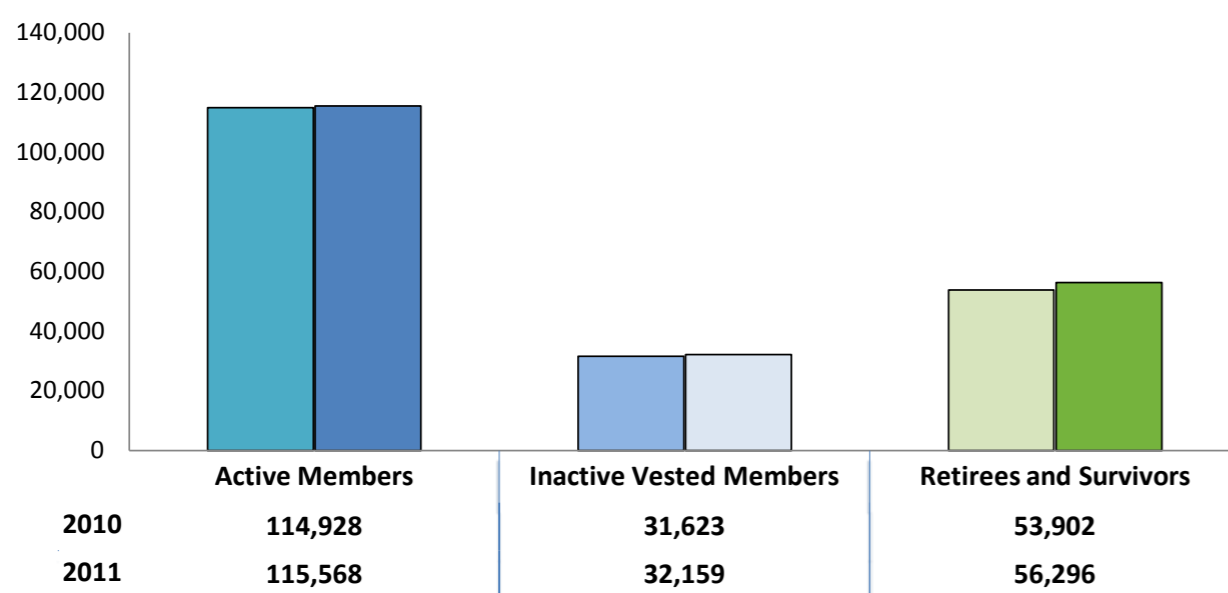


**UNIVERSITY OF CALIFORNIA RETIREMENT PLAN (UCRP)
HUMAN RESOURCES
SUMMARY OF PLAN DATA**

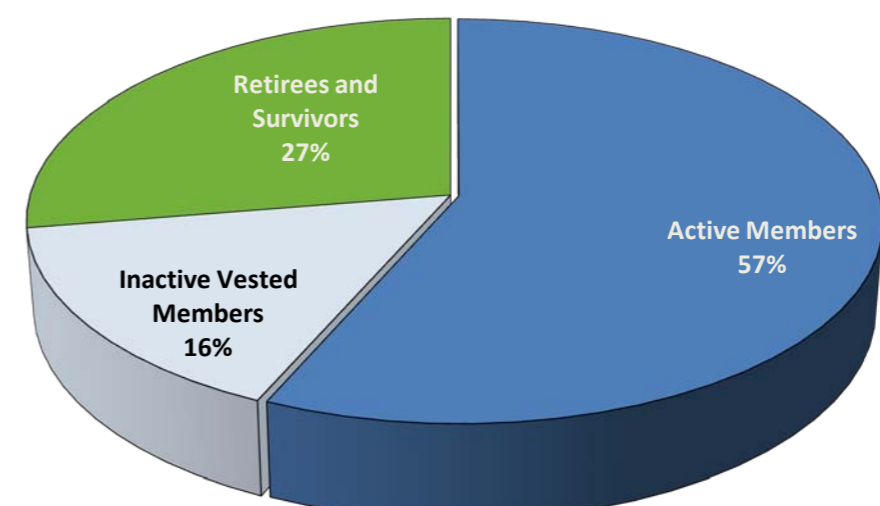
(UCRP was established in 1961)

Membership as of June 30:		2011	2010	Financial Highlights	2011	2010
Active Members:				Plan Assets as of June 30 (in billions):		
With Social Security		113,653	112,700	Market Value of Assets (MVA)	\$41.9	\$34.6
Without Social Security		1,497	1,796	Actuarial Value of Assets (AVA)	\$42.8	\$41.2
Safety		404	418	Rate of Return for Plan Year Ending June 30		
Tier Two		14	14	Market Value	22%	13%
Total Active Members		115,568	114,928	Actuarial Value	4.6%	0.6%
Vested		69,979	67,587	Actuarial Assumptions used in Annual Valuation (in billions):		
Non-Vested		45,589	47,341	Covered Gross Payroll	\$8.2	\$8.0
Active Member Profile:				Actuarial Accrued Liability (AAL)	\$51.8	\$47.5
Average Age		44.9	44.8	Funded Ratio (AVA/AAL)	82.5%	86.7%
Average Service Credit		9.6	9.4	Normal Cost	\$1.4	\$1.4
Avg. Covered Comp. as of July 1 (FTE)		\$78,264	\$77,172	Normal Cost as a percent of Payroll	17.2%	16.9%
Inactive Vested Members		32,159	31,623	Actuarial Assumptions used in Annual Valuation:		
Terminated, non-vested ^[1]		28,744	23,414	Investment Return	7.5%	7.5%/yr
Benefit Recipients:				Annual Rate of Increase:		
Retired Members		47,243	45,111	- inflation component	3.5%	3.5%/yr
Survivors and QDRO Alternate Payees		6,969	6,681	- merit and promotion component	.80%-3.25%	.85%-3.5%/yr
Disabled Members		2,084	2,110	- total increase (average)	2.9%	2.6%/yr
Deaths during last 12 months		1,790	1,920	CPI increases	3.50%	3.5%/yr
Total Benefit Recipients		56,296	53,902	Mortality Table	RP-2000 Healthy	1994 Group
				Age Set Backs	Mortality	Annuity
				-For Males	2 yrs.	2 yrs.
				-For Females	2 yrs.	1 yr.
Total Benefit Payments (in millions)		\$1,841.93	\$1,710.57	Social Security Information (Calendar Year)		
Retired Member Profile:				Wage Base (OASDI)	\$110,100	\$106,800
Average Age		70.2	70.0	Wage Base (Medicare)	No Limit	No Limit
Average Service Credit at Retirement		21.0	20.9	Payroll Tax Rates (Employer/Employee):		
Average Age at Retirement:		59.7	59.6	OASDI	6.20%	6.20%/4.20%
Average Monthly Retirement Income		\$3,104	\$3,000	Medicare	1.45%	1.45%/1.45%
Total Membership		232,767	223,867	Total Payroll Tax	7.65%	7.65%/5.65%
Lump Sum Cashout (LSC) Payments:		2010-2011	2009-2010	Maximum OASDI Tax	\$6,826	\$6,622/\$4,486
Members		841	792	Max Mo. Benefit @ Full Retirement Age ^[2]	\$2,513	\$2,366
QDROs		47	40	<i>Source: Social Security Administration Fact Sheet</i>		
Total LSCs Elected		888	832	Statutory Limits		
Total LSC Payout (in millions)		\$196.94	\$188.80	415(b) Defined Benefit Limit (effective Jan 1)	\$200,000	\$195,000
LSC Take Rate		23.7%	22.1%	401(a)(17) Maximum Recognizable Compensation (effective July 1)		
Capital Accumulation Provision (CAP):		July 1, 2011	July 1, 2010	for Members active 07/01/1994 and after	\$250,000	\$245,000
Total Account Balance (in millions)		\$1,328.40	\$1,306.4	for Members active prior to 07/01/1994	\$375,000	\$360,000
Number of Accounts		125,825	131,476			
Average CAP balance		\$10,557	\$9,936			
Noncontributory Accounts (Plan 02):		July 1, 2011	July 1, 2010			
Total Account Balance (in millions)		\$18.70	\$21.2			
Number of Accounts		495	612			
Average Noncontributory balance		\$37,786	\$34,698			

**UCRP Membership Statistics
as of June 30, 2011**



**UCRP Membership Statistics
as of June 30, 2011**



Total membership as of 6/30/11 was 204,023.^[3]

[1] Includes 21,424 terminated nonvested members who are owed a refund of accumulations and/or CAP balance, and 7,320 members who transferred to the LANS or LLNS defined benefit plans who will be entitled to a CAP balance payment after they separate employment with LANS or LLNS.

[2] Full retirement age is 66 for individuals born in 1943-1954 and increases by two months for each later birth year to age 67 for individuals born in 1960 or later.

[3] Does not include 21,424 terminated nonvested members who are owed a refund of accumulations and/or CAP balance, and 7,320 members who transferred to the LANS or LLNS defined benefit plans who will be entitled to a CAP balance payment after they separate employment with LANS or LLNS.

**RETIREMENT SAVINGS PROGRAM
HUMAN RESOURCES
SUMMARY OF PLAN DATA**
Data as of June 30, 2011, unless otherwise noted

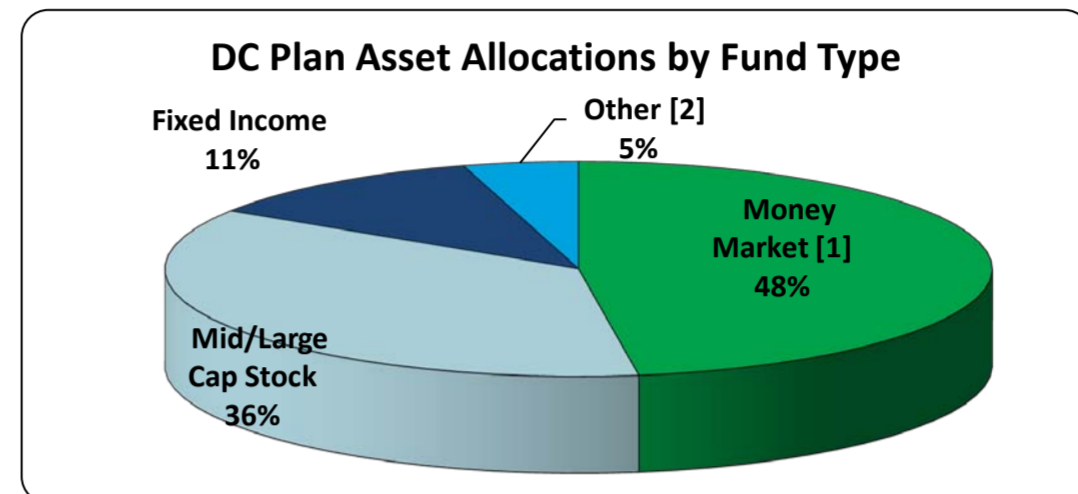
UC RETIREMENT SAVINGS PROGRAM - TOTAL ASSETS

UC Core Funds	\$11,885,975,811	Fidelity Funds	\$4,124,917,706
Calvert Funds	\$62,011,211	BrokerageLink	\$38,962,019
Grand Total			\$16,111,866,746

UNIVERSITY OF CALIFORNIA DEFINED CONTRIBUTION PLAN (DC Plan)

The DC Plan was established in 1966 and has two types of accounts: (1) Pretax Accounts housing non-elective contributions from UCRP Members, additional non-elective contributions from UCRP academic appointees with Summer or Equivalent Term salary, and non-elective Safe Harbor contributions from temporary employees, and (2) After-Tax Accounts housing elective contributions and rollovers from other qualified plans.

DC Plan Participants as of June 30:	2011	2010
Active Pretax:		
UC Redirect	11,057	114,914
UC Safe Harbor	35,825	34,756
Total Active Pretax	46,882	149,670
Total Active After-tax	3,338	3,062
Total Inactive (Pretax and After-tax)	157,380	152,684



Statutory Limits (Calendar Year)	2012	2011
415(c) Maximum Annual Addition	\$50,000	\$49,000

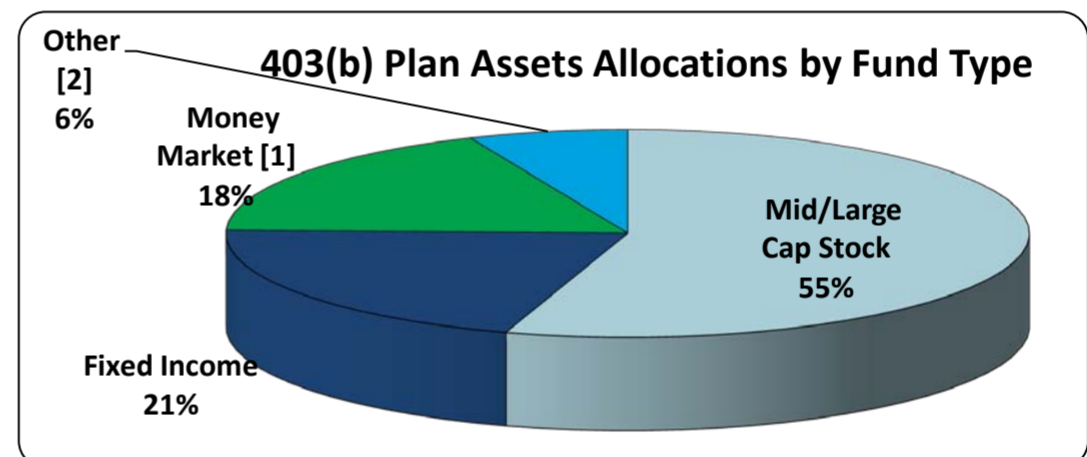
Top Holdings	Amount	% of Total
UC Savings Fund	\$1,749,459,761	47%
UC Equity Fund	\$548,753,850	15%
UC Balanced Growth	\$191,863,633	5%
UC Insurance Company Contract (ICC) Fund	\$176,740,925	5%
UC Bond Fund	\$117,927,461	3%

Accumulations Pretax and After-tax:	BALANCE
FUND TYPE	
Money Market ^[1]	\$1,787,879,751
Mid/Large Cap Stock	\$1,364,888,503
Fixed Income	\$428,695,328
Other ^[2]	\$168,653,630
TOTAL	\$3,750,117,212

UNIVERSITY OF CALIFORNIA TAX-DEFERRED 403(b) PLAN (403(b) Plan)

The 403(b) Plan was established in 1969 and houses elective pretax contributions and rollovers from other qualified plans.

403(b) Plan Participants as of June 30:	2011	2010
Active	58,163	56,177
Inactive	51,814	51,569
Average Monthly Contribution	\$704	\$669



Statutory Limits (Calendar Year)	2012	2011
403(b) Elective Deferral Limit: ^[3]	\$17,000/\$22,500	\$16,500 / \$22,000

Top Holdings	Amount	% of Total
UC Equity Fund	\$2,538,370,767	22%
UC Savings Fund	\$1,839,675,492	16%
UC Insurance Company Contract (ICC) Fund	\$909,280,883	8%
UC Balanced Growth Fund	\$845,177,855	7%
UC Bond Fund	\$812,243,982	7%

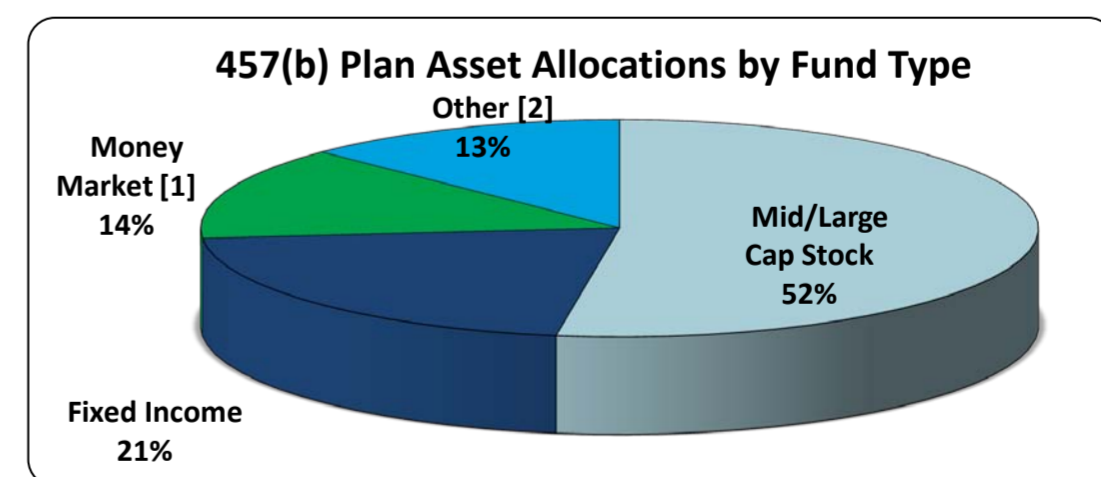
Accumulations:	BALANCE
FUND TYPE	
Mid/Large Cap Stock	\$6,206,543,065
Fixed Income	\$2,325,754,656
Money Market ^[1]	\$2,049,741,769
Other ^[2]	\$725,840,340
TOTAL	\$11,307,879,829

Loan Program:	2011	2010
Outstanding Loans	15,741	14,729
Outstanding Loan Principal (in millions)	\$139.40	\$126.70

UNIVERSITY OF CALIFORNIA DEFERRED COMPENSATION 457(b) PLAN (457 Plan)

The 457 Plan was established in 2004 and houses elective pretax contributions and rollovers from other qualified plans.

457 Plan Participants as of June 30:	2011	2010
Active	13,923	12,405
Inactive	6,382	5,898
Average Monthly Contribution	\$957	\$967



Statutory Limits (Calendar Year)	2012	2011
457(b) Elective Deferral Limit: ^[3]	\$17,000/\$22,500	\$16,500 / \$22,000

Top Holdings	Amount	% of Total
UC Equity Fund	\$148,744,796	14%
UC Savings Fund	\$128,998,745	12%
UC Balanced Growth	\$117,061,613	11%
UC Insurance Company Contract (ICC) Fund	\$84,284,018	8%
UC Bond Fund	\$53,576,046	5%

Accumulations:	BALANCE
FUND TYPE	
Mid/Large Cap Stock	\$552,413,727
Fixed Income	\$221,982,749
Money Market ^[1]	\$146,614,458
Other ^[2]	\$132,858,771
TOTAL	\$1,053,869,705

[1] The Money Market category includes the UC Savings Fund, Fidelity Cash Reserve, Fidelity Retirement MMKT, Fidelity Retirement Government MMKT, Fidelity Select MMKT, Fidelity MMKT, Fidelity US Treasury MMKT, Fidelity US Government Reserves, Calvert MMKT Portfolio Class A, Fidelity US Government MMKT, and Dreyfus Treasury Prime Cash Management Fund.

[2] Investments in the "Other" category include international stock funds, small cap stock funds and mutual funds purchased through the Fidelity BrokerageLink® or Brokerage Option.

[3] The 403(b) and 457(b) elective deferral limits for 2012: are \$17,000 (under age 50 as of as of December 31) or \$22,500 (age 50 and over as of December 31).