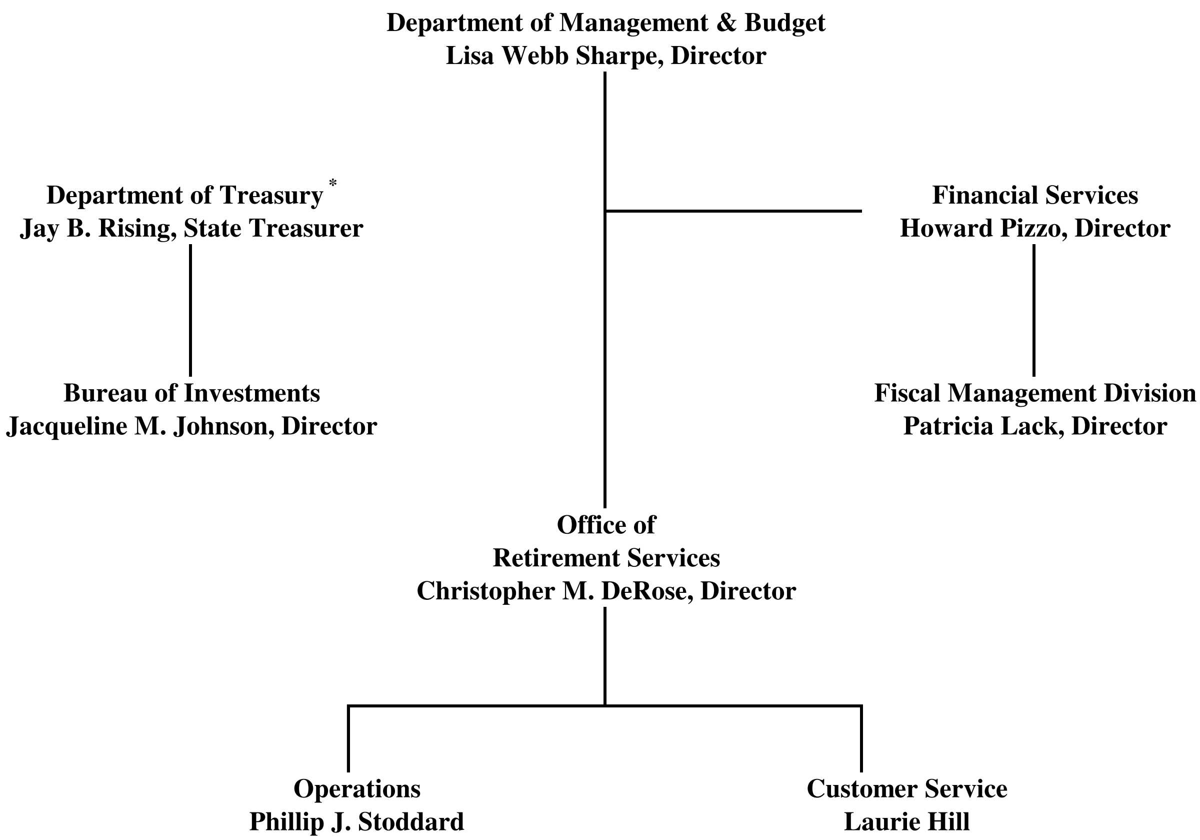
Investment Manager and Custodian
Jay B. Rising
State Treasurer
State of Michigan

Legal Advisor
Mike Cox
Attorney General
State of Michigan

Investment Performance Measurement
State Street Corporation
State Street Analytics
Boston, MA

Administrative Organization (Continued)

Organization Chart



* The investments of the System are managed by the Michigan Department of Treasury. Information on the investments and the fiduciary, Michigan Department of Treasury, can be found in the Investment Section, Introduction. In addition, see the Investment Section, Schedule of Investment Fees and Schedule of Investment Commissions, for information regarding the investment fees and commissions paid as well as investment professionals utilized by the System.

FINANCIAL SECTION

Financial Section

Independent Auditor's Report

ANDREWS HOOPER & PAVLIK P.L.C.
Certified Public Accountants

Ms. Lisa Webb Sharpe, Director, Department of Management and Budget
Mr. Christopher M. DeRose, Director, Office of Retirement Services
Mr. Thomas H. McTavish, CPA, Auditor General, Office of the Auditor General
Michigan State Employees' Retirement System Board

We have audited the accompanying statements of pension plan and postemployment healthcare plan net assets of the Michigan State Employees' Retirement System, as of September 30, 2005 and 2004, and the related statements of changes in pension plan and postemployment healthcare plan net assets for the years then ended. These financial statements are the responsibility of the management of the Michigan State Employees' Retirement System. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial status of the Michigan State Employees' Retirement System, as of September 30, 2005 and 2004, and the changes in its financial status for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated December 2, 2005 on our consideration of the Michigan State Employees' Retirement System's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in conjunction with this report in considering the results of our audit.

The Management's Discussion and Analysis (MD&A) is not a required part of the basic financial statements but is supplemental information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of this required supplemental information. However, we did not audit the information and express no opinion on it.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The Introductory, Investment, Actuarial, and Statistical Sections and the required supplementary information and supporting schedules listed in the table of contents are presented for the purposes of additional analysis and are not a required part of the basic financial statements. The Introductory, Investment, Actuarial, and Statistical Sections and the required supplementary information and supporting schedules are the responsibility of the Michigan State Employees' Retirement System's management. The Schedules of Funding Progress and Employer Contributions and related notes and the supporting schedules have been subjected to the auditing procedures applied in our audits of the basic financial statements, and in our opinion, are fairly stated in all material respects when considered in relation to the basic financial statements taken as a whole. The Introductory, Investment, Actuarial, and Statistical Sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we express no opinion on them.

Andrews Hooper & Pavlik P.L.C.

Okemos, Michigan
December 2, 2005

4295 Okemos Road, Suite 200 • Okemos, Michigan 48864 • ph 517.487.5000 fx 517.487.9535 • www.ahpplc.com

Management's Discussion and Analysis

Our discussion and analysis of the Michigan State Employees' Retirement System's (System) financial performance provides an overview of the System's financial activities for the fiscal year ended September 30, 2005. Please read it in conjunction with the transmittal letter in the Introductory Section on page 5 and the basic financial statements, which follow this discussion.

FINANCIAL HIGHLIGHTS

- System assets exceeded liabilities at the close of fiscal year 2005 by $10.2 billion (reported as *net assets*). Net assets are held in trust to meet future benefit payments.

- The System's funding objective is to meet long-term benefit obligations through contributions and investment income. As of September 30, 2004, the funded ratio was approximately 84.5%.

- Revenues for the year were $1,793.4 million, which is comprised of contributions of $621.8 million, investment gains of $1,171.4 million.

- Expenses decreased in the current year from $1,114.5 million to $1,074.1 million or 3.6%. Most of this decrease represented a reduction in transfers to pension/health benefit plans and retirement benefits paid.

THE STATEMENT OF PLAN NET ASSETS AND THE STATEMENT OF CHANGES IN PLAN NET ASSETS

This Comprehensive Annual Financial Report (CAFR) consists of two financial statements; *The Statement of Pension Plan and Postemployment Healthcare Plan Net Assets* (page 20) and *The Statement of Changes in Pension Plan and Postemployment Healthcare Plan Net Assets* (page 21). These financial statements report information about the System, as a whole, and about its financial condition that should help answer the question: Is the System, as a whole, better off or worse off as a result of this year's activities? These statements include all assets and liabilities using the economic resources measurement focus and the accrual basis of accounting. Under the accrual basis of accounting, all revenues and expenses are taken into account regardless of when cash is received or paid.

The Statement of Pension Plan and Postemployment Healthcare Plan Net Assets presents all of the System's assets and liabilities, with the difference between the two reported as net assets. Over time, increases and decreases in net assets measure whether the System's financial position is improving or deteriorating. *The Statement of Changes in Pension Plan and Postemployment Healthcare Plan Net Assets* presents how the System's net assets changed during the most recent fiscal year. These two financial statements should be reviewed along with the Schedule of Funding Progress and Schedule of Employer Contributions to determine whether the System is becoming financially stronger or weaker and to understand changes over time in the funded status of the System.

Management's Discussion and Analysis (Continued)

FINANCIAL ANALYSIS

System total assets as of September 30, 2005, were $10.8 billion and were mostly comprised of cash, investments, and contributions due from employers. Total assets increased $727.2 million or 7.3% between fiscal years 2004 and 2005 primarily due to an increase of invested assets, and increased $830.0 million or 9.0% between fiscal years 2003 and 2004 primarily for the same reason.

Total liabilities as of September 30, 2005, were $570.1 million and were mostly comprised of warrants outstanding, accounts payable, and obligations under securities lending. Total liabilities increased $8.0 million or 1.4% between fiscal years 2004 and 2005, and increased $334.1 million or 146.6% between fiscal years 2003 and 2004, primarily due to an increase in obligations under securities lending.

System assets exceeded its liabilities at the close of fiscal year 2005 by $10.2 billion, of which $33.9 million is for the Health Advance Funding SubAccount. Total net assets held in trust for pension and health benefits increased $719.2 million or 7.6% between fiscal years 2004 and 2005, primarily due to investment earnings and contributions for the year exceeding total deductions of the System. Net assets in fiscal year 2004 increased by $495.8 million or 5.5% from the prior year for reasons similar to those of the 2005 fiscal year.

Net Assets
(in thousands)

	2005	Increase (Decrease)	2004	Increase (Decrease)	2003
Assets					
Cash	$ 21,464	(42.5) %	$ 37,349	(9.9) %	$ 41,465
Receivables	125,976	25.4	100,430	(12.0)	114,178
Investments	10,604,278	7.3	9,886,693	9.4	9,038,842
Total Assets	10,751,718	7.3	10,024,472	9.0	9,194,485
Liabilities					
Warrants outstanding	1,666	(40.3)	2,790	8.5	2,570
Accounts payable and other accrued liabilities	1,564	24.6	1,255	(78.7)	5,905
Obligations under securities lending	566,873	1.6	558,059	154.3	219,484
Total Liabilities	570,103	1.4	562,104	146.6	227,959
Net Assets - Health Advance Funding SubAccount	33,905	0.0	33,905	(38.2)	54,888
Net Assets - Pension and Health Benefits	10,147,710	7.6	9,428,463	5.8	8,911,638
Total Net Assets	$ 10,181,615	7.6	$ 9,462,368	5.5	$ 8,966,526

Management's Discussion and Analysis (Continued)

REVENUES - ADDITIONS TO PLAN NET ASSETS

The reserves needed to finance retirement and health benefits are accumulated through the collection of employer contributions and through earnings on investments. Contributions and net investment income/(losses) for fiscal year 2005 totaled $1,793.4 million.

Total contributions and net investment income for fiscal year 2005 increased $207.3 million from those of fiscal year 2004 primarily due investment earnings and increased employer contributions. Total contributions and net investment income decreased $128.3 million between fiscal years 2003 and 2004 primarily due to changes in market conditions and investment earnings. Total employer contributions increased between fiscal years 2004 and 2005 by $119.3 million or 25.9%, while member contributions decreased by $6.3 million or 13.3%. Total employer contributions increased between fiscal years 2003 and 2004 by $61.3 million or 15.3%, while member contributions decreased by $43.9 million or 48.1%.

The System is non-contributory; however, members may purchase service credit. The decrease in member contributions for fiscal year 2005 occurred because fewer individuals purchased service credit, similar to the decrease in member contributions between fiscal years 2003 and 2004. Net investment income increased between fiscal years 2004 and 2005 by $94.3 million. Net investment income decreased between fiscal years 2003 and 2004 by $145.7 million. Transfers from Pension/Health Benefit Plans decreased $24.4 million or 100% between fiscal years 2004 and 2005 due to the decision to not make a transfer in 2005. Transfers from Pension/Health Benefit Plans increased $7.0 million or 40.3% between fiscal years 2003 and 2004. The notes to the financial statements describe these transfers in more detail. The Investment Section of this report reviews the results of investment activity for 2005.

EXPENSES - DEDUCTIONS FROM PLAN NET ASSETS

The primary expenses of the System include the payment of pension benefits to members and beneficiaries, payment for health, dental and vision benefits, refunds of contributions to former members, and the cost of administering the System. Total deductions for fiscal year 2005 were $1,074.1 million, a decrease of 3.6% over fiscal year 2004 expenses. Total deductions for fiscal year 2004 were $1,114.5 million, a decrease of 1.9% over fiscal year 2003 expenses.

Payments for health care benefits to members and beneficiaries decreased by $31.8 million or 9.0% from $354.7 million to $322.8 million during the fiscal year. This compares to an increase of $0.6 million or 0.2% from $354.1 million to $354.7 million between fiscal years 2003 and 2004. The payment of pension benefits increased by $15.7 million or 2.1% between fiscal years 2004 and 2005 and by $29.3 million or 4.2% between fiscal years 2003 and 2004. In fiscal years 2005 and 2004, pension benefit expenses increased due to an increase in benefit payments to retirees and an increase of 182 retirees and 128 retirees, respectively. Refunds and transfers to other Plans or Systems decreased by $24.2 million or 98.7% between fiscal years 2004 and 2005. This compares to a decrease of $51.1 million or 67.6% between fiscal years 2003 and 2004. The notes to the financial statements describe these transfers in more detail. Administrative expenses decreased by $18 thousand or 0.4% between fiscal years 2004 and 2005, primarily due to a decrease in technological support. Administrative expenses decreased by $0.9 million or 16.9% between fiscal years 2003 and 2004, primarily due to a decrease in professional services, technological support, and postage, telephone and other expenses.

Management's Discussion and Analysis (Continued)

Changes in Plan Net Assets
(in thousands)

	2005	Increase (Decrease)	2004	Increase (Decrease)	2003
Member contributions	$ 41,097	(13.3) %	$ 47,406	(48.1) %	$ 91,330
Employer contributions	580,738	25.9	461,428	15.3	400,130
Net investment income	1,171,402	8.8	1,077,138	(11.9)	1,222,811
Transfer from other systems	120	361.5	26	N/A	-
Transfer from pension/health benefit plan	-	(100.0)	24,364	40.3	17,365
Miscellaneous income	2	0.0	2	N/A	-
Total Additions	1,793,359	11.4	1,610,364	(7.0)	1,731,636
Pension benefits	746,673	2.1	731,009	4.2	701,664
Health care benefits	322,834	(9.0)	354,650	0.2	354,085
Refunds of member contributions	292	79.1	163	38.1	118
Transfer to pension/health benefit plans	-	(100.0)	24,364	(67.8)	75,576
Transfer to other systems	15	(25.0)	20	566.7	3
Administrative expenses	4,298	(0.4)	4,316	(16.9)	5,192
Total Deductions	1,074,112	(3.6)	1,114,522	(1.9)	1,136,638
Net Increase (Decrease)	719,247	45.1	495,842	(16.7)	594,998
Net Assets Beg. of the year	9,462,368	5.5	8,966,526	7.1	8,371,528
Net Assets End of Year	$ 10,181,615	7.6	$ 9,462,368	5.5	$ 8,966,526

RETIREMENT SYSTEM AS A WHOLE

The System's combined net assets experienced an increase for the third consecutive year, following a decrease in fiscal year 2002. This increase is a result of a moderate national economic upturn that resulted in investment income earnings. Management believes, and actuarial studies concur, that the System is in a financial position to meet its current obligations. We believe the current financial position has improved, in part, due to a prudent investment program, cost controls, and strategic planning.

CONTACTING SYSTEM FINANCIAL MANAGEMENT

This financial report is designed to provide the Retirement Board, our membership, taxpayers, investors, and creditors with a general overview of the System's finances and to demonstrate the System's accountability for the money it receives. If you have any questions about this report or need additional financial information, contact the Office of Retirement Services, P.O. Box 30171, Lansing, MI 48909-7671.

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Statements of Pension Plan and Postemployment Healthcare Plan Net Assets

As of Fiscal Years Ending September 30, 2005 and 2004

	September 30, 2005			September 30, 2004		
	Pension Plan	Health Plan	Total	Pension Plan	Health Plan	Total
Assets:						
Equity in common cash	$ 21,360,373	$ 103,611	$ 21,463,984	$ 37,214,607	$ 134,884	$ 37,349,491
Receivables:						
Amounts due from employer	51,289,381	248,784	51,538,165	26,196,288	94,948	26,291,236
Amounts due from employer long term	74,359,877	-	74,359,877	74,115,051	-	74,115,051
Interest and dividends	77,633	377	78,010	23,893	87	23,980
Total receivables	125,726,891	249,161	125,976,052	100,335,232	95,035	100,430,267
Investments:						
Short term investment pool	347,422,005	1,685,204	349,107,209	222,174,284	805,268	222,979,552
Total fixed income investment pool	1,604,333,030	7,781,970	1,612,115,000	1,588,839,239	5,758,720	1,594,597,959
Total domestic equity investment pool	4,894,777,317	23,742,583	4,918,519,900	4,550,733,495	16,494,055	4,567,227,550
Real estate investment pool	852,012,815	4,132,769	856,145,584	721,075,650	2,613,526	723,689,176
Alternative investment pool	1,113,849,910	5,402,835	1,119,252,745	1,195,249,305	4,332,161	1,199,581,466
International equities investment pool	1,176,557,936	5,707,007	1,182,264,943	1,016,871,955	3,685,635	1,020,557,590
Cash Collateral on loaned securities	564,136,326	2,736,397	566,872,723	556,044,019	2,015,372	558,059,391
Total investments	10,553,089,339	51,188,765	10,604,278,104	9,850,987,947	35,704,737	9,886,692,684
Total assets	10,700,176,603	51,541,537	10,751,718,140	9,988,537,786	35,934,656	10,024,472,442
Liabilities:						
Warrants outstanding	1,658,030	8,042	1,666,072	2,779,568	10,076	2,789,644
Accounts payable and other accrued liabilities	1,556,583	7,550	1,564,133	1,250,675	4,533	1,255,208
Obligations under securities lending	564,136,327	2,736,397	566,872,724	556,044,019	2,015,372	558,059,391
Total liabilities	567,350,940	2,751,989	570,102,929	560,074,262	2,029,981	562,104,243
Net Assets - Health Advance Funding SubAccount		33,904,675	33,904,675		33,904,675	33,904,675
Net Assets - Pension and Health Benefits	10,132,825,663	14,884,873	10,147,710,536	9,428,463,524	-	9,428,463,524
Net Assets Held in Trust for Pension and Health Benefits*	$ 10,132,825,663	$ 48,789,548	$ 10,181,615,211	$ 9,428,463,524	$ 33,904,675	$ 9,462,368,199

*A schedule of funding progress is presented in the Required Supplementary Information in the Financial Section.

The accompanying notes are an integral part of these financial statements.

Statements of Changes in Pension Plan and Postemployment Healthcare Plan Net Assets

For Fiscal Years Ended September 30, 2005 and 2004

	September 30, 2005			September 30, 2004		
	Pension Plan	Health Plan	Total	Pension Plan	Health Plan	Total
Additions:						
Contributions						
Member contributions	$ 30,395,040	$ 10,701,614	$ 41,096,654	$ 37,682,883	$ 9,723,230	$ 47,406,113
Employer contributions	256,433,052	324,305,023	580,738,075	103,873,294	357,554,699	461,427,993
Total contributions	286,828,092	335,006,637	621,834,729	141,556,177	367,277,929	508,834,106
Investment income (loss):						
Investment income (loss)	1,181,213,139	-	1,181,213,139	1,088,355,189	-	1,088,355,189
Interest income	-	2,712,374	2,712,374	-	3,380,735	3,380,735
Investment expenses:						
Real estate operating expenses	(152,515)	-	(152,515)	(70,151)	-	(70,151)
Other investment expenses	(13,165,031)	-	(13,165,031)	(15,195,862)	-	(15,195,862)
Securities lending activities						
Securities lending income	14,504,416	-	14,504,416	6,017,148	-	6,017,148
Securities lending expenses	(13,710,240)	-	(13,710,240)	(5,348,636)	-	(5,348,636)
Net investment income(loss)	1,168,689,769	2,712,374	1,171,402,143	1,073,757,688	3,380,735	1,077,138,423
Transfer from pension/health benefit plans	-	-	-	24,363,516	-	24,363,516
Transfers from other systems	119,594	-	119,594	25,926	-	25,926
Miscellaneous income	2,575	-	2,575	2,284	-	2,284
Total additions	1,455,640,030	337,719,011	1,793,359,041	1,239,705,591	370,658,664	1,610,364,255
Deductions:						
Benefits paid to plan members and beneficiaries						
Retirement benefits	746,673,263	-	746,673,263	731,009,109	-	731,009,109
Health benefits	-	295,431,830	295,431,830	-	327,143,997	327,143,997
Dental/vision benefits	-	27,402,308	27,402,308	-	27,505,668	27,505,668
Refunds of member contributions	291,592	-	291,592	163,418	-	163,418
Transfer to pension/health benefit plans	-	-	-	-	24,363,516	24,363,516
Transfers to other systems	15,051	-	15,051	19,708	-	19,708
Administrative expenses	4,297,985	-	4,297,985	4,316,433	-	4,316,433
Total deductions	751,277,891	322,834,138	1,074,112,029	735,508,668	379,013,181	1,114,521,849
Net Increase (Decrease)	704,362,139	14,884,873	719,247,012	504,196,923	(8,354,517)	495,842,406
Net Assets Held in Trust for Pension and Health Benefits:						
Beginning of Year	9,428,463,524	33,904,675	9,462,368,199	8,924,266,601	42,259,192	8,966,525,793
End of Year*	$ 10,132,825,663	$ 48,789,548	$ 10,181,615,211	$ 9,428,463,524	$ 33,904,675	$ 9,462,368,199

*A schedule of funding progress is presented in the Required Supplementary Information in the Financial Section.

The accompanying notes are an integral part of these financial statements.

Notes to Basic Financial Statements

NOTE 1 - PLAN DESCRIPTION

ORGANIZATION

The Michigan State Employees' Retirement System (System) is a cost sharing, multiple-employer, state-wide, defined benefit public employee retirement plan governed by the State of Michigan (State) and created under Public Act 240 of 1943, as amended. The System was established by the State to provide retirement, survivor and disability benefits to the State's government employees. The System is a qualified pension trust fund under section 401(a) of the Internal Revenue Code. By statute, employees of the following employers are also covered by this plan: American Legion, American Veterans, Disabled American Veterans, Mackinac Island State Park, Marine Corps League, Michigan Bar Association, Military Order of the Purple Heart, Commission for Independent Vendors, Third Circuit Court, Recorders Court and 36th District Court. Michigan judges and elected officials, legislators, National Guard and state police officers are covered by separate retirement plans.

The System's financial statements are included as a pension trust fund in the combined financial statements of the State.

The System is administered by the Office of Retirement Services, within the Michigan Department of Management and Budget. The Department Director appoints the Office Director who serves as Executive Secretary to the System's Board, with whom the general oversight of the System resides. The State Treasurer serves as the investment officer and custodian for the System.

MEMBERSHIP

At September 30, 2005 and 2004, the System's membership consisted of the following:

Retirees and beneficiaries currently receiving benefits:	**2005**	**2004***
Regular benefits	36,410	36,207
Survivor benefits	5,866	5,869
Disability benefits	3,525	3,543
Total	45,801	45,619
Current employees:		
Vested	30,974	30,246
Non-vested	2,796	4,503
Total	33,770	34,749
Inactive employees entitled to benefits and not yet receiving them	7,200	7,397
Total all members	86,771	87,765

*Restated based on more complete information provided by actuary.

Enrollment in the health plan is voluntary. The number of participants is as follows:

Health/Dental/Vision Plan	**2005**	**2004**
Eligible participants	45,801	45,619
Participants receiving benefits:		
Health	41,391	41,397
Dental	41,269	41,164
Vision	41,382	41,286

Notes to Basic Financial Statements (Continued)

At September 30, 2003, the System recognized 116 participants in the Defined Contribution (DC) Plan who elected to retire under the Early Out Retirement program. This program provided a .25% incentive for those DC members who qualified, which will be provided by the System. These 116 participants have not been included in the pension membership schedule on the previous page.

BENEFIT PROVISIONS

Introduction

Benefit provisions of the defined benefit pension plan are established by State statute, which may be amended. Public Act 240 of 1943, as amended, establishes eligibility and benefit provisions for the defined benefit pension plan. Retirement benefits are determined by final average compensation and years of service. Members are eligible to receive a monthly benefit when they meet certain age and service requirements. The System also provides duty disability, non-duty disability and survivor benefits.

A member who has separated from employment may request a refund of his or her member contribution account. The System is currently non-contributory. A refund may cancel a former member's rights to future benefits. However, former members who return to employment and who previously received a refund of their contributions may reinstate their service through repayment of the refund upon satisfaction of certain requirements.

Effective March 31, 1997, Public Act 487 of 1996 closed the plan to new entrants. All new employees become members of the defined contribution plan. The Public Act allows returning employees and members who left State employment on or before March 31, 1997, to elect the defined benefit plan instead of the defined contribution plan.

Regular Retirement

The retirement benefit is based on a member's years of credited service (employment) and final average compensation. The normal benefit equals 1.5% of a member's final average compensation multiplied by the years and partial year of credited service and is payable monthly over the member's lifetime.

Final average compensation is the average of a member's monthly pay during 36 consecutive months of credited service. The 36 consecutive month period producing the highest monthly average is used. For most members, this is the last three years of employment.

A member may retire and receive a monthly benefit after attaining:

1. age 60 with 10 or more years of credited service; or
2. age 55 with 30 or more years of credited service; or
3. age 55 with at least 15 but less than 30 years of credited service. The benefit allowance is permanently reduced 0.5% for each month from the member's age on the effective date of retirement to the date the member will attain age 60.

Employees in covered positions are eligible for supplemental benefits and may retire after attaining:

1. age 51 with 25 or more years in a covered position; or
2. age 56 with 10 or more years in a covered position.

In either case, the three years immediately preceding retirement must have been in a covered position. Employees in covered positions are responsible for the custody and supervision of inmates.

Employees of closing Department of Community Health facilities are eligible for retirement under one of the following conditions:

1. age 51 with 25 years of service, the last 5 of which were rendered in the closing facility;
2. age 56 with 10 years of service, the last 5 of which were rendered in the closing facility; or
3. 25 years of service at the closing facility regardless of age.

Notes to Basic Financial Statements (Continued)

Employees of the State Accident Fund, Michigan Biologic Products, or Liquor Control Commission who were terminated as the result of privatization may retire if the member's age and length of service was equal to or greater than 70 on the date of transfer or termination.

Conservation Officers (CO) with a hire date on or before April 1, 1991, are eligible to retire after 25 years of service, 20 of which must have been rendered as a CO. COs hired after April 1, 1991, and before March 31, 1997, must have 23 years of service as a CO to be eligible for a full retirement with only 25 years of service. In either case, 2 years immediately preceding retirement must be as a CO.

Deferred Retirement

Any member with 10 or more years of credited service who terminates employment but has not reached the age of retirement is a deferred member and is entitled to receive a monthly pension upon reaching age 60, provided the member's accumulated contributions have not been refunded. Deferred retirement is available after 5 years of service for State employees occupying unclassified positions in the executive and legislative branches and certain Department of Community Health employees subject to reduction in force lay-offs by reason of deinstitutionalization.

Non-Duty Disability Benefit

A member with 10 or more years of credited service who becomes totally and permanently disabled not due to performing duties as a State employee is eligible for a non-duty disability pension. The non-duty disability benefit is computed in the same manner as an age and service allowance based upon service and salary at the time of disability.

Duty Disability Benefit

A member who becomes totally and permanently disabled from performing duties as a State employee as a direct result of State employment and who has not met the age and service requirement for a regular pension, is eligible for a duty disability pension. Public Act 109 of 2004 amended the State Employees' Retirement Act to change the calculation of the pension benefit and increase the minimum annual payment. If the member is under age 60, the duty disability allowance is now a minimum of $6,000 payable annually. At age 60 the benefit is recomputed under service retirement.

Survivor Benefit

Upon the death of a member who was vested, the surviving spouse shall receive a benefit calculated as if the member had retired the day before the date of death and selected a survivor pension. Certain designated beneficiaries can be named to receive a survivor benefit. Public Act 109 of 2004 amended the State Employees' Retirement Act to change the calculation of Duty Death benefits and redefines eligibility for deceased member's survivors. The new minimum duty-related death benefit has been increased to $6,000.

Pension Payment Options

When applying for retirement, an employee may name a person other than his or her spouse as a beneficiary if the spouse waives this right. If a beneficiary is named, the employee must choose whether the beneficiary will receive 100%, 75% or 50% of the retiree's pension benefit after the retiree's death. The decision is irrevocable. A description of the options follows.

<u>Regular Pension</u> — The pension benefit is computed with no beneficiary rights. If the retiree made contributions while an employee and has not received the total accumulated contributions before death, a refund of the balance of the contributions is made to the beneficiary of record. If the retiree did not make any contributions, there will not be payments to beneficiaries.

<u>100% Survivor Pension</u> — Under this option, after the retiree's death, the beneficiary will receive 100% of the pension for the remainder of the beneficiary's lifetime. If this option is elected, the normal retirement benefit is reduced by a factor based upon the ages of the retiree and of the beneficiary. If the beneficiary predeceases the retiree, the pension "pops-up" to the regular pension amount; another beneficiary cannot be named.

Notes to Basic Financial Statements (Continued)

75% Survivor Pension - Under this option, after the retiree's death, the beneficiary will receive 75% of the pension for the remainder of the beneficiary's lifetime. If this option is elected, the normal retirement benefit is reduced by a factor based upon the ages of the retiree and of the beneficiary. If the beneficiary predeceases the retiree, the pension "pops-up" to the regular pension amount; another beneficiary cannot be named.

50% Survivor Pension — Under this option, after the retiree's death, the beneficiary will receive 50% of the pension for the remainder of the beneficiary's lifetime. If this option is elected, the normal retirement benefit is reduced by a factor based upon the ages of the retiree and of the beneficiary. The reduction factor is lower than the factor used in the 100% or 75% option previously described. If the beneficiary predeceases the retiree, the pension "pops-up" to the regular pension amount; another beneficiary cannot be named.

Equated Pension — An equated pension may be chosen by any member under age 65 except a disability retiree and an early supplemental retiree. Equated pensions provide an additional amount until age 65 and may be combined with Regular, 100%, 75% or 50% option. At age 65 the monthly amount is permanently reduced. The initial and reduced amounts are based on an estimate of social security benefits at age 65, provided by the Social Security Administration Office. In order to calculate this benefit, members choosing this option must provide ORS with an estimate from the Social Security Administration Office. The actual amount received from social security may vary from the estimate.

Post Retirement Adjustments

One-time upward benefit adjustments were made in 1972, 1974, 1976, 1977 and 1987. Beginning October 1, 1988, a 3% non-compounding increase, up to a maximum of $25 monthly, is paid each October to recipients who have been retired 12 full months. Beginning in 1983, eligible benefit recipients share in a distribution of investment income earned in excess of 8% annually. This distribution is known as the supplemental payment. The supplemental payment is offset by one year's cumulative increases received after the implementation of the annual 3% increase in benefits. These adjustment payments were not issued during fiscal years 1991 through 1994. Members who retired on or after October 1, 1987, are not eligible for the supplemental payment.

Contributions

Member Contributions — Members currently participate in the System on a noncontributory basis. Under certain circumstances, members may contribute to the System for the purchase of creditable service, such as military service or maternity leave, or a universal buy-in. If a member terminates the System employment before a retirement benefit is payable, the member's contribution and interest on deposit may be refunded. If the member dies before being vested, the member's contribution and interest are refunded to the designated beneficiaries.

Employer Contributions — The statute requires the employer to contribute to finance the benefits of plan members. These employer contributions are determined annually by the System's actuary and are based upon level-percent-of-payroll funding principles so the contribution rates do not have to increase over time.

Transfers to Defined Contribution Plan

During fiscal year 1998, the Michigan State Employees' Retirement Act provided members an opportunity to transfer to the Defined Contribution Plan. This was a one-time opportunity and the decision is irrevocable. The transfer must have been completed by September 30, 1998. With the passage of the legislation permitting the transfer, the System also became a closed system. All new employees are members of the Defined Contribution Plan.

Other Postemployment Benefits

Under the Michigan State Employees' Retirement Act, all retirees have the option of receiving health, prescription, dental, and vision coverage. The employer funds health benefits on a pay-as-you-go basis. Retirees with this coverage contribute 5%, 10%, and 10% of the monthly premium amount for the health (including prescription coverage), dental and vision coverage, respectively. The employer's payroll contribution rate to provide this benefit was 11.40% and 13.05% for fiscal years 2005 and 2004, respectively.

Notes to Basic Financial Statements (Continued)

Retirees are provided with life insurance coverage equal to 25% of the active life insurance coverage, $1,000 for spouse and $1,000 for each dependent under age 23. Premiums are fully paid by the State.

Early Out Retirement

In February 2002, former Governor John Engler proposed an early out retirement for qualified State employees. Approximately 2,850 State Employees retired by the end of the fiscal year 2002 and an additional 5,160 State employees retired in fiscal year 2003 under this program. Among those members who qualify are Tier 1 (defined benefit) participants and those former members who made an election under section 50 of Public Act 240 of 1943, as amended, to terminate membership in Tier 1 and transfer to become a qualified participant in Tier 2 (defined contribution). Upon their retirement, qualified Tier 2 participants shall receive a retirement allowance equal to the member's number of years of service and fraction of a year of credited service multiplied by .25% of his or her final compensation. For purposes of this section, such individuals shall be considered members of Tier 1 for the limited purpose of receiving a retirement allowance calculated under this section and paid by the System. This allowance will be paid from employer contributions to the System.

Banked Leave Time

Public Act 33 of 2004 amended the State Employees' Retirement Act to include Banked Leave Time (BLT) for members. BLT is an extension of the State's current annual leave program, which banks a predetermined number of hours per pay period. However, the BLT program will not have an effect on a member's Final Average Compensation calculation.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting and Presentation

The System's financial statements are prepared using the accrual basis of accounting. Contributions from the State are recognized as revenue when due and payable. Benefits and refunds are recognized when due and payable in accordance with the terms of the System.

Reserves

Public Act 240 of 1943, as amended, created the employees' savings reserve, pension reserve, employer's accumulation reserve, income account and expense account, and health insurance reserve. The financial transactions of the System are recorded in these accounts as required by Public Act 240 of 1943, as amended.

<u>Reserve for Employee Contributions</u> — Members no longer contribute to this fund except to purchase eligible service credit or repay previously refunded contributions. This fund represents active member contributions and interest less amounts transferred to the Pension Reserve for regular and disability retirement, amounts refunded to terminated members and unclaimed amounts transferred to the income account. At September 30, 2005, and 2004, the balance in this account was $209.6 million and $185.8 million, respectively.

<u>Reserve for Employer Contributions</u> — All employer contributions are credited to this reserve. Interest from the income account is credited annually. Amounts are transferred annually from this reserve to the Pension Reserve to fund that reserve. At September 30, 2005, and 2004, the balance in this account was $1.6 billion and $1.4 billion, respectively.

<u>Reserve for Retired Benefit Payments</u> — This represents the reserves for payment of future retirement benefits to current retirees. At retirement, a member's accumulated contributions plus interest are transferred into this reserve from the Employee Savings Reserve. Monthly benefits, which are paid to the retiree, reduce the reserve. At the end of each fiscal year, an amount determined by an annual actuarial valuation is transferred from the Employer's Accumulation Reserve to this reserve to bring the reserve into balance with the actuarial present value of retirement allowances. At September 30, 2005, and 2004, the balance in this account was $6.9 billion for both fiscal years.

Notes to Basic Financial Statements (Continued)

Reserve for Undistributed Investment Income — The income account is credited with all investment earnings. Interest is transferred annually to the reserves. Administrative expenses are paid from the expense account. The legislature appropriates the funds necessary to defray and cover the administrative expenses of the System. At September 30, 2005, and 2004, the net balance of these accounts was $1,428.5 million and $931.2 million, respectively.

Reserve for Health Related Benefits — This fund is credited with employee and employer contributions for retirees' health (including prescription coverage), dental, and vision benefits. Interest is allocated based on the beginning balance of the fund. Premiums for health, dental, and vision benefits are paid from this fund. At September 30, 2005, and 2004, the unrestricted balance in this reserve was $14.9 million and $0.0 million, respectively.

Section 204 of Public Act 431 of 1984, as amended, provides management the ability to administer selected risk management related programs for insurance or related services. In fiscal year 2005, the Reserve for Health Related Benefits revenues exceeded expenses by $12.2 million. Whereas in fiscal year 2004, the Reserve's expenses exceeded revenues by $11.4 million, and as a result, excess premiums collected by the State Sponsored Group Insurance Fund, which bears the risk of such losses, returned sufficient revenue to make the Reserve whole.

Health Advance Funding SubAccount — This funding subaccount was created by Public Act 93 of 2002 as a means to begin pre-funding, on an actuarial basis, health benefits for participants in the System. Any amounts received in the Health Advance Funding SubAccount (HAFS) and accumulated earnings on those amounts shall not be expended until the actuarial accrued liability for health benefits is at least 100% funded. However, the System may transfer an amount from the HAFS to the employer's accumulation fund (reserve for employer contributions) under certain conditions described in the enabling legislation. At September 30, 2005, and 2004, the balance of this subaccount was $33.9 million for both fiscal years.

Reporting Entity

The System is a pension trust fund of the State. As such, the System is considered part of the State and is included in the State's Comprehensive Annual Financial Report as a pension trust fund. The System and its Board are not financially accountable for any other entities or other organizations. Accordingly, the System is the only entity included in this financial report.

Benefit Protection

Public Act 100 of 2002 was passed by the Michigan Legislature to protect pension benefits of public employees from alienation (being transferred). Alienation is attachment, garnishment, levy, execution, bankruptcy or other legal process except for divorce orders or eligible domestic relation orders. The statutes governing the System contained an "anti-alienation" clause to provide for this protection; however, many smaller public pension systems did not have the benefit of this protection. Therefore, Public Act 100 of 2002 was passed to establish legal protection of pension assets that encompasses all public employees.

Fair Value of Investments

Plan investments are reported at fair value. Securities traded on a national or international exchange are valued at the last reported sales price at current exchange rates. Corporate bonds not traded on a national or international exchange are based on equivalent values of comparable securities with similar yield and risk. Real estate debt is valued on the basis of future principal and interest payments, and is discounted at prevailing interest rates for similar instruments. The fair value of real estate investments is based on independent appraisals. Other investments not having an established market are recorded at estimated fair value.

Notes to Basic Financial Statements (Continued)

Investment Income

Dividend and interest income are recognized on the accrual basis. Fair value changes are recorded as investment income or loss. Purchases and sales of investments are recorded as of the trade date (the date upon which the transaction is initiated), except for purchase and sale of mortgages, real estate, and alternative investments, which are recorded as of the settlement date (the date upon which the transaction is ultimately completed). The effect of recording such transactions as of the settlement date does not materially affect the financial statements.

Cost of Administering the System

Each year a restricted general fund appropriation is requested to fund the on-going business operations of the System. These administrative costs are ultimately funded by the System through the regular transfer of funds from the System to the general fund based on either a direct cost or allocation basis depending on the nature of the expense. Costs of administering the System are not financed by investment income or contributions to the System.

Property and Equipment

Office space is leased from the State on a year-to-year basis. Office equipment is capitalized if the value exceeds $5,000. These assets are recorded at cost and are reported net of depreciation in the Statement of Pension and Postemployment Healthcare Plan Net Assets. Such assets are depreciated on a straight-line basis over 10 years. As of September 30 1998, all capitalized equipment was fully depreciated. No additional equipment has been capitalized for the System since that date.

Related Party Transactions

Leases and services — The System leases operating space and purchases certain administrative, data processing, legal and investment services from the State. The space and services are not otherwise available by competitive bid. The following summarizes costs incurred by the System for such services.

	2005	2004
Building Rentals	$ 88,325	$ 116,194
Technological Support	1,044,403	1,338,956
Attorney General	270,554	253,266
Investment Services	1,949,445	1,790,222
Personnel Services	1,490,449	1,364,420

Commitment and Contingency – The State has signed a contract with a vendor for technological support through 2005. As of September 30, 2005, the System's portion of this commitment is approximately $1.5 million.

Cash — On September 30, 2005, and 2004, the System had $21.5 million and $37.3 million, respectively in a common cash investment pool maintained for various State operating funds. The participating funds in the common cash pool earn interest at various rates depending upon prevailing short-term interest rates. Earnings from these activities amounted to $.3 million for the years ended September 30, 2005, and 2004.

Excess Benefits

Internal Revenue Service (IRS) Code Section 415 requires that, for individuals who receive retirement benefits in excess of established limits, these benefits be recorded and reported outside of the pension plan in order to keep the qualified status of the plan. This includes coordination of benefit issues whereby a retiree participates in more than one qualified plan. In fiscal year 2005, the System provided excess benefits to one retiree.

Reclassification of Prior Year Amounts

Certain prior year amounts have been reclassified to conform with the current year presentation.

Notes to Basic Financial Statements (Continued)

NOTE 3 - CONTRIBUTIONS

Members currently participate in the System on a non-contributory basis. Under certain circumstances, members may contribute to the System for the purchase of creditable service such as military service or maternity leave. Effective August 1, 1998, the retirement act was amended to permit a "universal buy-in." With a universal buy-in, a member may elect to purchase no more than 5 years of service credit (less other service credit purchased). The State is required by Public Act 240 of 1943, as amended, to contribute amounts necessary to finance the benefits of its employees. Contribution provisions are specified by State statute and may be amended only by action of the State Legislature.

Periodic employer contributions to the System are determined on an actuarial basis using the entry age normal actuarial cost method. Under this method, the actuarial present value of the projected benefits of each individual included in the actuarial valuation is allocated on a level basis over the service of the individual between entry age and assumed exit age. The portion of this cost allocated to the current valuation year is called the normal cost. The remainder is called the actuarial accrued liability. Normal cost is funded on a current basis. The unfunded (overfunded) actuarial accrued liability is amortized over a 32-year period for the 2004 fiscal year and a 31-year period for the 2005 fiscal year. Actual employer contributions for retirement benefits were $256.4 million and $103.9 million for fiscal years 2005 and 2004, respectively, representing 5.5% of annual covered payroll for the year ended September 30, 2004. The fiscal year 2005 annual covered payroll is not yet available. During fiscal year 2005, no transfers were made from the Health Advance Funding SubAccount. In the 2004 fiscal year, pursuant to Public Act 93 of 2002, a transfer was made from the Health Advance Funding SubAccount within the Health Plan in the amount of $24.4 million. The transfer would effectively bring the Pension Plan contributions to $128.3 million at September 30, 2004. This Act created the Defined Contribution Plan for State employees hired after March 31, 1997. Required employer contributions for pensions included:

1. $152.1 million and $152.2 million for fiscal years 2005 and 2004, respectively, for the normal cost of pensions representing 8.1% (before reconciliation) of annual covered payroll for fiscal year 2004.
2. $156.1 million and $110.4 million for fiscal years 2005 and 2004, respectively, for amortization of overfunded actuarial accrued liability representing 5.8% (before reconciliation) of annual covered payroll for fiscal year 2004.

The System is required to reconcile with actuarial requirements annually. Any funding excess or deficiency is smoothed over 5 years. One fifth (20%) of the funding excess or deficiency is included in the subsequent years' contribution, and is not recognized as a payable or receivable in the accounting records.

In March 2001, the Internal Revenue Service issued a private letter ruling allowing the System's members to purchase service credit and repay refunds using tax-deferred (pre-tax) dollars. The program was implemented and payments began in fiscal year 2002.

The program allows members to purchase service credit and repay refunds on a tax-deferred basis. Members sign an irrevocable agreement that identifies the contract duration, monthly payment, total contract amount and years of service credit being purchased. The duration of the contract can range from 1 to 20 years. The amounts are withheld from the members' paycheck and are treated as employer pick-up contributions pursuant to Internal Revenue Code Section 414(h). At September 30, 2005, and September 30, 2004 there were 7,302 and 6,804 agreements, respectively. Agreement amounts that will not be collected within 12 months are discounted using the assumed actuarial rate of return of 8%. The average length remaining of a contract was approximately 15 and 16 years for 2005 and 2004. The short-term receivable was $13.6 million and the discounted long-term receivable was $74.4 million at September 30, 2005. At September 30, 2004, the short-term receivable was $13.0 million and the discounted long-term receivable was $74.1 million.

Notes to Basic Financial Statements (Continued)

NOTE 4 – INVESTMENTS

Investment Authority

Under Public Act 380 of 1965, as amended, the authority for the purchase and the sale of investments resides with the State Treasurer. Investments are made subject to the Michigan Public Pension Investment Act, Public Act 314 of 1965, as amended. The Michigan Public Pension Investment Act authorizes, with certain restrictions, the investment of pension fund assets in stocks, corporate and government bonds and notes, mortgages, real estate, and certain short-term and alternative investments. Investments must be made for the exclusive purposes of providing benefits to active members, retired members and beneficiaries, and for defraying the expenses of investing the assets.

Under Public Act 314 of 1965, as amended, the State Treasurer may invest up to 5.0% of the System's assets in small businesses having more than one-half of its assets or employees in Michigan as described in section 20(a) of the Act and up to 20.0% of the System's assets in investments not otherwise qualified under the Act as described in section 20(d). Alternative investments include limited partnerships and distributions from these partnerships in the form of bonds, preferred stock, common stock, and direct investments.

Derivatives

The State Treasurer employs the use of derivatives in the investment of the pension trust funds.

Derivatives are used in managing pension trust fund portfolios, but uses do not include speculation or leveraging of investments. Less than 12.0% of the total pension trust fund's portfolio has been invested from time to time in futures contracts, collateralized mortgages and swap agreements. State investment statutes limit total derivative exposure to 15.0% of a fund's total asset value, and restrict uses to replication of returns and hedging of assets. Swap agreements represent the largest category of derivatives used, and they represented 10.3% of market value of total System's pooled assets on September 30, 2005 and 10.0% of market value of total System's pooled assets on September 30, 2004. Futures contracts represent the second largest category of derivatives used, and they represented 0.3% of market value of total System's pooled assets on September 30, 2005, and 0.3% of market value of total System's pooled assets on September 30, 2004.

To enhance management flexibility, the State Treasurer has purchased futures contracts tied to S&P indices. The futures contracts are combined with short-term investments to replicate the return of the S&P indices. The value of these synthetic equity structures is a combination of the value of the futures contract and the value of the dedicated short-term investments.

To diversify the pension trust fund's portfolio, the State Treasurer has entered into swap agreements with investment grade counterparties, which are tied to stock market indices in the United States and twenty-two foreign countries. The notional amounts of the swap agreements at September 30, 2005, and 2004, were $784.5 million and $844.8 million, respectively. Approximately one half of the notional amount tied to foreign stock market indices is hedged against foreign currency fluctuations. The swap agreements provide that the System will pay quarterly, over the term of the swap agreements, interest indexed to the three month London Inter Bank Offer Rate (LIBOR), adjusted for an interest rate spread, on the notional amount stated in the agreements. At the maturity of the swap agreements, the pension fund will either receive the increase in the value of the equity indices from the level at the inception of the agreements, or pay the decrease in the value of the indices. Swap agreement maturity dates range from October 2005 to September 2008. U.S. domestic LIBOR based floating rate notes were purchased in the open market to correspond with the notional amount of the swap agreements. The State Treasurer maintains custody and control of these notes.

The value of these synthetic equity structures is a combination of the value of the swap agreements and the value of the notes. The book value represents the cost of the notes. The current value represents the current value of the notes and the change in value of the underlying indices from the inception of the swap agreements. The current value is used as a representation of the fair value based on the intention to hold all swap agreements until maturity. Since the inception of the international equity investment program, over $206.9 million of gains on equity exposure and excess interest received have been realized on matured swap agreements.

Notes to Basic Financial Statements (Continued)

The unrealized gain of $248.5 million at September 30, 2005, primarily reflects the increase in international stock indices and changes in currency exchange rates. The combined swap structure realizes gains and losses on a rolling three-year basis.

The respective September 30, 2005, and 2004 swap values are as follows:

	Notional Value	Current Value
9/30/2005 (dollars in millions)	$ 784.5	$ 1,031.5
9/30/2004 (dollars in millions)	844.8	936.9

The amounts shown above reflect both the total International Equity Pool swap exposure, and the smaller swap exposure to the S&P Small Cap Index Pool.

Securities Lending

State statutes allow the System to participate in securities lending transactions, and the System has, by way of Security Lending Authorization Agreement, authorized the agent bank to lend the System's securities to broker-dealers and banks pursuant to a form of loan agreement.

During the fiscal year, the agent bank lent, at the direction of the System, the System's securities and received cash (United States and foreign currency), securities issued or guaranteed by the United States government, sovereign debt rated A or better, convertible bonds and irrevocable bank letters of credit as collateral. The agent bank does not have the ability to pledge or sell collateral securities delivered absent a borrower default. Borrowers are required to deliver collateral for each loan equal to (i) in case of loaned securities denominated in United States dollars or whose primary trading market is located in the United States or sovereign debt issued by foreign governments, 102% of the market value of the loaned securities; and (ii) in the case of loaned securities not denominated in United States dollars or whose primary trading market is not located in the United States, 105% of the market value of the loaned securities.

The System did not impose any restrictions during the fiscal year on the amount of the loans that the agent bank made on its behalf and the agent bank indemnified the System by agreeing to purchase replacement securities, or return cash collateral in the event borrower failed to return the loaned security or pay distributions thereon. There were no such failures by any borrowers during the fiscal year. Moreover, there were no losses during the fiscal year resulting from a default of the borrowers or the agent bank.

During the fiscal year, the System and the borrowers maintained the right to terminate all securities lending transactions on demand. The cash collateral received on each loan was invested in a collective investment pool. As of September 30, 2005, such Trust had an average maturity of 45 days and an average weighted maturity of 404 days. Because the loans were terminable at will, their duration did not generally match the duration of the investments made with cash collateral. On September 30, 2005, the System had no credit risk exposure to borrowers. The cash and non-cash collateral held for securities on loan for the System as of September 30, 2005, were $566,872,723 and $20,135,436, respectively. The carrying amount, which is the fair market value, of securities on loan for the System as of September 30, 2005, was $573,103,281.

Gross income from security lending for the fiscal year was $14,504,416. Expenses associated with this income were the borrower's rebate of $13,445,597 and fees paid to the agent of $264,643.

Risk

In accordance with GASB Statement No. 40, investments require certain disclosures regarding policies and practices, and the risks associated with them. The credit risk, (including custodial credit risk and concentration of credit risk), the interest rate risk, and the foreign currency risk are discussed in the following paragraphs. Amounts represent the pro rata share of the underlying investments as required by GASB 40. These are held in internal investment pools and reported as such in the financial statements.

Notes to Basic Financial Statements (Continued)

Credit Risk - Credit risk is the risk that an issuer will not fulfill its obligations.

- Short-Term Fixed Income Investments - Prime commercial paper investments must be rated A-1 or P-1 at the time of purchase as rated by the two major rating services Standard and Poor's Corporation (S&P); and Moody's Investor Service (Moody's), respectively. Borrowers must have at least $400.0 million in commercial paper outstanding, and the State Treasurer may not invest in more than 10.0% of the borrowers outstanding debt. The investments are further limited to $200.0 million in any borrower, unless the borrower has a A-1+ rating, in which case the investment is not to exceed $300.0 million.

- Long-Term Fixed Income Investments - All long-term fixed income investments, that are rated, must be investment grade at time of purchase. Investment grade is defined in P.A. 314 of 1965, as amended: as investments in the top four major grades, rated by two national rating services. The State Treasurer's policy is to use S&P (AAA, AA, A, BBB); and Moody's (Aaa, Aa, A, Baa).

Rated Debt Investments
(in thousands)
September 30, 2005

Investment Type	Fair Value	Rating S&P	Fair Value	Moody's
Short Term	$ 432,631	A-1	$ 473,955	P-1
	19,621	A-2	19,621	P-2
	95,392	NR	54,068	NR
Government Securities				
U.S. Agencies- Sponsored	490,632	AAA	490,632	Aaa
Corporate Bonds & Notes				
	132,422	AAA	132,422	Aaa
	180,370	AA	214,461	Aa
	318,778	A	279,620	A
	74,526	BBB	93,899	Baa
	60,020	BB	26,533	Ba
	12,139	NR	31,320	NR
International *				
	163,613	AAA	163,613	Aaa
	187,420	AA	320,606	Aa
	391,930	A	253,037	A
	19,028	BB	19,028	Ba
			5,707	NR
Equity*	10,375	AA	20,749	Aa
	10,374	A	0	
Total	$ $2,599,271		$ $2,599,271	

NR - not rated

* International and Equity Investment types consist of domestic floating rate note used as part of a Swap strategy

Notes to Basic Financial Statements (Continued)

Custodial Credit Risk – Custodial credit risk for investments is the risk that, in the event of a failure of the counterparty, the State will not be able to recover the value of the investment or collateral securities that are in the possession of an outside party.

- Investment securities are exposed to custodial credit risk if the securities are uninsured, are not registered in the name of the government and are held by either:
- The counterparty or
- The counterparty's trust department or agent but not in the government name.

The State Treasurer does not have a policy for custodial risk. However, the State's custodial bank had a credit rating of AA at September 30, 2005. As of September 30, 2005, and 2004, the government securities with a market value of $9,795 thousand and $9,918 thousand, respectively, were exposed to custodial credit risk. These securities were held by the counterparty not in the name of the System.

Concentration of Credit Risk – Concentration of credit risk is the risk of loss attributed to the magnitude of a government's investment in a single issuer.

Other than obligations issued, assumed or guaranteed by the United States, its agencies or United States government sponsored enterprises, the System is prohibited by P.A. 314 of 1965, as amended, from investing in more than 5.0% of the outstanding obligations of any one issuer or investing more than 5.0% of a system's assets in the obligations of any one issuer.

At September 30, 2005, and 2004, there were no investments in any single issuer that accounted for more than 5.0% of the System's assets nor were there any investments totaling more than 5.0% of the obligations of any one issuer, other than U.S. Government Securities as described above.

Interest Rate Risk – Fixed Income Investments – Interest rate risk is the risk that changes in interest rates of debt investments will adversely affect the fair value of an investment.

The State Treasurer's policy states that cash equivalents are invested in short-term fixed income securities with an average weighted maturity of less than one year to provide liquidity and safety of principal from capital market and default risk. At September 30, 2005, and 2004, the fair value of the System's prime commercial paper was $547,645 thousand and $588,645 thousand with the weighted average maturity of 38 days and 41 days, respectively.

The State Treasurer does not have a policy regarding interest rate risk for long-term debt investments. However, the pension funds are invested with a long-term strategy. The goal is to balance higher returns while accepting minimum risk for the return. Analyzing the yield curve on individual securities as compared to U.S. Treasuries determines, in part, what is an acceptable risk for the return. Therefore, market conditions such as lower interest rates result in shorter duration and higher interest rates result in longer duration.

Notes to Basic Financial Statements (Continued)

Debt Securities
(in thousands)
For the Years Ended September 30, 2005 and 2004

	2005		2004**
	Fair Value	Effective Duration in years	Fair Value
Government			
U. S. Treasury	$ 78,199	4.3	$ 91,259
U. S. Agencies - Backed	222,688	5.3	200,124
U. S. Agencies - Sponsored	490,632	2.5	391,660
Corporate	778,255	4.1	794,042
International*			
U. S. Agencies - Sponsored	9,506	0.1	10,268
Corporate	752,485	0.2	812,103
Equities*	20,749	0.2	20,753
Total	$ 2,352,514		$ 2,320,209

*International and Equities contain Domestic Government and Corporate Securities as a part of their derivative strategies. The interest rates reset on a quarterly basis for these securities.

**Effective duration ratings are not available for fiscal year 2004.

Foreign Currency Risk – Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of an investment or deposit.

The System invests in various securities denominated in foreign currencies. These investments are limited to 20% of the total assets of the System with an additional limit of 5% of the outstanding foreign securities of any single issuer. No investment is allowed in a country that has been identified by the United States State Department as engaging in or sponsoring terrorism. These limits are set forth in P.A. 314 of 1965, as amended. The types of foreign securities include equities, fixed income, mutual funds, and limited partnerships. At September 30, 2005, and 2004, the total amount of foreign investment subject to foreign currency risk were $435,877 thousand and $321,128 thousand which amounted to 4.3% and 3.4% of total investments of the System, respectively.

Notes to Basic Financial Statements (Continued)

Foreign Currency Risk
(in thousands)
September 30, 2005

Region	Country	Currency	Alt. Invest. Market Value in U.S. $	Equity Market Value in U.S. $	International Equities Market Value in U.S. $	International Derivatives Market Value in U.S. $*
AMERICA						
	Mexico	Peso		$ 51,339		
EUROPE						
	European Union	Euro	$ 64,603		$ 12,927	$ 32,107
	Switzerland	Franc		6,418		4,912
	Sweden	Krona			83	2,850
	Denmark	Krone			302	1,769
	Norway	Krone			338	1,705
	U.K.	Sterling	5,686	34,484	7,920	17,905
PACIFIC						
	Australia	Dollar			84	8,004
	Hong Kong	Dollar			1,159	2,148
	Japan	Yen	1,648		854	24,401
	New Zealand	Dollar				353
	Singapore	Dollar				1,200
	South Korea	Won				4,696
VARIOUS						
	Mutual Funds	Various			145,982	
	Total		$ 71,937	$ 92,241	$ 169,649	$ 102,050

*Note: International derivatives market value exposure to foreign currency risk is the net amount of unrealized gains and unrealized losses. Maturity dates on these investments range from October 2005 through September 2008 with an average maturity of 1.5 years. For more information on derivatives see Note 4.

Notes to Basic Financial Statements (Continued)

Foreign Currency Risk
(in thousands)
September 30, 2004

Region	Country	Currency	Alt. Invest. Market Value in U.S. $	Equity Market Value in U.S. $	International Equity Market Value in U.S. $	International Derivatives Market Value in U.S. $*
AMERICA						
	Mexico	Peso		$ 24,803		
EUROPE						
	European Union	Euro	$ 67,994		$ 11,140	$ 20,020
	Switzerland	Franc		3,986		2,516
	Sweden	Krona			76	2,493
	Denmark	Krone			404	821
	Norway	Krone			237	676
	U.K.	Sterling	5,970	65,963	7,088	12,907
PACIFIC						
	Australia	Dollar			91	5,127
	Hong Kong	Dollar			1,059	1,070
	Japan	Yen	1,207		793	10,390
	New Zealand	Dollar				338
	Singapore	Dollar				1,156
	South Korea	Won				1,570
VARIOUS						
	Mutual Funds	Various			71,233	
	Total		$ 75,171	$ 94,752	$ 92,121	$ 59,084

*Note: International derivatives market value exposure to foreign currency risk is the net amount of unrealized gains and unrealized losses. Maturity dates on these investments range from October 2004 through September 2007 with an average maturity of 1.5 years. For more information on derivatives see Note 4.

NOTE 5 - ACCOUNTING CHANGES

In fiscal year 2005, the State implemented Governmental Accounting Standards Board (GASB) Statement No. 40, *Deposit and Investment Risk Disclosures* (an amendment of GASB No. 3), which modifies and expands disclosure requirements for deposits and investments. The new requirements are effective for fiscal periods beginning after June 15, 2004. Information within this financial report is presented on a comparative basis.

The GASB has issued Statement No. 44, *Economic Condition Reporting: the Statistical Section*, which provides guidance on the tables and narrative explanations in the statistical section. The requirements of this statement are effective for fiscal periods beginning after June 15, 2005.

The GASB has issued Statement No. 43, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*, which establishes uniform standards of financial reporting by state and local governmental entities for other post-employment benefit plans (OPEB plans). The requirements of this statement are effective one year prior to the effective date of the related Statement (GASB Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions)* for the employer or the largest employer in the plan. Because the State of Michigan is a phase 1 government (those with total annual revenues of $100 million or more), the System is required to implement this statement in financial statements for periods beginning after December 15, 2005.

Notes to Basic Financial Statements (Continued)

NOTE 6 - COMMITMENTS AND CONTINGENCIES

Under the Administrative Procedures Act, members may appeal a decision made by the Board. Once the administrative procedure has been exhausted, the decision may be appealed in Michigan's court system. Various cases that have exhausted the administrative procedures have been appealed in the court system. These cases are in the normal course of business and the System does not anticipate any material loss as a result of the contingent liabilities.

Required Supplementary Information

Schedule of Funding Progress

Expressing the net assets available for benefits as a percentage of the actuarial accrued liability provides one indication of the System's funding status. Analysis of this percentage over time indicates whether the System is becoming financially stronger or weaker. Generally, the greater this percentage, the stronger the System. Trends in unfunded actuarial accrued liability and annual covered payroll are both affected by inflation. Expressing the unfunded or overfunded actuarial accrued liability as a percentage of annual covered payroll approximately adjusts for the effects of inflation and aids analysis of progress made in accumulating sufficient assets to pay benefits when due. Generally, the smaller this percentage, the stronger the System.

Retirement Benefits ($ in millions)

Valuation Date Sept 30	Actuarial Value of Assets (a)	Actuarial Accrued Liability[1] (AAL) Entry Age (b)	Unfunded (Overfunded) Accrued Liability (UAAL) (b-a)	Funded Ratio AAL (a/b)	Covered Payroll (c)	UAAL as a % of Covered Payroll ((b-a)/c)
1995	$ 6,090	$ 6,861	$ 771	88.8 %	$ 2,431	31.7 %
1996	6,678	7,147	469	93.4	2,515	18.7
1997	7,516	8,213	697	91.5	2,273	30.7
1997 [2]	8,834	8,101	(733)	109.0	2,273	(32.2)
1998	9,109	8,374	(735)	108.8	2,108	(34.9)
1998 [2]	9,109	8,497	(612)	107.2	2,108	(29.0)
1999	9,648	9,029	(619)	106.9	2,214	(28.0)
2000	10,337	9,474	(863)	109.1	2,254	(38.3)
2001	10,633	9,878	(755)	107.6	2,231	(33.8)
2002	10,616	10,753	137	98.7	2,133	6.4
2003	10,441	11,761	1,320	88.8	1,860	71.0
2004 [3]	10,149	12,004	1,855	84.5	1,889	98.2

(1) Based on entry age normal actuarial method.

(2) Revised actuarial assumptions and revised asset valuation method.

(3) Revised actuarial assumptions.

Required Supplementary Information (Continued)

Schedule of Employer Contributions

Fiscal Year Ended Sept. 30	Actuarial Required Contribution (ARC)	Actual Contribution	Percentage Contributed
1996	$ 262,458,665	$ 285,766,953	108.9 %
1997	244,102,003	288,366,799	118.1
1998	126,396,181	145,734,677	115.3
1999	111,415,984	121,119,857	108.7
2000	120,906,261	121,817,366	100.8
2001	102,989,963	112,299,808	109.0
2002	111,551,549	87,486,128 [1]	78.4
2003	184,214,419	79,291,845	43.0 [2]
2004	262,546,900	103,873,294 [3]	39.6
2005	308,208,544	256,433,052	83.2

[1] Employer contributions for fiscal year 2002 were transferred at year-end into the Health Advance Funding SubAccount established under Public Act 93 of 2002. PA 93 states in part that, "For each fiscal year that begins on or after October 1, 2001, if the actuarial valuation prepared … demonstrates that as of the beginning of the fiscal year, and after all credits and transfers required by this act for the previous fiscal year have been made … the annual level percent of payroll contribution rate … may be deposited into the Health Advance Funding SubAccount…" Pursuant to this legislation, a transfer was made into the subaccount in the amount of $87.5 million. The transfer would effectively bring the contribution percentage to 0.0% for the fiscal year ended September 30, 2002.

[2] The ARC and percentage contributed are due to the $87.5 million transfer in fiscal year 2002 and an additional transfer of $17.4 million into the Health Advance Funding SubAccount in fiscal year 2003.

[3] In fiscal year 2004, $24.4 million was transferred from the Health Advance Funding SubAccount to the Pension Plan at the request of the State Budget Director and with the approval of the legislature. The purpose of this transfer was to reduce the contribution rates charged to State agencies for fiscal year 2003-2004 to help bring the general fund budget back into balance.

Notes to Required Supplementary Information

NOTE A - DESCRIPTION

Ten year historical trend information designed to provide information about the System's progress made in accumulating sufficient assets to pay benefits when due is presented in the preceding schedules. Other ten year historical trend information related to the System is presented in the Statistical and Actuarial Sections of the report. This information is presented to enable the reader to assess the progress made by the System in accumulating sufficient assets to pay pension benefits as they become due.

The comparability of trend information is affected by changes in actuarial assumptions, benefit provisions, actuarial funding methods, accounting policies, and other changes. Those changes usually affect trends in contribution requirements and in ratios that use the pension benefit obligation as a factor.

The Schedule of Funding Progress and Schedule of Employer Contributions are reported as historical trend information. The Schedule of Funding Progress is presented to measure the progress being made to accumulate sufficient assets to pay benefits when due. The Schedule of Employer Contributions is presented to show the responsibility of the Employer in meeting the actuarial requirements to maintain the System on a sound financial basis.

NOTE B - SUMMARY OF ACTUARIAL ASSUMPTIONS

The information presented in the required supplementary schedules was determined as part of the actuarial valuations at the dates indicated. Additional information as of the latest actuarial valuation follows:

Valuation Date	9/30/2004
Actuarial Cost Method	Entry Age, Normal
Amortization Method	Level Percent of Payroll, Closed
Remaining Amortization Period	32 years
Asset Valuation Method	5-Year Smoothed Market
Actuarial Assumptions:	
Inflation Rate	3.5%
Investment Rate of Return	8%
Projected Salary Increases	3.5-14.4%
Cost-of-Living Adjustments	3% Annual Non-Compounded with Maximum Annual Increase of $300 for those eligible

Supporting Schedules

Comparative Summary of Pension Plan Administrative Expenses For the Years Ended September 30, 2005 and 2004

	2005	2004
Personnel Services:		
Staff Salaries	$ 1,036,638	$ 961,284
Retirement and Social Security	275,384	225,593
Other Fringe Benefits	178,427	177,542
Total	1,490,449	1,364,419
Professional Services:		
Accounting	238,421	162,338
Actuarial	97,000	97,000
Attorney General	270,554	253,266
Audit	20,480	35,952
Consulting	69,585	75,510
Medical	263,243	265,917
Total	959,283	889,983
Building and Equipment:		
Building Rentals	88,325	116,194
Equipment Purchase, Maintenance and Rentals	12,445	6,199
Total	100,770	122,393
Miscellaneous:		
Travel and Board Meetings	2,658	2,894
Office Supplies	13,714	14,130
Postage, Telephone, and Other	607,128	516,469
Printing	79,580	67,189
Technological Support	1,044,403	1,338,956
Total	1,747,483	1,939,638
Total Administrative Expenses	$ 4,297,985	$ 4,316,433

Supporting Schedules (Continued)

Schedule of Investment Expenses

	2005	2004
Real Estate Operating Expenses	$ 152,515	$ 70,151
Securities Lending Expenses	13,710,240	5,348,636
Other Investment Expenses*	13,165,031	15,195,862
Total Investment Expenses	$ 27,027,786	$ 20,614,649

* See Investment Section for fees paid to investment professionals

Schedule of Payments to Consultants

	2005	2004
Independent Auditors	$ 20,480	$ 35,952
Consulting	69,585	75,510
Medical	263,243	265,917
Attorney General	270,554	253,266
Accounting	238,421	162,338
Actuary	97,000	97,000
Total Payment to Consultants	$ 959,283	$ 889,983

Supporting Schedules (Continued)

Detail of Changes in Plan Net Assets (Pension and Postemployment Healthcare Benefits)
For the Year Ended September 30, 2005

	Employee Contributions	Employer Contributions	Retired Benefit Payments	Undistributed Investment Income	Health Related Benefits*	Total
Additions:						
Contributions:						
Member contributions	$ 30,395,040				$ 10,701,614	$ 41,096,654
Employer contributions		$ 256,433,052			324,305,023	580,738,075
Total Contributions	30,395,040	256,433,052	-	-	335,006,637	621,834,729
Investment income (loss):						
Investment income (loss)				$ 1,181,213,139		1,181,213,139
Interest income					2,712,374	2,712,374
Investment expenses:						
Real estate operating expenses				(152,515)		(152,515)
Other investment expenses				(13,165,031)		(13,165,031)
Securities lending activities:						
Securities lending income				14,504,416		14,504,416
Securities lending expenses				(13,710,240)		(13,710,240)
Net investment income(loss)	-	-	-	1,168,689,769	2,712,374	1,171,402,143
Transfer from pension/health benefit plans		-				-
Transfer from other systems	119,594					119,594
Miscellaneous income				2,575		2,575
Total additions	30,514,634	256,433,052	-	1,168,692,344	337,719,011	1,793,359,041
Deductions:						
Benefits paid to plan members and beneficiaries:						
Retirement benefits			$ 746,673,263			746,673,263
Health benefits					295,431,830	295,431,830
Dental/vision benefits					27,402,308	27,402,308
Refunds of member contributions	63,782	227,810				291,592
Transfer to pension/health benefit plans					-	-
Transfers to other systems	15,051					15,051
Administrative expenses				4,297,985		4,297,985
Total deductions	78,833	227,810	746,673,263	4,297,985	322,834,138	1,074,112,029
Net Increase (Decrease)	30,435,801	256,205,242	(746,673,263)	1,164,394,359	14,884,873	719,247,012
Other Changes in Net Assets:						
Interest allocation	2,202,532	552,270,949	112,647,000	(667,120,481)		-
Transfers upon retirement	(8,792,826)		8,792,826			-
Transfers of employer shares		(600,004,606)	600,004,606			-
Total other changes in net assets	(6,590,294)	(47,733,657)	721,444,432	(667,120,481)	-	-
Net Increase (Decrease) After Other Changes	23,845,507	208,471,585	(25,228,831)	497,273,878	14,884,873	719,247,012
Net Assets (Liabilities) Held in Trust for Pension and Health Benefits:						
Beginning of Year	185,773,730	1,408,087,494	6,903,386,861	931,215,439	33,904,675	9,462,368,199
End of Year	$ 209,619,237	$ 1,616,559,079	$ 6,878,158,030	$ 1,428,489,317	$ 48,789,548	$ 10,181,615,211

*Includes Health Advance Funding SubAccount

Supporting Schedules (Continued)

Detail of Changes in Plan Net Assets (Pension and Postemployment Healthcare Benefits)
For the Year Ended September 30, 2004

	Employee Contributions	Employer Contributions	Retired Benefit Payments	Undistributed Investment Income	Health Related Benefits*	Total
Additions:						
Contributions:						
Member contributions	$ 37,682,883				$ 9,723,230	$ 47,406,113
Employer contributions		$ 103,873,294			357,554,699	461,427,993
Total Contributions	37,682,883	103,873,294	-	-	367,277,929	508,834,106
Investment income (loss):						
Investment income (loss)				$ 1,088,355,189		1,088,355,189
Interest income					3,380,735	3,380,735
Investment expenses:						
Real estate operating expenses				(70,151)		(70,151)
Other investment expenses				(15,195,862)		(15,195,862)
Securities lending activities:						
Securities lending income				6,017,148		6,017,148
Securities lending expenses				(5,348,636)		(5,348,636)
Net investment income(loss)	-	-	-	1,073,757,688	3,380,735	1,077,138,423
Transfer from pension/health benefit plans		24,363,516				24,363,516
Transfer from other systems	25,926					25,926
Miscellaneous income				2,284		2,284
Total additions	37,708,809	128,236,810	-	1,073,759,972	370,658,664	1,610,364,255
Deductions:						
Benefits paid to plan members and beneficiaries:						
Retirement benefits			$ 731,009,109			731,009,109
Health benefits					327,143,997	327,143,997
Dental/vision benefits					27,505,668	27,505,668
Refunds of member contributions	72,838	90,580				163,418
Transfer to pension/health benefit plans					24,363,516	24,363,516
Transfers to other systems	19,708					19,708
Administrative expenses				4,316,433		4,316,433
Total deductions	92,546	90,580	731,009,109	4,316,433	379,013,181	1,114,521,849
Net Increase (Decrease)	37,616,263	128,146,230	(731,009,109)	1,069,443,539	(8,354,517)	495,842,406
Other Changes in Net Assets:						
Interest allocation	1,580,303	417,845,366	242,039,298	(661,464,967)		-
Transfers upon retirement	(5,894,269)		5,894,269			-
Transfers of employer shares		(2,163,395,324)	2,163,395,324			-
Total other changes in net assets	(4,313,966)	(1,745,549,958)	2,411,328,891	(661,464,967)	-	-
Net Increase (Decrease) After Other Changes	33,302,297	(1,617,403,728)	1,680,319,782	407,978,572	(8,354,517)	495,842,406
Net Assets (Liabilities) Held in Trust for Pension and Health Benefits:						
Beginning of Year	152,471,433	3,025,491,222	5,223,067,079	523,236,867	42,259,192	8,966,525,793
End of Year	$ 185,773,730	$ 1,408,087,494	$ 6,903,386,861	$ 931,215,439	$ 33,904,675	$ 9,462,368,199

*Includes Health Advance Funding SubAccount

INVESTMENT SECTION

Prepared by Michigan Department of Treasury, Bureau of Investments
Jaqueline M. Johnson, CFA, Director

INVESTMENT SECTION

Report on Investment Activity

INTRODUCTION

The State Treasurer reports the investment activity quarterly to the Investment Advisory Committee (Committee), which reviews the investments, goals, and objectives of the retirement funds and may submit recommendations regarding them to the State Treasurer. The Investment Advisory Committee may also, by a majority vote, direct the State Treasurer to dispose of any holdings that, in the Committee's judgment, are not suitable for the funds involved, and may, by unanimous vote, direct the State Treasurer to make specific investments.

The Investment Advisory Committee was created by Act 380 of the Public Acts of 1965. The three public members of the five-member committee are appointed by the Governor with the advice and consent of the Senate for three-year terms. The Director of the Department of Labor and Economic Growth and the Director of the Department of Management and Budget are ex-officio members. In fiscal 2005, members of the Committee were as follows: David G. Sowerby, CFA (public member), Robert E. Swaney, CFA (public member), Marina v.N. Whitman (public member), David Hollister (ex-officio member), and Lisa Webb Sharpe (ex-officio member). The public members serve without pay, but may be paid actual and necessary travel and other expenses.

INVESTMENT POLICY & GOALS

Investment policy states that the fiduciary will operate within standard investment practices of the prudent person and in accordance with Public Employee Retirement System Investment Act 314 of 1965. The fiduciary is authorized to invest in government obligations, corporate debt obligations, various short-term debt obligations, corporate (domestic and international) stocks, venture capital interests, mutual funds, real estate interests, and other investments subject to specific parameters. Above all, pension fund assets are to be invested for the exclusive benefit of the members of the System.

The System's Proxy Voting Policy sets forth directives on the following issues: Boards of Directors, corporate governance, social issues, corporate restructurings and defenses. All proxies are reviewed and voted in accordance with the System's policy.

The primary function of the System is to provide retirement, survivor and disability benefits to its members. The State Treasurer is the sole investment fiduciary and custodian of the System's investments pursuant to State law. The primary investment objective is to maximize the rate of return on the total investment portfolio, consistent with a high degree of prudence and sufficient diversity to eliminate inordinate risks and to meet the actuarial assumption for the investment rate of return, at a reasonable cost achieved by cultivating a motivated team of dedicated professionals. The goals of the System are:

1. Achieve the optimal rate of return possible within prudent levels of risk.
2. Maintain sufficient liquidity to pay benefits.
3. Diversify assets to preserve capital and avoid large losses.
4. Meet or exceed the actuarial assumption over the long term.
5. Perform in the top half of the public plan universe over the long term.
6. Exceed individual asset class benchmarks over the long term.
7. Operate in a cost-effective manner relative to peers.

The strategy for achieving these goals is carried out by investing the assets of the System according to a five-year asset allocation model. The System currently has seven different asset classes, which provides for a well-diversified portfolio.

Report on Investment Activity (Continued)

Asset Allocation
(Excludes Collateral on Loaned Securities)

Investment Category	As of 9/30/05 Actual %		Five-Year Target %
Domestic Equity - Active	33.1%		34.0%
Large Cap Value Pool		15.5%	
Large Cap Growth Pool		15.9%	
Mid Cap Pools		0.9%	
Small Cap Pools		0.8%	
Domestic Equity - Passive	15.8%		14.0%
S&P 500 Index Pool		13.4%	
S&P MidCap Index Pool		2.1%	
S&P Small Cap Index Pool		0.3%	
International Equity Pool	11.8%		10.0%
International Equity Pool - Passive		11.2%	
International Equity Pool - Active		0.6%	
Alternative Investments Pool	11.1%		13.0%
Real Estate Pool	8.5%		11.0%
Fixed Income	16.0%		15.0%
Government Bond Pool		8.0%	
Corporate Bond Pool		8.0%	
Short Term Investment Pool	3.7%		3.0%
TOTAL	**100.0%**		**100.0%**

INVESTMENT AUTHORITY

Pursuant to State Law (Section 91 of Act No. 380 of the Public Acts of 1965, as amended), the State Treasurer, State of Michigan, is the investment fiduciary for the following four State sponsored retirement systems: Michigan Public School Employees' Retirement System, Michigan State Employees' Retirement System, Michigan State Police Retirement System, and Michigan Judges' Retirement System.

Act No. 314 of the Public Acts of 1965, as amended, authorizes the investment of assets of public employee retirement systems or plans created and established by the State or any political subdivision.

INVESTMENT RESULTS

Total Portfolio Results

For the fiscal year ended September 30, 2005, the total System's rate of return was 12.8% as compiled by State Street Analytics. Annualized rates of return for the three-year period ending September 30, 2005, were 13.3%; for the five-year period were 2.9%; and for the ten-year period were 9.0%.

Returns were calculated using a time-weighted rate of return in accordance with standards of the CFA Institute, unless a modification is described in the discussion of the reported return.

Report on Investment Activity (Continued)

These results were driven by double-digit returns from every major asset class except fixed income. Equity performance was a mirrored reflection of the previous year. Stocks started the year on a very strong note, reflecting the solid economy and low inflation. As the year drew to a close, several factors caused equity markets to level off. The U.S. Gulf Coast was wracked by Hurricanes Katrina and Rita that hindered oil and gas production. This sent energy prices soaring and inflation climbing. Interest rates were again volatile throughout the year. Alternative Investments continued to reap the benefits of a series of investments that were made in prior years. Real Estate gains reflected a favorable environment to also realize double-digit gains. Bonds experienced a relatively volatile year as the markets struggled with rising short-term rates countered by strong demand for long-term bonds. As a result, bonds turned in low single-digit gains for the year. Conversely, returns for the short-term pool improved throughout the year, benefiting from rising short-term rates.

For the fiscal year, the Dow Jones Industrial Average provided a total return of 7.2%, while the broader S&P 500 returned 12.3%. The Lehman Brothers U.S. Government/Credit Bond Index appreciated 2.6%.

The U.S. economy grew at a rate of 3.0% in fiscal year 2005 as measured by real gross domestic product. The first half of the period was stronger while the second half was buffeted by soaring energy prices and the devastation caused by twin hurricanes in the Gulf States. Corporate earnings remained robust, led by record earnings for energy companies. Inflation, as measured by the consumer price index, increased a relatively tame 3.2% in spite of higher energy prices.

The Federal Reserve continued its “measured pace” of monetary tightening in spite of economic disruptions caused by the hurricanes and with no apparent intention of stopping. It raised the Fed Funds rate by 0.25% at each of its eight Federal Open Market Committee meetings during the fiscal year. This resulted in a Fed Funds rate of 3.75% by the end of fiscal 2005, up two full percentage points from the prior year.

The System remains well diversified, both across and within asset classes, and positioned to benefit from moderate economic growth and rising interest rates.

Large Cap Value Pool

The primary objective of the pool of large company value stocks is to generate a rate of return from investment in common stocks and equity equivalents that exceeds that of the S&P Barra Value Index.

The pool invests in equities and equity-related securities primarily of U.S. companies with market capitalization generally greater than $5 billion that are significantly under-priced as measured by price-to-earnings and/or price-to-book value ratios and below fair value as determined by quantitative and qualitative models. The focus is on companies with a strong presence in depressed categories, experienced management and conservative accounting practices. At times a portion of the pool may be invested in fixed-income short-term securities with maturities of less than one year.

The pool invests in equities and equity related securities that are listed on U.S. national securities exchanges, including American Depository Receipts (ADRs). It may also invest in stocks that are traded over-the-counter. The pool diversifies its investments by allocating its equities into ten sectors, and monitors the weightings and performance of these sectors relative to that of the S&P Barra Value Index.

Report on Investment Activity (Continued)

The following summarizes the sector weightings of the pool as of September 30, 2005:

Finance	40.6 %
Consumer Discretionary	9.8
Energy	9.7
Industrials	8.6
Utilities	8.4
Technology	7.2
Health Care	7.0
Short Term Investments	3.7
Materials	3.0
Other	1.8
Consumer Staples	0.2
Total	**100.0** %

The System's Large Cap Value pool achieved a total rate of return of 12.7% for fiscal 2005. This compared with 13.8% for the S&P 500 Barra Value Index.

At the close of fiscal year 2005, the Large Cap Value pool represented 15.5% of total investments. This compares to 16.8% for fiscal year 2004. The following summarizes the System's 19.8% ownership share of the Large Cap Value pool at September 30, 2005:

Large Cap Value Pool
(in thousands)

Short Term Pooled investments	$ 55,743
Equities	1,506,455
Settlement Principal Payable	(12,778)
Settlement Proceeds Receivable	6,690
Accrued dividends	1,219
Total	**$ 1,557,329**

Large Cap Growth Pool

The primary investment objective is to generate a rate of return from investment in common stocks and equity equivalents that exceeds that of the S & P Barra Growth Index.

The pool invests in equities and equity-related securities primarily of U.S. companies with market capitalization generally greater than $5 billion whose earnings growth rates are expected to exceed the growth rate of the S & P 500 Index and are priced at or below fair value as determined by quantitative and qualitative models. The focus is on companies with a strong presence in categories anticipated to be fast growing, with high rates of unit sales growth and seasoned management. At times a portion of the pool may be invested in fixed-income short-term securities with maturities of less than one year.

The pool invests in equities and equity related securities that are listed on U.S. national securities exchanges, including American Depository Receipts (ADRs). It may also invest in stocks that are traded over-the-counter. The pool diversifies its investments by allocating its equities into ten sectors, and monitors the weightings and performance of these sectors relative to that of the S & P Barra Growth Index.

Report on Investment Activity (Continued)

The following summarizes the sector weightings of various sectors in the pool as of September 30, 2005:

Technology	25.6 %
Health Care	16.9
Consumer Staples	14.5
Industrials	14.1
Energy	9.7
Consumer Discretionary	9.3
Financials	4.0
Short Term Investments	1.8
Utilities	1.5
Other	1.4
Materials	1.2
Total	**100.0** %

The Large Cap Growth pool's total rate of return was 8.5% for the fiscal year versus 10.7% for the S&P 500 Barra Growth Index.

At the close of fiscal year 2005, the Large Cap Growth pool represented 15.9% of total investments. This compares to 15.6% for fiscal year 2004. The following summarizes the System's 19.9% ownership share of the Large Cap Growth pool at September 30, 2005:

Large Cap Growth Pool
(in thousands)

Short Term Pooled investments	$ 33,758
Equities	1,567,042
Settlement Principal Payable	(5,904)
Settlement Proceeds Receivable	3,267
Accrued dividends	1,759
Total	**$ 1,599,922**

Mid Cap Pools

Four Mid Cap managers were selected in fiscal year 2005, and they began managing money for the System beginning May 2, 2005. They were funded from short-term investments out of the Large Cap Value and Large Cap Growth pools. Their investment objective is to generate a rate of return from investment in common stocks and equivalents that exceeds that of the S&P 400 MidCap Index.

The System invests in the Artisan Midcap, the Cramer Rosenthal McGlynn Midcap, the Los Angeles Capital Midcap Plus, and the Wellington Management Midcap pools.

The Mid Cap pools combined rate of return from inception to fiscal year end was 11.6%.

At the close of fiscal year 2005, the Mid Cap pools represented 0.9% of total investments. The following summarizes the System's ownership share and composition of the four Mid Cap pools at September 30, 2005:

Mid Cap Pools
(in thousands)

	Artisan Midcap	Cramer Rosenthal McGlynn	Los Angeles Capital Midcap	Wellington Management Midcap
Total Equities	$ 16,469	$ 27,032	$ 16,698	$ 27,807
Ownership Percentage	20.0%	20.0%	19.9%	19.9%

Report on Investment Activity (Continued)

Small Cap Pools

The System invests in the Delaware and Putnam small cap growth pools. These are investment positions with the small company growth managers at Delaware Investment Advisors (Delaware) and Putnam Investments (Putnam). The primary investment objective of the small cap growth pools is to generate a rate of return from investment in common stocks and equivalents that exceeds that of the Russell 2000 Growth Index.

The System's Small Cap Growth pool invested with Delaware achieved a total rate of return of 11.7% for fiscal 2005, while Putnam's total rate of return was 22.6%, resulting in a combined return of 15.2%. The Russell 2000 Growth Index total return was 18.0%.

Three Small Cap Value managers were selected at the beginning of the fiscal year to manage money for the System beginning October 1, 2004. They were funded from short-term investments out of the Large Cap Value pool. The primary investment objective of the small cap value pools is to generate a rate of return from investment in common stocks and equivalents that exceeds the Russell 2000 Value Index.

The System invests in the Putnam, Northpointe, and Fisher small cap value pools. These are investment positions with the small company value managers at Putnam Investments (Putnam), Northpointe Capital (Northpointe) and Fisher Investments, Inc. (Fisher).

The System's Small Cap Value pool invested with Putnam achieved a total rate of return of 18.3% for fiscal 2005, Northpointe's total rate of return was 20.8% and Fisher's total rate of return was 18.1%, resulting in a combined return of 19.1%. This compared favorably with the Russell 2000 Value Index total return of 17.8%.

At the close of fiscal year 2005, the five Small Cap pools represented 0.8% of total investments. The following summarizes the System's ownership share and composition of the five pools at September 30, 2005:

Small Cap Pools
(in thousands)

	Delaware Growth	Putnam Growth	Putnam Value	Northpointe Value	Fisher Value
Total Equities	$31,369	$15,885	$11,662	$11,908	$11,630
Ownership Percentage	20.9%	21.0%	19.8%	19.8%	19.8%

S&P 500 Index Pool

The objective of the enhanced S&P 500 Index pool is to closely match the return performance of its benchmark, the S&P 500 Index, and to use low risk strategies to offset transaction costs and add to performance when possible. The pool generally holds all 500 stocks that make up the Standard & Poor's 500 Index in proportion to their weighting in the index. The following summarizes the sector weightings of the pool as of September 30, 2005:

Financials	20.1 %
Information Technology	15.3
Health Care	13.3
Industrials	11.1
Consumer Discretionary	10.7
Energy	10.3
Consumer Staples	9.6
Utilities	3.6
Telecomm. Services	3.1
Materials	2.9
Total	**100.0 %**

Report on Investment Activity (Continued)

The S&P 500 Index pool return for the fiscal year was 12.3% versus the benchmark's 12.3%.

At the close of fiscal year 2005, the S&P 500 Index pool represented 13.4% of total investments. This compares to 13.9% for fiscal year 2004. The following summarizes the System's 19.6% ownership share of the S&P 500 Index pool at September 30, 2005:

S&P 500 Index Pool
(in thousands)

Short Term Pooled investments	$	33,422
Equities		1,316,078
Hedge Contracts		61
Settlement Principal Payable		(618)
Accrued dividends		1,465
Total	**$**	**1,350,408**

S&P MidCap Pool

The objective of the S&P MidCap Index pool is to closely match the return performance of its benchmark, the S&P MidCap, and use low risk strategies to offset transaction costs and add to performance when possible. The pool invests in equities of mid-size firms.

The S&P MidCap Index pool return for the fiscal year was 22.3% versus its benchmark's 22.2%.

At the close of fiscal year 2005, the S&P MidCap Index pool represented 2.1% of total investments. This compares to 1.9% for fiscal year 2004. The following summarizes the System's 21.0% ownership share of the S&P MidCap Index pool at September 30, 2005:

S&P MidCap Pool
(in thousands)

Short Term Pooled investments	$	10,530
Equities		199,908
Hedge Contracts		32
Accrued dividends		116
Total	**$**	**210,586**

S&P Small Cap Index Pool

The objective of the S&P Small Cap Index pool is to match the return of its benchmark, the S&P 600 Small Cap Index. The S&P Small Cap Index pool return for the fiscal year was 21.2% versus the benchmark's 21.2%.

The pool achieves exposure to small cap equity returns primarily by investing in a combination of fixed income notes and equity swap agreements tied to the S&P 600 index. The total notional amount of the S&P 600 swap agreements is invested in dedicated fixed income notes. Interest from the dedicated notes is exchanged for S&P 600 stock returns. Use of swap agreements for a core position began in 2002, and an S&P 600 Exchange Traded Fund was added to this pool in 2004 to enhance management flexibility.

At the close of fiscal year 2005, the S&P Small Cap Index pool represented 0.3% of total investments. This compares to 0.3% for fiscal year 2004.

Report on Investment Activity (Continued)

The following summarizes the System's 20.8% ownership share of the S&P Small Cap Index pool at September 30, 2005:

S&P Small Cap Index Pool
(in thousands)

Short Term Pooled investments	$	224
Equities		4,875
Debt Securities		20,749
Hedge Contracts		3,921
Accrued dividends		46
Total	**$**	**29,815**

International Equities Pool - Passive

The objective of the International Equities Pool – Passive is to match the return performance of the S&P/Citigroup Broad Market Index (BMI) Europe and Pacific Composite (EPAC) adjusted for net dividends. Fifty percent of the benchmark is hedged to the U.S. Dollar and the other half is impacted by foreign currency exchange rate changes. The total passive international return was 27.3% in the fiscal year compared to the Citigroup BMI-EPAC return of 29.4%. The passive international return was 22.8% for three years compared to the benchmark's return of 23.3% over the same period.

Core passive exposure to international equity returns is achieved primarily by investing in a combination of fixed income notes and equity swap agreements on foreign stock indices in developed markets. Interest on the dedicated notes is exchanged for international stock returns, and the total notional amount of the swap agreements is invested in the approximate proportions of the S&P/Citigroup Broad Market Index (BMI) Europe and Pacific Composite (EPAC) country weightings in related indices. Use of swap agreements for a core position began in 1993, an American Depository Receipts (ADR) and index-related security portfolio was added in June of 1999 to increase management flexibility, and a country fund portfolio was added in September of 2002 to improve exposure to the smallest companies in the BMI index.

The combination of fixed income LIBOR notes and equity swap agreements was valued at $1,006.8 million on September 30, 2005. That valuation included a net unrealized gain of $244.8 million on equity index exposures and an unrealized loss of $0.3 million on LIBOR note investments held. The combined swap agreement and LIBOR portfolio structure continues to perform like a stock index fund that realizes all gains and losses on a rolling three-year basis. During fiscal year 2005, $55.1 million of gains on equity exposures were realized, $16.2 million of interest in excess of obligations on completed swaps were recognized, and $108 thousand of gains on LIBOR notes were realized.

At the close of fiscal year 2005, the International Equities – Passive pool represented 11.2% of total investments. This compares to 10.9% for fiscal year 2004. The following summarizes the System's 19.0% ownership share of the International Equities Pool – Passive at September 30, 2005:

International Equities Pool - Passive
(in thousands)

Short Term Pooled investments	$	4,002
Equities		110,000
Debt Securities		761,990
Hedge Contracts		242,528
Accrued dividends and interest		4,096
Total	**$**	**1,122,616**

Report on Investment Activity (Continued)

International Equities Pool – Active

The primary investment objective is to generate a rate of return from investment in common stocks and equivalents that exceeds the S&P Citigroup Broad Market Index (BMI) World Ex-United States. All of the benchmark is impacted by foreign currency exchange rate changes.

The System invests in the Alliance International Large Cap Growth and Value pools. The pools represent equity investments managed by international value and growth managers at Alliance Capital. The pool is composed of 49.8% Large Cap Growth and 50.2% Large Cap Value.

The System's pool invested with Alliance Large Cap Growth achieved a total rated of return of 13.3% since the fund's inception on May 2, 2005, while Alliance Large Cap Value achieved a total rate of return of 16.1%, resulting in a combined return of 14.7%. This compared favorably with the S&P Citigroup Broad Market Index (BMI) World Ex-United States total return of 13.9%.

At the close of fiscal year 2005, the International Equities – Active pool represented 0.6% of total investments. The following summarizes the System's 19.6% ownership share and composition of the pool at September 30, 2005:

International Equities Pools – Active
(in thousands)

	Alliance
Total Equities	$ 59,649

Alternative Investments Pool

The Alternative Investments pool objective is to meet or exceed the S&P 500 Index plus 300 basis points for all private equity pools over long time periods.

Alternative Investments are investments in the private equity market, primarily through limited partnerships. The following summarizes weightings of the pool as of September 30, 2005:

Buyout Funds	59.7 %
Venture Capital Funds	16.4
Special Situation Funds	11.4
Fund of Funds and Hedge Funds	7.8
Mezzanine Funds	3.7
Short Term Investments	1.0
Total	**100.0 %**

The Alternative Investments pool had a return of 21.8% for the fiscal year ended September 30, 2005, as compiled by State Street Analytics versus the S&P 500 Index plus 300 basis points of 15.4%.

Credit Suisse Asset Management (CSAM) manages the stock distributions of the Alternative Investments. The CSAM pool return for the fiscal year ending September 30, 2005 was –9.0%.

At the close of fiscal year 2005, the Alternative Investments pool represented 11.0% of total investments and Credit Suisse Asset Management pool represented 0.1% of total investments. This compares to 12.8% for Alternative and 0.1% for CSAM for fiscal year 2004.

Report on Investment Activity (Continued)

The following summarizes the System's ownership share and composition of the Alternative Investments pool and the Credit Suisse Asset Management pool at September 30, 2005:

Alternative Investments Pool
(in thousands)

	Alternative	CSAM
Short Term Pooled Investments	$ 11,780	$ 219
Settlement Proceeds Recivable	-	61
Equities	1,102,223	4,970
Total	**$ 1,114,003**	**$ 5,250**
Ownership Percentage	19.1%	19.1%

Real Estate Pool

The Real Estate pool seeks favorable risk-adjusted returns through rental income and appreciation of real estate investments. Real estate investments are typically held through various legal investment entities, such as limited partnerships or limited liability companies, established for the specific purpose of owning, leasing, managing, financing, or developing real estate and real estate related investments. Independent third parties regularly value the real estate investments to establish current market values.

The Real Estate pool may invest in each of the following four quadrants of the real estate capital markets:

- Private equity markets - An ownership interest in stabilized real estate assets, which may also include development and redevelopment of real estate.
- Public equity markets - Securities of publicly traded equity real estate companies whose primary purpose is to own, lease, manage, and develop real estate.
- Private debt markets - Mortgage loans secured by real estate.
- Public debt markets - Publicly traded commercial mortgage-backed securities market.

The Real Estate pool diversifies its holdings by:

- Geographic region - The pool is broadly diversified geographically across the country. Emphasis is placed upon U.S. real estate investments, but may also include foreign real estate investments. Foreign investments are currently less than one percent of the total equity value of the pool, and are not expected to exceed ten percent of the total equity value of the pool.
- Property (size and value) - The pool diversifies its holdings so that it is not concentrated in a few large real estate assets.
- Property type - The pool is diversified by type of property and by class of property.

Major property types as of September 30, 2005:

Description	Percent
Multi-family apartments	33.5 %
Commercial office buildings	22.1
Retail shopping centers	13.0
Hotels	11.1
For sale housing, land, self-storage, and senior living	10.5
Industrial warehouse buildings	7.4
Short Term Investments	2.4
Total	**100.0 %**

Report on Investment Activity (Continued)

The net total return for the fiscal year ending September 30, 2005, was 14.4%, as compiled by State Street Analytics. This compares to the benchmark return of 18.4%. The benchmark is the National Council of Real Estate Investment Fiduciaries Property Index (NPI) less 75 basis points. The adjustment to the NPI is made to approximate industry comparable returns due to the fact that the Real Estate pool's returns are calculated net of all overhead and management fees, while the NPI calculates returns on a gross property level basis before overhead and standard investment management fees. The benchmark does not include short-term investments, and the amount of purchase and sale activity during the fiscal year resulted in a high average short-term investment balance that dampened performance within the Real Estate pool.

At the close of fiscal year 2005, the Real Estate pool had a total net equity value of $856 million that represented 8.5% of total investments. This compares to 7.8% for fiscal year 2004. The following summarizes the System's 21.7% ownership share of the Real Estate pool at September 30, 2005:

Real Estate Pool
(in thousands)

Short Term Pooled investments	$ 20,650
Equities	835,493
Debt Securities	2
Total	**$ 856,145**

Government Bond Pool

The objectives are to maximize the rate of return consistent with sound portfolio management principles and to outperform the benchmark, Lehman Brothers Government Index.

The pool invests in a diversified portfolio of government bonds including, but not limited to, treasuries, agencies, and government sponsored enterprises. To achieve above average returns, the pool emphasizes those sectors exhibiting the best risk reward relationship relative to historical norms and the outlook for interest rates.

For the fiscal year ending September 30, 2005, the Government Bond Pool returned 3.4%, which compared favorably to the Lehman Brothers Government Index of 2.5%.

Rates continued to be volatile during the year. Ten-year treasuries started the year at 4.11%, rose to 4.64%, plunged to 3.89%, and ended at 4.33%. The yield curve continued to flatten with short and intermediate rates continuing to rise over the year while long rates declined marginally.

The following summarizes the security type breakdown of the pool as of September 30, 2005:

U.S. Agency	60.4 %
GNMA	21.7
U.S. Treasury	9.7
U.S. Guaranteed	6.3
Short Term Investments	1.9
Total	**100.0** %

Report on Investment Activity (Continued)

At the close of fiscal year 2005, the Government Bond pool represented 8.0% of total investments. This compares to 8.5% for fiscal year 2004. The following summarizes the System's 19.6% ownership share of the Government Bond pool at September 30, 2005:

Government Bond Pool
(in thousands)

Short Term Pooled investments	$ 8,803
Debt Securities	791,518
Accrued dividends	6,629
Total	**$ 806,950**

Corporate Bond Pool

The objectives are to maximize the rate of return consistent with sound portfolio management principles and to outperform the Lehman Brothers Credit Index.

The pool invests in a diversified portfolio of investment grade corporate issues. Such issues are rated in the top four categories by nationally recognized rating agencies. Non-rated bonds are acceptable if they are determined to be of comparable quality. To achieve above average returns, the pool emphasizes those sectors exhibiting the best risk reward relationship relative to historical norms and the outlook for interest rates.

For the fiscal year ending September 30, 2005, the Corporate Bond pool returned 2.1% compared to the Lehman Brothers Credit Index of 2.8%.

The pool's performance improved as the year progressed due to the continued rise in rates later in the year. The underperformance for the fiscal year reflected the strength of long rates early in the year declining from 4.9% in October 2004 to 4.19% in June before rising to 4.57% at year end.

The following summarizes the security type breakdown of the pool as of September 30, 2005:

Financials	39.9 %
Health Care	11.9
Consumer Discretionary	10.7
Industrials	9.4
Consumer Staples	7.3
Utilities	5.9
Materials	5.4
Other	4.0
Short Term Investments	3.3
Information Technology	2.2
Total	**100.0 %**

At the close of fiscal year 2005, the Corporate Bond pool represented 8.0% of total investments. This compares to 8.6% for fiscal year 2004. The following summarizes the System's 19.0% ownership share of the Corporate Bond pool at September 30, 2005:

Corporate Bond Pool
(in thousands)

Short Term Pooled investments	$ 19,406
Debt Securities	778,255
Settlement Principal Payable	(1,460)
Accrued dividends	8,964
Total	**$ 805,165**

Report on Investment Activity (Continued)

Short Term Investments Pool

The objective of the Short Term Investment pool is to closely match the return performance of its benchmark, the 30 day Treasury bill. The Short Term Investment pool return for the fiscal year was 2.4% versus the benchmark's 2.5%.

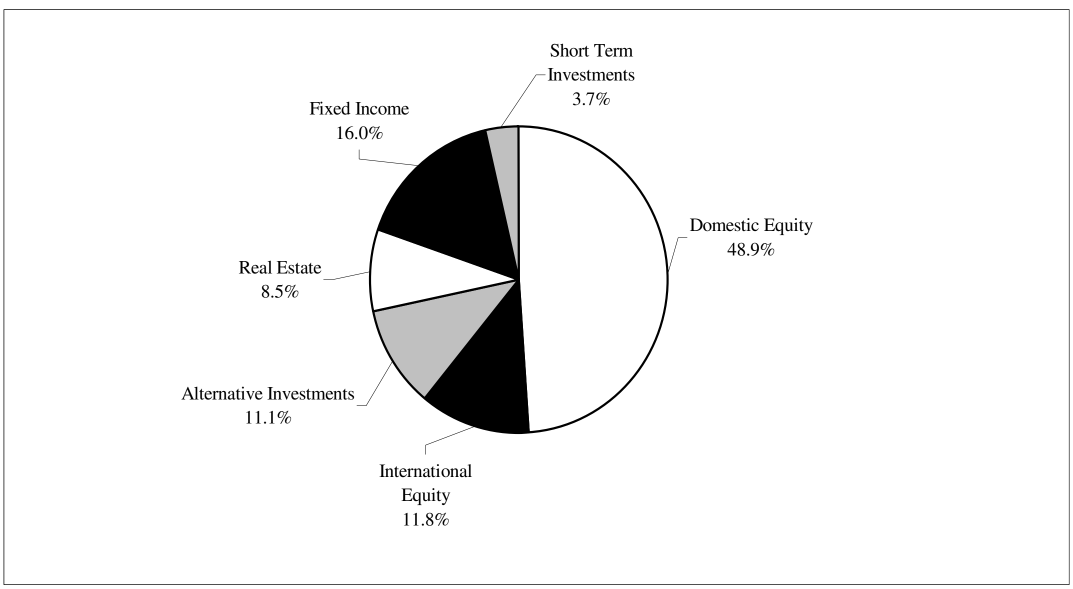
Potential areas of investment are:

- Obligations of the United States or its agencies.
- Banker's acceptances, commercial accounts, certificates of deposit or depository receipts.
- Repurchase agreements for the purchase of securities issued by the US government or its agencies.
- Commercial paper rated at the time of purchase within the two highest classifications established by not less than two national rating services as determined by the State Treasurer.

As of September 30, 2005, the Short Term Investment pool was 100% invested in commercial paper because of its advantages in yield and flexibility in maturities.

At the close of fiscal year 2005, the Short Term Investment pool represented 3.7% of total investments. This compares to 2.4% for fiscal year 2004. The System's ownership of the Short Term Investment Pool at September 30, 2005, was $370,571,193 composed of debt securities and equity in common cash.

Asset Allocation – Security Type Only



Investment Results for the Period Ending September 30, 2005

Investment Category	Current Year	Annualized Rate of Return * 3 Years	5 Years	10 Years
Total Portfolio	12.8 %	13.3 %	2.9 %	9.0 %
Total Domestic Equity	11.8	16.8	(0.4)	9.6
S&P 1500 Index	13.4	17.5	(0.5)	9.8
Large Cap Value Pool	12.7			
Large Cap Growth Pool	8.5			
Mid Cap Pools	11.6			
Small Cap Value Pool	19.1			
Small Cap Growth Pool	15.2			
S&P 500 Index Pool	12.3			
S&P MidCap Index Pool	22.3			
S&P Small Cap Index Pool	21.2			
International Equity Pool - Passive	27.3	22.8	2.6	7.7
S&P Citigroup BMI - EPAC - 50/50	29.4	23.3	2.8	7.3
International Equity Pool - Active	14.7			
Alternative Investments Pool	21.8	14.5	0.9	12.8
S&P 500 Index plus 300 Basis Points	15.4	19.9	2.0	13.0
Credit Suisse Asset Management (Stock Distributions)	(9.0)			
Real Estate Pool	14.4	9.6	9.3	10.4
NCREIF Property Index minus 75 Basis Points	18.4	12.3	10.2	10.9
Total Fixed Income	2.7	3.9	6.3	6.4
Lehman Brothers Government/Credit	2.6	4.1	6.9	6.6
Government Bond Pool	3.4			
Corporate Bond Pool	2.1			
Short Term Investment Pool	2.4	1.7	2.5	4.3
30 Day Treasury Bill	2.5	1.5	2.2	3.5

* Calculations used a time-weighted rate of return based on the market rate of return in accordance with the CFA Institute's Performance Presentation Standards.

Largest Assets Held

Largest Stock Holdings (By Market Value)*
September 30, 2005

Rank	Shares	Stocks	Market Value
1	2,718,874	Exxon Mobil Corporation	$ 172,757,242
2	4,424,832	General Electric Corporation	148,984,105
3	3,043,888	Citigroup Incorporated	138,557,760
4	4,595,816	Microsoft Corporation	118,250,354
5	4,039,914	Pfizer Incorporated	100,876,642
6	1,879,664	Bank of America Corporation	79,133,863
7	1,213,472	Johnson and Johnson	76,788,524
8	1,193,803	American International Group	73,968,050
9	2,550,601	Intel Corporation	62,872,310
10	840,584	Altria Group Incorporated	61,959,455

Largest Bond Holdings (By Market Value)*
September 30, 2005

Rank	Par Amount	Description	Market Value
1	$ 44,564,890	U.S. Treasury Strip 0% Coupon Due 11-15-2011	$ 42,577,296
2	38,060,800	Bank Nova Scotia FRN Due 10-12-2007	38,056,362
3	38,015,350	US Bank NA 4.07688% FRN Due 4-5-2007	38,013,320
4	29,497,120	Wells Fargo & Company 3.75% FRN Due 8-4-2006	29,491,430
5	28,545,600	Household Finance Corporation 3.75% FRN Due 10-22-2007	28,540,496
6	28,545,600	Bayerische Landesbank NY 3.91063% FRN Due 3-17-2006	28,535,438
7	28,469,850	Canadian Imperial Bank 4.12688% FRN Due 1-5-2007	28,468,327
8	28,469,850	Wells Fargo & Company 4.06% FRN Due 9-28-2007	28,464,666
9	24,739,520	Citigroup Global Markets 3.75% FRN Due 1-30-2007	24,734,641
10	23,788,000	JPMorgan Chase & Co 3.76913% FRN Due 7-28-2006	23,783,618

* A complete list of stock and bond holdings is available from the Michigan Department of Treasury.

* The System's Investments are commingled in various pooled accounts. Shares, par and market value represent the System's pro-rata ownership through its ownership of the pools.

Schedule of Investment Fees

The State Treasurer is the investment fiduciary and custodian of the System's funds pursuant to State law. Outside advisors are utilized to augment the State Treasurer's internal staff. Only 21.5% of the total investment portfolio is managed by fully discretionary outside advisors. The Michigan Department of Treasury's cost of operations applicable to the retirement system for the fiscal year end amounted to $1,950 thousand or two and five tenths basis points (.025%) of the market value of the portfolio.

State law created an Investment Advisory Committee (Committee) comprised of the directors of the Department of Labor and Economic Growth and the Department of Management and Budget, or their duly authorized representatives, and three public members appointed by the Governor with the advice and consent of the Senate. The public members serve without pay, but may be paid actual and necessary travel and other expenses. The Committee meets quarterly to review investments, goals and objectives and may submit recommendations to the State Treasurer. The Committee may also, by a majority vote, direct the State Treasurer to dispose of any holding, which in the Committee's judgment is not suitable for the fund involved, and may by unanimous vote direct the State Treasurer to make specific investments.

Schedule of Investment Fees

Investment Managers' Fees:

	Assets under Management	Fees	Basis Points*
State Treasurer	$ 7,891,897,977	$ 1,949,445	2.5
Outside Advisors for			
Mid Cap Equity	88,006,100	0	0.0
Small Cap Equity	82,453,445	638,496	77.4
International Equity	145,981,405	23,145	1.6
Alternative	1,107,190,591	10,568,942	95.5
Real Estate	743,339,847	164,425	2.2
Total	$ 10,058,869,365		

Other Investment Services Fees:

	Assets	Fees
Assets in Custody	$ 9,688,295,116	$ 458,964
Securities on Loan	573,103,281	264,643

* Outside Advisors Fees are netted against the income for Small Cap, Mid Cap, and International Equity. For Alternative partnership agreements that define the management fees, the asset management fees range from 150 to 250 basis points of the committed capital. For Real Estate, the asset management fees range from 50 to 125 basis points. Alternative and Real Estate fees, in most cases, are netted against income.

Schedule of Investment Commissions

	Fiscal Year Ended September 30, 2005						
	Actual Commissions Paid [1]	Actual Number of Shares Traded	Average Commission Rate Per Share	Estimated Trade Costs Per Share	Estimated Research Costs Per Share	Estimated Trade Costs	Estimated Research Costs
Investment Brokerage Firms:							
Banc/America Secur. LLC Montgomery Div	$ 38,560	798,220	$ 0.05	$ 0.03	$ 0.02	$ 23,947	$ 14,614
Bear Stearns & Co Inc	129,651	2,928,102	0.04	0.03	0.01	87,843	41,808
Bridge Trading	105,131	2,314,414	0.05	0.03	0.02	69,432	35,699
BNY Brokerage Inc	296	5,918	0.05	0.03	0.02	178	118
B-Trade Services LLC	615	30,774	0.02	0.02	0.00	615	0
Buckingham Research Group	18	370	0.05	0.03	0.02	11	7
Cantor Fitzgerald & Co.	25,966	857,627	0.03	0.02	0.01	17,153	8,813
Cap Institutional Services Inc. Equities	547	10,933	0.05	0.03	0.02	328	219
Charles Schwab Co. Inc.	6,445	128,895	0.05	0.03	0.02	3,867	2,578
Citigroup Global Markets Inc.	212,449	5,255,910	0.04	0.03	0.01	157,677	54,771
Credit Suisse First Boston Corporation	149,795	3,316,749	0.05	0.03	0.02	99,502	50,293
Deutsche Bank Securities Inc	30,085	642,394	0.05	0.03	0.02	19,272	10,813
Freidman Billings Ramsey	97	2,430	0.04	0.03	0.01	73	24
Fulcrum Global Partners	1,002	20,048	0.05	0.03	0.02	601	401
Goldman Sachs	195,205	4,643,504	0.04	0.03	0.01	139,305	55,900
Griswold Company	60,968	3,736,564	0.02	0.02	0.00	60,968	0
Howard Weil Division Legg Mason	4,865	121,617	0.04	0.03	0.01	3,649	1,216
Investment Technology Group Inc.	164	8,186	0.02	0.02	0.00	164	0
Instinet	1,202	40,070	0.03	0.03	0.00	1,202	0
ISI Group, Inc.	42,693	886,625	0.05	0.03	0.02	26,599	16,094
J P Morgan Securities Inc.	78,280	1,757,560	0.04	0.03	0.01	52,727	25,553
Jones & Assocaites	308	6,162	0.05	0.03	0.02	185	123
Leerink Swann & Co.	764	16,098	0.05	0.03	0.02	483	281
Legg Mason Wood Walker	5,657	113,149	0.05	0.03	0.02	3,394	2,263
Lehman Brothers Inc.	211,882	5,493,604	0.04	0.03	0.01	164,808	47,074
Liquidnet, Inc.	787	39,365	0.02	0.02	0.00	787	0
Merrill Lynch, Pierce, Fenner & Smith, Inc.	214,048	5,008,161	0.04	0.03	0.01	150,245	63,804
Morgan Stanley Co Inc.	107,743	2,258,341	0.05	0.03	0.02	67,750	39,993
OTA Research	47,968	991,982	0.05	0.03	0.02	29,759	18,209
Pershing LLC	1,697	56,576	0.03	0.03	0.00	1,697	0
Pipeline Trading Systems LLC	100	5,000	0.02	0.02	0.00	100	0
Prudential Equity Group	95,210	2,108,149	0.05	0.03	0.02	63,244	31,966
Raymond James and Associates, Inc.	119	2,371	0.05	0.03	0.02	71	47
RBC Capital Markets	933	18,655	0.05	0.03	0.02	560	373
SG Americas Securities LLC	88	1,761	0.05	0.03	0.02	53	35
S.G. Cowen & Co., LLC	72,697	1,496,967	0.05	0.03	0.02	44,909	27,788
Sanders Morris Mundy	1,310	26,197	0.05	0.03	0.02	786	524
Sanford Bernstein Co., LLC	57,478	1,241,817	0.05	0.03	0.02	37,255	20,223
State Street Brokerage Services	267	5,334	0.05	0.03	0.02	160	107
Suntrust Capital Markets Inc.	172	3,447	0.05	0.03	0.02	103	69
Thomas Weisel Partners	2,388	48,122	0.05	0.03	0.02	1,444	944
US Bancorp Piper Jaffray Inc.	736	14,718	0.05	0.03	0.02	442	294
UBS Securities LLC	122,297	2,804,435	0.04	0.03	0.01	84,133	38,164
US Clearing Corporation	162	3,239	0.05	0.03	0.02	97	65
Wayne Company	3,026	68,121	0.04	0.03	0.01	2,044	982
Weeden & Co.	2,589	51,991	0.05	0.03	0.02	1,560	1,029
Total	$ 2,034,460	49,390,672	$ 0.04 [2]	$ 0.03	$ 0.01	$ 1,421,182	$ 613,278

[1] Commissions are included in purchase and sale prices of investments. The commissions and shares represent the pro-rata shares of commisssion and share transactions based on ownership in the investment pools.
[2] The average commission rate per share for all brokerage firms.

Investment Summary

Fiscal Year Ended September 30, 2005

	Market Value (a)	Percent of Total Market Value	Investment & Interest Income (b)	Percent of Investment & Interest Income
Fixed Income:				
Government Bond Pool	$ 806,950,266	8.0%	$ 25,741,364	2.2%
Corporate Bond Pool	805,164,734	8.0%	16,861,446	1.4%
Total Fixed Income Pools	1,612,115,000	16.0%	42,602,810	3.6%
Equity Pools	4,918,519,900	48.9%	531,331,780	44.9%
Real Estate Pool	856,145,584	8.5%	108,317,544	9.1%
Alternative Investment Pools	1,119,252,745	11.1%	235,171,525	19.9%
International Equities Pools	1,182,264,943	11.8%	258,219,137	21.8%
Short Term Investments Pools	370,571,193	3.7%	8,282,717	0.7%
Total	$ 10,058,869,365	100.0%	$ 1,183,925,513	100.0%

(a) Market value excludes $566,872,723 in cash collateral for security lending for fiscal year 2005.

(b) Total Investment & Interest Income excludes net security lending income of $794,176.

Investment Summary (Continued)

Fiscal Year Ended September 30, 2004

	Market Value (a)	Percent of Total Market Value	Investment & Interest Income (b,c)	Percent of Investment & Interest Income
Fixed Income:				
Government Bond Pool	$ 793,715,902	8.5%	$ 23,682,529	2.2%
Corporate Bond Pool	800,882,057	8.6%	30,433,494	2.8%
Total Fixed Income Pools	1,594,597,959	17.1%	54,116,023	5.0%
Equity Pools	4,567,227,550	48.9%	532,884,321	48.8%
Real Estate Pool	723,689,176	7.8%	61,703,126	5.7%
Alternative Investment Pools	1,199,581,466	12.9%	255,742,373	23.4%
International Equities Pools	1,020,557,590	10.9%	181,527,874	16.6%
Short Term Investments Pools	222,979,552	2.4%	5,762,207	0.5%
Total	$ 9,328,633,293	100.0%	$1,091,735,924	100.0%

(a) Market value excludes $37,349,491 and $558,059,391 in equity in common cash and cash collateral for security lending for fiscal year 2004.

(b) Total Investment & Interest Income excludes net security lending income of $668,512.

(c) Effective July 1, 2004, the System's investments were contributed to the various investment pools listed above. The income on investments for the first nine months of the fiscal year is reported as income for the pool to which the security was contributed.

ACTUARIAL SECTION

ACTUARIAL SECTION

Actuary's Certification

SEGAL

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Michael J. Karlin, F.S.A., M.A.A.A.
Senior Vice President & Actuary
mkarlin@segalco.com

November 22, 2005

Ms. Lisa Webb Sharpe
Director
Department of Management and Budget
and
Retirement Board
Michigan State Employees Retirement System
P.O. Box 30176
Lansing, Michigan 48909

Ladies and Gentlemen:

The Michigan State Employees Retirement System (MSERS) is funded on an actuarial reserve basis. The basic financial objective of MSERS is to establish and receive contributions that remain approximately level as a percentage of active member payroll over a long period of years.

Actuarial valuations are prepared annually to determine MSERS's actuarial liabilities and the employer contributions required to fund the System in accordance with the actuarial reserve funding provisions of the governing State Statute. The most recent actuarial valuation as of September 30, 2004 included a total of 87,765 members of MSERS. The actuarial value of MSERS's assets amounted to approximately $10.15 billion on September 30, 2004.

The assumptions used in the 2004 valuation produce valuation results which we consider to be reasonably indicative of the plan's underlying cost. Also, in our opinion, the actuarial assumptions and methods used for funding purposes meet the parameters for the disclosures presented in the financial section by GASB Statement No. 25.

Our actuarial valuation of MSERS as of September 30, 2004 was performed by qualified actuaries in accordance with accepted actuarial procedures. In our opinion, the calculated contribution rate meets the fundamental objectives of State law. Based on the 2004 valuation results, it is also our opinion that the Michigan State Employees Retirement System continues in sound condition, in accordance with actuarial principles of level cost financing.

Most of the information used in the supporting schedules in the Actuarial and Statistical Sections, as well as the Schedules of Funding Progress and the employer contributions shown in the Schedules of Employer Contributions in the Financial Section of this report were provided by our firm.

Sincerely,

Michael Karlin, F.S.A., M.A.A.A.
Senior Vice President & Actuary

Summary of Actuarial Assumptions and Methods

1. The investment return rate used in making the valuations was 8% per year, compounded annually. This rate of return is not the assumed real rate of return. The real rate of return is the rate of investment return in excess of the inflation rate. Considering other financial assumptions, this investment return rate translates to an assumed long-term real rate of return of 4.5%. Adopted 2004.

2. The mortality table used in evaluating allowances to be paid was the 1994 Group Annuity Mortality Table, set forward one year for both men and women. Adopted 1998.

3. Sample probabilities of retirement with an age and service allowance are shown in Schedule 1 on the next page. Adopted 2004.

4. Sample probabilities of withdrawal from service and disability, together with individual pay increase assumptions, are shown in Schedule 2 on the next page of this report. Adopted 2004.

5. Total active member payroll is assumed to increase 3.5% per year. This represents the portion of the individual pay increase assumptions attributable to inflation. Adopted 2004.

6. An individual entry age actuarial cost method of valuation was used in determining age and service allowance actuarial liabilities and normal cost. Adopted 1975. Unfunded actuarial accrued liabilities are financed over a period of 50 years and over a declining 40-year period for years beginning October 1, 1996. Adopted 1996.

7. The Department of Management and Budget approved the use of market value of assets as of September 30, 1997, for valuation purposes. For investment gains and losses that occur after that date, a 5-year smoothing technique will be used. Specifically, the excess (shortfall) of actual investment income (including interest, dividends, realized and unrealized gains or losses) over the imputed income at the valuation interest rate is considered the gain (loss), which is spread over five years. Adopted 1997.

8. The data including people now covered and about present assets was furnished by the System's administrative staff. Although examined for general reasonableness, the data was not audited by the actuary.

9. The actuarial valuation computations were made by or under the supervision of a Member of the American Academy of Actuaries (MAAA). The assumptions used in the actuarial valuations were adopted by the System's Board after consulting with the actuary.

Summary of Actuarial Assumptions and Methods (Continued)

SCHEDULE 1

Percent of Eligible Active Members Retiring Each Year

Retirement Ages	Correction Officers	Conservation Officers	Other Members
45		16 %	
48		16	
51	25 %	16	
55	15	16	18 %
58	12	15	12
61	15	15	14
64	22	22	20
67	25	25	25
70	50	50	50
75	100	100	100

SCHEDULE 2

Separation From Active Employment Before
Age & Service Retirement & Individual Pay Increase Assumptions

			Percent of Active Members Becoming Disabled w/in Next Year		
Sample Ages	Years of Service	Percent of Active Members Withdrawing Within Next Year (Men and Women)	Non-Duty Disabilities	Duty Disabilities	Percent Increase In Pay During Next Year
All	0	12.00 %			
	1	8.50			
	2	6.50			
	3	5.00			
	4	4.00			
25	5 & Over	3.50	0.03 %	0.05 %	10.74 %
35		2.50	0.10	0.05	4.95
45		2.00	0.34	0.05	4.12
55		1.75	0.62	0.05	3.91
60		1.75	0.82	0.05	3.50

Actuarial Valuation Data

Schedule of Active Member Valuation Data

Valuation Date Sept. 30	Number	Reported Annual Payroll*	Average Annual Pay	% Increase	Average Age	Average Service
1995	65,133	$ 2,348,534	$ 36,058	3.1%	43.2	12.7
1996	63,807	2,515,420	39,422	9.3	43.8	13.0
1997	55,434	2,273,203	41,007	4.0	43.7	13.1
1998	49,717	2,107,996	42,400	3.4	44.8	14.8
1999	49,612	2,213,851	44,623	5.2	45.9	15.8
2000	47,778	2,253,818	47,173	5.7	46.7	16.7
2001	45,852	2,230,562	48,647	3.1	47.4	17.7
2002	43,064	2,133,477	49,542	1.8	48.0	18.6
2003	36,536	1,859,555	50,897	2.7	47.7	17.9
2004	34,749	1,889,410	54,373	6.8	48.4	19.0

* In thousands of dollars. Base pay only excluding 3 1/2% for overtime and shift differentials through 1995. Greater of base pay or prior year actual earnings beginning in 1996.

Schedule of Changes in the Retirement Rolls

Year Ended Sept. 30	Added to Rolls		Removed from Rolls		Rolls–End of Year		% Increase in Annual Allowances	Average Annual Allowances
	No.	Annual Allowances*	No.	Annual Allowances*	No.	Annual Allowances*		
1995	1,566	$ 23,575	966	$ 6,268	30,562	$ 290,694	6.3 %	$ 9,512
1996	1,595	24,527	1064	7,288	31,093	307,933	5.9	9,904
1997	6,098	121,005	1,068	7,878	36,123	421,060	36.7	11,656
1998	1,279	21,085	1,217	9,689	36,185	432,456	2.7	11,951
1999	1,409	21,227	1,248	9,516	36,346	444,167	2.7	12,221
2000	1,540	22,421	1,181	2,619	36,705	463,969	4.5	12,640
2001	1,648	22,501	1,242	15,063	37,111	471,407	1.6	12,703
2002	3,806	80,871	1,251	5,310	39,666	546,968	16.0	13,789
2003 **	6,448	163,673	623	2,034	45,491	708,607	29.6	15,577
2004	1,561	23,195	1,433	2,715	45,619	729,087	2.9	15,982

*In thousands of dollars
**Revised actuarial data

Prioritized Solvency Test

The System's funding objective is to meet long term benefit promises through contributions that remain approximately level from year to year as a percent of member payroll. If the contributions to the System are level in concept and soundly executed, the System will pay all promised benefits when due, the ultimate test of financial soundness. Testing for level contribution rates is the long-term solvency test.

A prioritized solvency test is another means of checking a system's progress under its funding program. In a short condition test, the plan's present assets (cash and investments) are compared with: (1) active member contributions on deposit; (2) the liabilities for future benefits to present retired lives; and (3) the liabilities for service already rendered by active and inactive members. In a system following the discipline of level percent of payroll financing, the liabilities for active member contributions on deposit (liability 1) and the liabilities for future benefits to present retired lives (liability 2) will be fully covered by present assets (except in rare circumstances). In addition, the liabilities for service already rendered by active members (liability 3) are normally partially covered by the remainder of present assets. Generally, if the System has been using level-cost financing, the funded portion of liability 3 will increase over time. Liability 3 being fully funded is not necessarily a by-product of level percent of payroll funding methods.

The schedule below illustrates the history of the liabilities of the System and is indicative of the System's policy of following the discipline of level percent of payroll financing.

	Actuarial Present Value of Actuarial Accrued Liability ($ in millions)							
Valuation Date Sept. 30	(1) Active Member Contributions	(2) Retirants and Beneficiaries	(3) Active and Inactive Members (Employer Financed Portion)	Valuation Assets ($ in millions)	Portion of Present Value Covered by Assets (1)	(2)	(3)	(4)[3]
1995	$ 72	$ 2751	$ 4038	$ 6,090	100 %	100 %	80.9 %	88.8 %
1996	55	2844	4248	6,678	100	100	89.0	93.4
1997[1,2]	3	4300	3798	8,834	100	100	119.3	109.0
1998	27	4360	3987	9,109	100	100	118.4	108.8
1998[2]	27	4484	3986	9,109	100	100	115.4	107.2
1999	35	4538	4456	9,648	100	100	113.9	106.9
2000	29	4659	4786	10,337	100	100	118.0	109.1
2001	34	4677	5167	10,633	100	100	114.6	107.6
2002	123	5512	5118	10,616	100	100	97.3	98.7
2003	57	7386	4318	10,441	100	100	69.4	88.8
2004[2]	78	7503	4423	10,149	100	100	58.1	84.5

[1] Revised asset valuation method.

[2] Revised actuarial assumptions.

[3] Percents funded on a total valuation asset and total actuarial accrued liability basis.

Analysis of Financial Experience

Gains/(Losses) in Accrued Liabilities During Year Ended September 30, 2004
Resulting from Differences Between Assumed Experience & Actual Experience

	Type of Activity	Gain/(Loss)
1.	**Retirements (including Disability Retirement).** If members retire at older ages or with lower final average pay than assumed, there is a gain. If younger ages or higher average pays, a loss.	($29,808,097)
2.	**Withdrawal From Employment** (including death-in-service). If more liabilities are released by withdrawals and deaths than assumed, there is a gain. If smaller releases, a loss.	29,535,426
3.	**Pay Increases.** If there are smaller pay increases than assumed, there is a gain. If greater increases, a loss.	(3,581,948)
4.	**Investment Income.** If there is greater investment income than assumed, there is a gain. If less income, a loss.	(538,727,530)
5.	**Death After Retirement.** If retirants live longer than assumed, there is a loss. If not as long, a gain.	(26,833,066)
6.	**New entrants.**	(10,662,143)
7.	**Other.** Miscellaneous gains and losses resulting from data adjustments, timing of financial transactions, etc.	19,923,023
8.	**Composite Gain (or Loss) During Year**	($560,154,335)

Summary of Plan Provisions

Our actuarial valuation of the System as of September 30, 2004, is based on the present provisions of the Michigan State Employees' Retirement Act, which are summarized in this section.

Regular Retirement (no reduction factor for age)

Eligibility — Age 55 with 30 years service, or age 60 with 10 or more years of service. Corrections Officers may retire at age 51 with 25 or more years of service, or age 56 with 10 or more years of service. Conservation Officers may retire after 25 years of service regardless of age.

Annual Amount — Total service times 1.5% of FAC. For members with 20 or more years of service, a $3,000 minimum annual benefit is payable. Corrections Officers receive an additional temporary supplement to age 62 equal to the product of supplemental service times 0.5% of FAC. Conservation Officers retiring after 25 years receive a benefit equal to 60% of FAC.

Final Average Compensation — Regular retirement benefit is based on final average compensation (FAC), which is the average of highest 3 consecutive years (2 years for Conservation Officers).

Early Retirement (age reduction factor used)

Eligibility — Age 55 with 15 or more years of service.

Annual Amount — Computed as regular retirement benefit but reduced by 0.5% for each month under age 60.

Deferred Retirement (vested benefit)

Eligibility — 10 years of service (5 years for unclassified persons in the executive or legislative branch). Benefit commences at age 60.

Annual Amount — Computed as regular retirement benefit based on service and FAC at termination.

Duty Disability Retirement

Eligibility — No age or service requirement.

Annual Amount — Disability after age 60: Computed as regular retirement benefit with minimum benefit based on 10 years service. Disability prior to age 60: To age 60, benefit is two-thirds of FAC but limited to $6,000 per year. Additional limitation, such that benefit plus workers' compensation does not exceed final compensation. After age 60, benefit is recomputed as a regular retirement benefit with service granted for period in receipt of disability benefit before age 60 (benefit not reduced after age 60).

Non-Duty Disability Retirement

Eligibility — 10 years of service.

Annual Amount — Computed as regular retirement benefit based on service and FAC at time of disability. Minimum annual benefit is $600.

Summary of Plan Provisions (Continued)

Duty Death Before Retirement

Eligibility — No age or service requirement. Also applies to duty disability retirants who die within 3 years of disability and before age 60.

Annual Amount — Accumulated employee contributions are refunded. Surviving spouse receives annual benefit of one-third of final compensation until death. Unmarried children under age 18 each receive an equal share of one-fourth of final compensation (if no spouse each child receives one-fourth, to a maximum of one-half for all children). If no spouse or eligible children, each dependent parent receives one-sixth of final compensation. Total benefits payable are limited to $2,400 per year. Additional limitation such that benefits plus workers' compensation does not exceed final compensation.

Non-Duty Death Before Retirement

Eligibility — 10 years of service. In the case of a deceased vested former member, the survivor benefit commences when the deceased former member would have attained age 60.

Annual Amount — Computed as regular retirement benefit but reduced in accordance with a 100% joint and survivor election.

Post-Retirement Cost-of-Living Adjustments

One-time upward adjustments have been made in 1972, 1974, 1976, 1977 and 1987. Beginning in 1983, some benefit recipients share in a distribution of a portion of investment income earned in excess of 8% annually (supplemental payment). Beginning in 1988, all benefit recipients are eligible for automatic 3% annual (non-compounded) benefit increases, with a maximum $300 annual increase. Eligibility for the above benefits:

Retired before October 1, 1987	Greater of supplemental payment or the combination of the 1987 onetime adjustment and the automatic increases.
Retired on or after October 1, 1987	Automatic increases only.

Post-Retirement Health Insurance Coverage

Persons in receipt of retirement allowance (including members who did not retire directly from the System, but come from a vested deferred status), and their dependents, are eligible for 95% System paid health insurance coverage and 90% System paid dental and vision insurance.

Member Contributions

None.

Defined Contribution

New employees hired on or after March 31, 1997, become participants in Tier 2 (i.e., the defined contribution plan) rather than Tier 1 (i.e., the above described defined benefit plan).

Active members on March 30, 1997, had an opportunity to irrevocably elect to terminate membership in Tier 1 and become participants in Tier 2. Elections were in writing and submitted between January 2, 1998, and April 30, 1998. Such members became Tier 2 participants on June 1, 1998, and had the actuarial present value of their Tier 1 accrued benefit transferred into Tier 2 by September 30, 1998.

Summary of Plan Provisions (Continued)

2002 Early Out Window

Members who retired between April 1, 2002, and November 1, 2002, and whose combined age and service equaled 80 points, or who were age 60 or older with 10 or more years of service were eligible to receive a benefit equal to 1.75% of their final average compensation multiplied by years of credited service. Members, who had previously transferred to the Defined Contribution plan, were eligible to receive a benefit equal to 0.25% of their final average compensation multiplied by years of credited service.

STATISTICAL SECTION

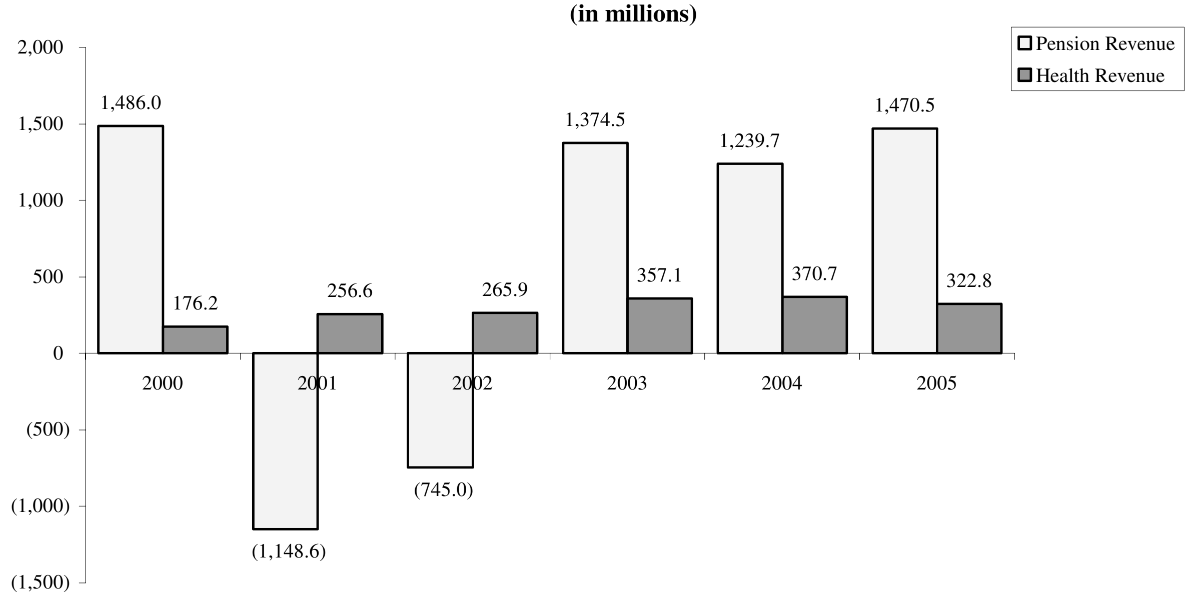
Schedule of Pension Plan Revenues by Source

Fiscal Year Ended Sept. 30	Member Contributions	Employer Contributions Dollars	Employer Contributions % of Annual Covered Payroll	Net Investment & Other Income	Total
2000	$ 4,606,662	$ 121,817,366	5.4 %	$ 1,359,608,718	$ 1,486,032,746
2001	3,341,381	112,299,808	5.0	(1,264,290,456)	(1,148,649,267)
2002	173,232,835	87,486,128	4.1	(1,005,732,436)	(745,013,473)
2003	80,185,475	79,291,845	4.3	1,215,018,189	1,374,495,509
2004	37,682,883	103,873,294	5.5	1,098,149,414	1,239,705,591
2005	30,395,040	256,433,052	N/A	1,168,811,938	1,455,640,030

Schedule of Health Plan Revenues by Source

Fiscal Year Ended Sept. 30	Member Contributions	Employer Contributions Dollars	Employer Contributions % of Annual Covered Payroll	Net Investment & Other Income	Total
2000	$ 5,056,971	$ 166,833,573	7.4 %	$ 4,339,752	$ 176,230,296
2001	5,793,284	249,214,002	11.2	1,586,567	256,593,853
2002	6,326,267	257,730,817	12.1	1,842,164	265,899,248
2003	11,144,737	320,838,540	17.2	25,157,754	357,141,031
2004	9,723,230	357,554,699	18.9	3,380,735	370,658,664
2005	10,701,614	324,305,023	N/A	2,712,374	337,719,011

Total Revenue
Year Ended September 30
(in millions)

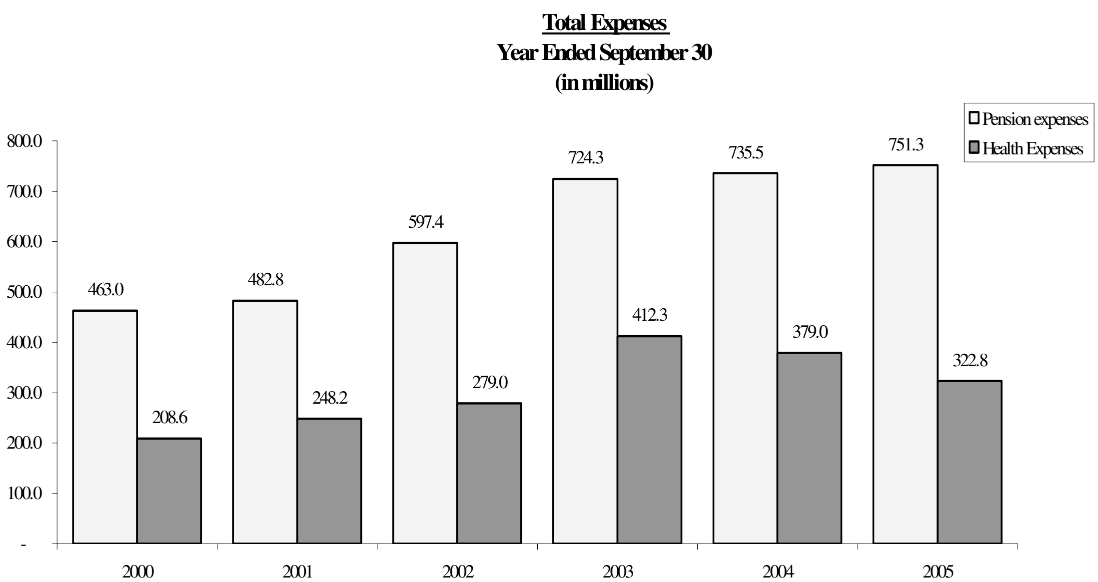


Schedule of Pension Plan Expenses by Type

Fiscal Year Ended Sept. 30	Benefit Payments	Refunds and Transfers	Administrative and Other Expenses	Total
2000	$ 458,803,774	$ 222,163	$ 3,954,992	$462,980,929
2001	478,525,328	91,699	4,149,284	482,766,311
2002	503,453,879	87,504,459	6,432,819	597,391,157
2003	701,664,432	17,484,652	5,192,039	724,341,123
2004	731,009,109	183,126	4,316,433	735,508,668
2005	746,673,263	306,643	4,297,985	751,277,891

Schedule of Health Plan Expenses by Type

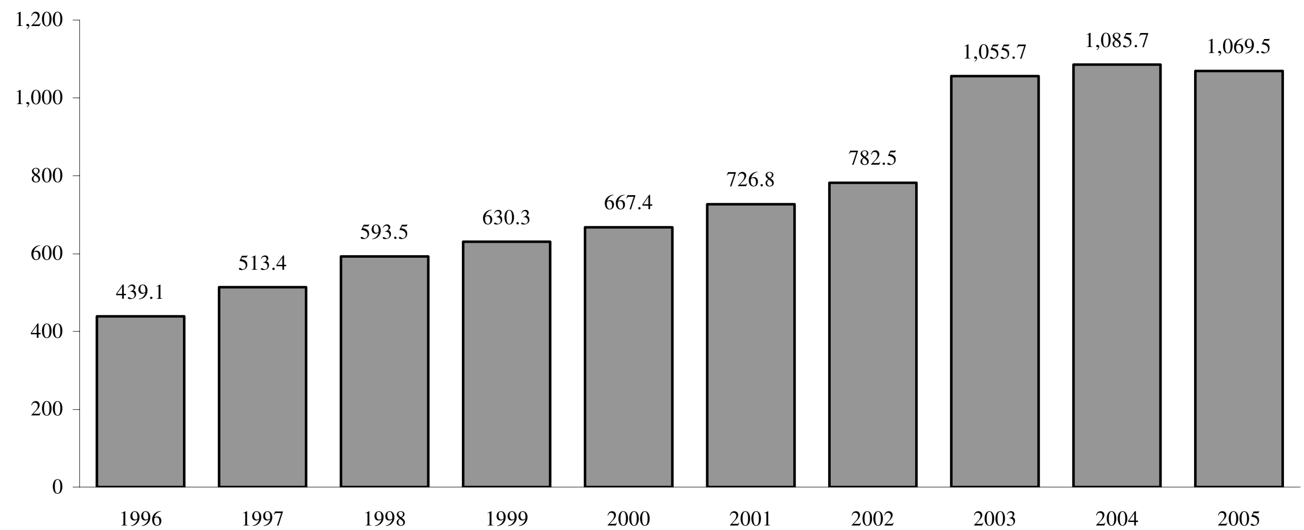
Fiscal Year Ended Sept. 30	Benefit Payments	Refunds and Transfers	Administrative and Other Expenses	Total
2000	$ 208,627,602	$ 8		208,627,610
2001	248,246,380			248,246,380
2002	278,998,333			278,998,333
2003	354,084,838	58,211,100		412,295,938
2004	354,649,665	24,363,516		379,013,181
2005	322,834,138			322,834,138



Schedule of Benefit Expenses by Type

Fiscal Year Ended Sept. 30	Regular Benefits	Disability Benefits	Supplemental Check	Health Benefits	Total
1996	$ 284,061,320	$ 22,017,877	$ 15,234,884	$ 117,742,316	$ 439,056,397
1997	331,964,200	26,069,505	24,832,674	130,492,860	513,359,239
1998	401,855,102	28,024,773		163,574,055	593,453,930
1999	417,313,133	28,227,807	678,314	184,127,475	630,346,729
2000	427,500,808	30,867,062	435,904	208,627,602	667,431,376
2001	444,244,814	33,902,047	378,467	248,246,380	726,771,708
2002	467,909,032	35,544,847		278,998,333	782,452,212
2003	664,188,203	37,476,229		354,084,838	1,055,749,270
2004	690,942,422	40,066,687		354,649,665	1,085,658,774
2005	704,890,377	41,782,886		322,834,138	1,069,507,401

Benefit Expenses
Year Ended September 30
(in millions)



Schedule of Retired Members by Type of Benefit

September 30, 2004

Amount Monthly Benefit	Number of Retirees	Type of Retirement * 1	2	3	4	5	6	7	8
$ 1 - 200	793	317	338	13	90	-	14	1	20
201 - 400	3,637	2,139	845	18	473	-	87	8	67
401 - 600	5,713	3,216	725	431	847	19	253	9	213
601 - 800	5,033	3,056	526	-	852	-	252	19	328
801 - 1,000	4,260	2,583	344	1	636	-	233	47	416
1,001 - 1,200	3,956	2,484	230	-	489	-	179	69	505
1,201 - 1,400	3,934	2,687	215	-	263	-	138	68	563
1,401 - 1,600	3,323	2,526	143	-	120	-	79	53	402
1,601 - 1,800	2,990	2,447	95	-	85	-	48	94	221
1,801 - 2,000	2,699	2,351	71	-	27	-	33	120	97
Over 2,000	9,281	8,389	127	1	20	-	60	574	110
Totals	45,619	32,195	3,659	464	3,902	19	1,376	1,062	2,942

* Type of Retirement

1 - Normal retirement for age & service
2 - Survivor payment - normal or early retirement
3 - Duty disability retirement (incl. survivors)
4 - Non-duty disability retirement (incl. survivors)
5 - Survivor payment - duty death in service
6 - Survivor payment - non-duty death in service
7 - Retirees with supplemental benefits for early retirement incentive factors
8 - Retirees with reduced benefits for early retirement reduction factors

Source: The Segal Company

Schedule of Retired Members by Type of Benefit (Continued)

September 30, 2004

Amount Monthly Benefit	Number of Retirees	Selected Option **						
		Reg.	Opt. A	Opt B	Opt. C	Opt. E	Opts E1	Opt. E2
$ 1 - 200	793	213	231	248	3	76	14	8
201 - 400	3,637	1,453	960	739	28	327	60	70
401 - 600	5,713	2,649	1,457	878	53	479	82	115
601 - 800	5,033	2,199	1,376	882	54	390	53	79
801 - 1,000	4,260	1,868	1,217	792	45	239	42	57
1,001 - 1,200	3,956	1,800	1,146	714	44	152	34	66
1,201 - 1,400	3,934	1,716	1,186	748	62	129	36	57
1,401 - 1,600	3,323	1,265	1,050	700	95	108	41	64
1,601 - 1,800	2,990	1,134	892	576	124	130	54	80
1,801 - 2,000	2,699	901	757	557	104	184	60	136
Over 2,000	9,281	2,953	2,365	1,778	568	817	267	533
Totals	45,619	18,151	12,637	8,612	1,180	3,031	743	1,265

**Selected Option

Reg. - Straight life allowance
Opt. A - 100% survivor option
Opt. B - 50% survivor option
Opt. C - 75% survivor option
Opt. E - Social Security equated
Opt. E1 - Social Security equated w/100% survivor option
Opt. E2 - Social Security equated w/50% survivor option

Source: The Segal Company

Schedule of Average Benefit Payments

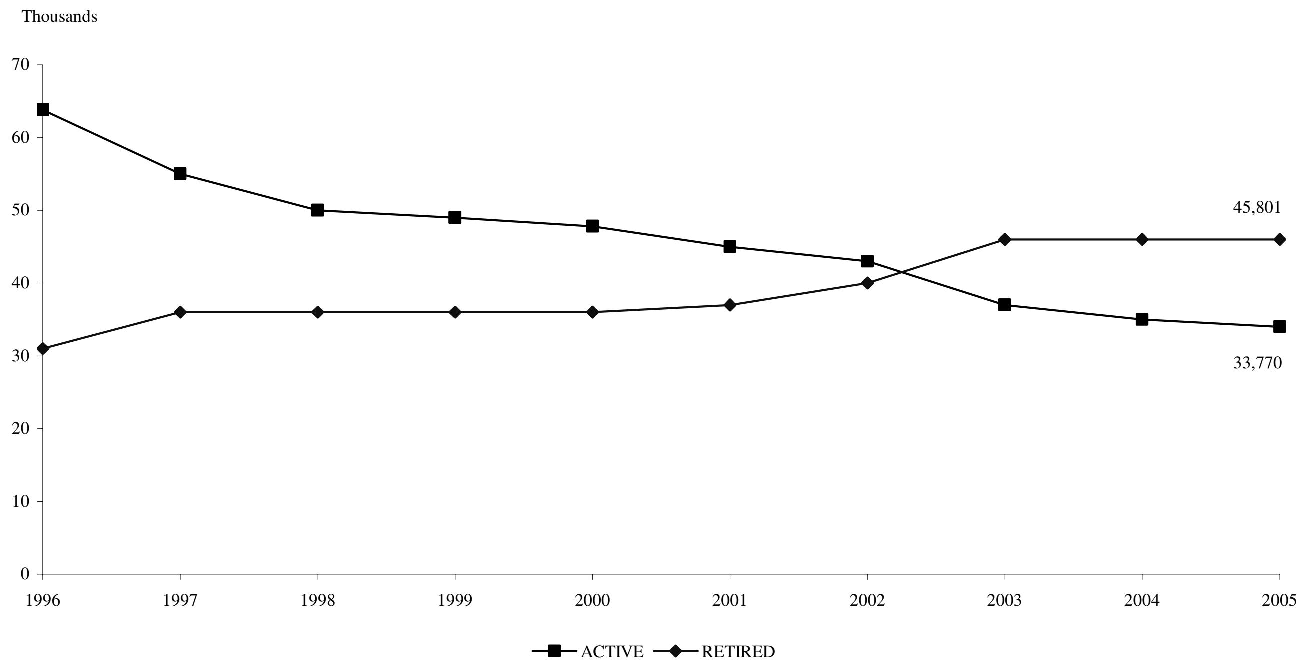
Retirement Effective Dates	Years Credited Service							
	0-5	5-10	10-15	15-20	20-25	25-30	30+	Total
Period 10/1/98 to 9/30/99:								
Average Monthly Benefit	$ 375	$ 379	$ 433	$ 673	$ 926	$ 1,329	$ 1,600	$ 1,018
Average Final Average Salary	9,939	29,279	24,597	26,881	29,163	33,685	34,435	29,846
Number of Active Retirants	432	457	6,328	6,939	6,421	7,091	8,678	36,346
Period 10/1/99 to 9/30/00:								
Average Monthly Benefit	$ 398	$ 390	$ 453	$ 694	$ 952	$ 1,388	$ 1,656	$ 1,053
Average Final Average Salary	9,908	30,734	25,784	27,734	29,943	34,218	35,149	30,620
Number of Active Retirants	450	454	6,476	6,984	6,488	7,145	8,708	36,705
Period 10/1/00 to 9/30/01								
Average Monthly Benefit	$ 663	$ 578	$ 474	$ 711	$ 970	$ 1,373	$ 1,653	$ 1,059
Average Final Average Salary	22,101	29,518	26,928	28,637	30,998	34,818	35,868	31,509
Number of Active Retirants	771	697	6,429	6,929	6,485	7,204	8,598	37,113
Period 10/1/01 to 9/30/02								
Average Monthly Benefit	$ 670	$ 542	$ 491	$ 733	$ 1,007	$ 1,460	$ 1,789	$ 1,149
Average Final Average Salary	18,504	31,089	27,935	29,554	32,211	36,772	38,742	33,313
Number of Active Retirants	827	626	6,505	6,962	6,710	7,985	10,051	39,666
Period 10/1/02 to 9/30/03								
Average Monthly Benefit	$ 731	$ 559	$ 510	$ 758	$ 1,074	$ 1,573	$ 1,990	$ 1,298
Average Final Average Salary	23,640	29,738	28,338	29,985	33,205	39,023	42,071	35,175
Number of Active Retirants	1,056	653	6,632	7,036	7,221	9,889	13,004	45,491
Period 10/1/03 to 9/30/04								
Average Monthly Benefit	$ 475	$ 429	$ 528	$ 783	$ 1,112	$ 1,618	$ 2,036	$ 1,332
Average Final Average Salary	6,315	34,463	29,897	31,520	34,992	40,396	43,751	36,939
Number of Active Retirants	687	454	6,842	7,262	7,287	9,951	13,136	45,619

Source: The Segal Company

STATISTICAL SECTION

Ten Year History of Membership

Fiscal Year Ended September 30



Source: The Segal Company

ACKNOWLEDGMENTS

The *Michigan State Employees' Retirement System Comprehensive Annual Financial Report* is prepared by Financial Services, Fiscal Management Division. Staff of the division for the fiscal year 2004-2005 report included:

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Special thanks are also extended to the Office of Retirement Services personnel, accounting and support personnel throughout Financial Services, Investments Division of Treasury, Office of the Auditor General, Andrews Hooper & Pavlik P.L.C., The Segal Company, and the staff at the Office of Financial Management. Preparation of this report would not have been possible without the efforts of these individuals.

The report may be viewed on-line at: www.michigan.gov/ors