

# SCSL Digital Collections

## Annual report for the fiscal year ended June 30, 2006

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SOUTH CAROLINA  
RETIREMENT SYSTEM  
INVESTMENT COMMISSION

ANNUAL  
REPORT

FOR THE FISCAL YEAR ENDED JUNE 30, 2006

**Reynolds Williams**  
Chairman

**James R. Powers**  
Vice Chairman

**Grady L. Patterson, Jr.**  
State Treasurer

**Robert L. Borden, CFA**  
Chief Investment Officer

# State of South Carolina

## Retirement System Investment Commission



Post Office Box 11960  
COLUMBIA, SOUTH CAROLINA 29211

**Blaine Ewing**

**Allen R. Gillespie, CFA**

**S. Travis Pritchett**

**Nancy E. Shealy**  
Administrative Director  
and General Counsel

December 29, 2006

The Honorable Mark Sanford, Governor  
Budget and Control Board  
Speaker of the House of Representatives  
The Members of the House of Representatives  
The Members of the Senate

Honorable Ladies and Gentlemen:

Pursuant to S.C CODE ANN. 9-16-90, it is our pleasure to provide the first **Annual Report** on the investments of the South Carolina Retirement System's (System) portfolio by the South Carolina Retirement System Investment Commission (Commission). The following report provides detailed information regarding the System's investment returns, asset allocation, expenses, and holdings, as well as a disclosure of material interests on behalf of the fund's fiduciaries.

During the fiscal year ended June 30, 2006, and for the trailing three and five year periods the System's portfolio, while exceeding the policy benchmark, has failed to achieve a rate of return above the actuarially assumed rate of return and ranks in the bottom 5 percent of large public pension plans. This is due almost entirely to the lack of diversification that has persisted in the investment program for many years. The Commission is well along in the process of adopting new asset allocation targets and an implementation plan, which we are confident will remedy the situation over the long term. The Commission is dedicated to providing complete transparency of its plans, goals, and results to the public.

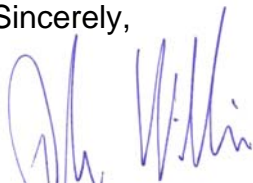
2006 was a seminal year for the System's investment program. The Commission is comprised of professionals from across the state who possess complementary backgrounds in the diverse investment industry. The structure you have given us places South Carolina at the forefront of best practices in fund governance. The Commission has developed and documented revised investment Policies and Objectives designed to take full advantage of the additional flexibility recently granted and improve the risk/return profile of the fund. The Commission hired its first Chief Investment Officer and is in the process of recruiting appropriate professional staff and developing the necessary infrastructures to operate in an efficient and effective manner. We have begun and are poised for significant, progressive change in the System's investment portfolio.

The Commission intends to use industry best practices to transform its investment program into a top-quartile ranked public pension fund, on a risk-adjusted basis, while working to exceed our target rate of return. We believe that we now have the necessary structure and tools in place to achieve these critical goals. The diversification process and resulting increase in investment performance will not happen

overnight. Therefore, we must be patient and persistent in our effort to increase the returns of the portfolio while prudently managing the associated risk.

If you have any questions or would like additional information, please do not hesitate to contact me at (843) 662-3258 ([reynolds@willcoxlaw.com](mailto:reynolds@willcoxlaw.com)) or Bob Borden at (803) 737-6929 ([bborden@retirement.sc.gov](mailto:bborden@retirement.sc.gov)).

Sincerely,

Handwritten signature of Reynolds Williams in blue ink.

Reynolds Williams  
Chairman

Handwritten signature of Robert L. Borden in blue ink.

Robert L. Borden, CFA  
Chief Investment Officer

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**DISCLOSURE OF MATERIAL INTERESTS**

Pursuant to S.C CODE ANN. 9-16-90(B)(1)

For Fiscal Year Ended June 30, 2006

None were noted.

# South Carolina Retirement System Investment Commission

## SUMMARY OF PERFORMANCE

For Period Ending June 30, 2006

RATE OF RETURNS

NET OF FEES FOR EQUITY MANAGERS

GROSS OF FEES FOR CASH, FIXED INCOME, AND TOTAL PORTFOLIO

	MKT VAL (In Millions)	MGMT Fees	Current Weight	Last Month	Last Quarter	YTD	1 Year	3 Years	5 Years	10 Years
<b>CASH</b>										
<b>CASH ACCOUNT</b>										
SHORT DURATION BONDS	\$ 288.3	-	1.1%	0.4	1.2	2.4	4.4			
90 DAY T-BILL				0.4	1.2	2.2	3.9	2.3	2.2	3.8
<b>TOTAL CASH EQUIVALENTS<sup>A</sup></b>	<b>\$ 288.3</b>	<b>-</b>	<b>1.1%</b>	<b>0.4</b>	<b>1.2</b>	<b>2.4</b>	<b>4.4</b>			
<b>FIXED INCOME</b>										
<b>CORE BONDS</b>										
FIXED INCOME PORTFOLIO	\$ 12,029.5	-	46.3%	0.3	-0.1	-0.5	0.7	3.0	5.7	6.9
LB AGGREGATE				0.2	-0.1	-0.7	-0.8	2.1	5.0	6.2
<b>TOTAL FIXED INCOME<sup>A</sup></b>	<b>\$ 12,029.5</b>	<b>-</b>	<b>46.3%</b>	<b>0.3</b>	<b>-0.1</b>	<b>-0.5</b>	<b>0.7</b>	<b>3.0</b>	<b>5.7</b>	<b>6.9</b>
<b>EQUITY</b>										
<b>LARGE CAP GROWTH</b>										
ALLIANCE CAPITAL	\$ 221.7	31.2 Bps	0.9%	-1.5	-7.4	-5.6	10.1	10.4	-0.8	
SANDS	\$ 363.4	48.0 Bps	1.4%	0.4	-7.6					
WCM	\$ 685.4	40.5 Bps	2.6%	1.8	-6.5					
LEGG MASON	\$ 384.5	66.8 Bps	1.5%	0.2	-8.2					
<b>RUSSELL 1000 GROWTH</b>				<b>-0.4</b>	<b>-3.9</b>	<b>-0.9</b>	<b>6.1</b>	<b>8.3</b>	<b>-0.8</b>	<b>5.4</b>
<b>TOTAL LARGE GROWTH</b>	<b>\$ 1,654.9</b>	<b>47 Bps</b>	<b>6.4%</b>	<b>0.7</b>	<b>-7.3</b>	<b>-5.8</b>	<b>8.6</b>	<b>8.7</b>	<b>-0.5</b>	
<b>LARGE CAP VALUE</b>										
FLIPPIN, BRUCE AND PORTER	\$ 239.0	32.6 Bps	0.9%	0.1	-0.6	3.4	8.6	13.3	5.8	
ALLIANCE BERNSTEIN	\$ 513.4	22.0 Bps	2.0%	0.1	0.4	5.7	11.4	13.2	5.7	
ARONSON + JOHNSON + ORITZ	\$ 647.1	TBD	2.5%	0.8	-0.3					
PZENA	\$ 415.2	42.2 Bps	1.6%	-1.8	-3.3					
<b>RUSSELL 1000 VALUE</b>				<b>0.6</b>	<b>0.6</b>	<b>6.6</b>	<b>12.1</b>	<b>15.7</b>	<b>6.9</b>	<b>10.8</b>
<b>TOTAL LARGE VALUE</b>	<b>\$ 1,814.7</b>	<b>31 Bps</b>	<b>7.0%</b>	<b>-0.1</b>	<b>-0.9</b>	<b>4.2</b>	<b>10.4</b>	<b>12.8</b>	<b>4.9</b>	
<b>LARGE CAP CORE</b>										
WELLINGTON	\$ 716.4	41.4 Bps	2.8%	0.8	-0.8	3.1	10.2	12.2	2.6	
BARCLAYS	\$ 482.6	26.6 Bps	1.9%	0.3	-0.9	3.7	11.4			
<b>S&amp;P 500</b>				<b>0.1</b>	<b>-1.4</b>	<b>2.7</b>	<b>8.6</b>	<b>11.2</b>	<b>2.5</b>	
<b>TOTAL ACTIVE LARGE CORE</b>	<b>\$ 1,199.0</b>		<b>4.6%</b>	<b>0.5</b>	<b>-0.8</b>	<b>3.3</b>	<b>10.6</b>	<b>12.1</b>	<b>2.6</b>	
SSGA S&P 500 INDEX	\$ 6,442.7	0.3 Bps	24.8%	0.1	-1.4	2.7	8.6	11.2	2.4	
<b>TOTAL ACTIVE DOMESTIC LARGE CAP</b>	<b>\$ 4,668.7</b>	<b>35 Bps</b>	<b>18.0%</b>	<b>0.3</b>	<b>-3.2</b>	<b>0.2</b>	<b>8.8</b>	<b>10.9</b>	<b>2.3</b>	
<b>SMALL CAP GROWTH</b>										
TIMES SQUARE	\$ 323.9	76.5 Bps	1.2%	-0.5	-4.5	9.4	19.1	17.2		
CLARIVEST / NICH APPL	\$ 290.6	40.0 Bps	1.1%	0.0	N/A	N/A	N/A			
BATTERYMARCH	\$ 200.9	39.1 Bps	0.8%	0.1	-6.3	6.8	12.1			
TURNER	\$ 221.3	75.0 Bps	0.9%	-1.0	-5.6	9.5	22.9			
<b>RUSSELL 2000 GROWTH</b>				<b>0.1</b>	<b>-7.3</b>	<b>6.1</b>	<b>14.6</b>	<b>16.3</b>	<b>3.5</b>	<b>4.1</b>
<b>TOTAL SMALL GROWTH</b>	<b>\$ 1,036.8</b>	<b>66 Bps</b>	<b>4.0%</b>	<b>0.0</b>	<b>-5.3</b>	<b>8.7</b>	<b>19.5</b>	<b>14.9</b>	<b>-2.4</b>	
<b>SMALL CAP VALUE</b>										
JL KAPLAN	\$ -		0.0%	0.0	-4.3	3.5	3.7	15.8	12.6	
BENSON	\$ 358.1	61.3 Bps	1.4%	-0.3	-3.5	6.9	12.5	21.5		
TSW	\$ 222.4	66.7 Bps	0.9%	1.8	-0.4	13.5	19.7			
INTEGRITY	\$ 146.8	63.6 Bps	0.6%	0.2	-2.6	10.4	19.0			
<b>RUSSELL 2000 VALUE</b>				<b>1.2</b>	<b>-2.7</b>	<b>10.4</b>	<b>14.6</b>	<b>21.0</b>	<b>13.1</b>	<b>13.3</b>
<b>TOTAL SMALL VALUE</b>	<b>\$ 727.3</b>	<b>63 Bps</b>	<b>2.8%</b>	<b>0.4</b>	<b>-2.4</b>	<b>8.0</b>	<b>14.9</b>	<b>21.0</b>	<b>10.7</b>	
<b>SMALL CAP CORE</b>										
FIDELITY	\$ 384.6	61.3 Bps	1.5%	-0.1	-5.2	6.5	16.7	22.0	9.9	
SSGA RUSSELL 2000 INDEX	\$ 392.1	3.3 Bps	1.5%	0.6	-5.0	8.2				
<b>RUSSELL 2000</b>				<b>0.6</b>	<b>-5.0</b>	<b>8.2</b>	<b>14.6</b>	<b>18.7</b>	<b>8.5</b>	<b>9.1</b>
<b>TOTAL ACTIVE DOMESTIC SMALL CAP</b>	<b>\$ 2,148.8</b>	<b>61 Bps</b>	<b>8.3%</b>	<b>0.2</b>	<b>-4.3</b>	<b>7.9</b>	<b>16.6</b>	<b>19.4</b>	<b>6.4</b>	
<b>RUSSELL 3000</b>				<b>0.18</b>	<b>-2.0</b>	<b>3.23</b>	<b>9.6</b>	<b>12.6</b>	<b>3.5</b>	<b>8.5</b>
<b>TOTAL EQUITY</b>	<b>\$ 13,652.6</b>	<b>24 Bps</b>	<b>52.6%</b>	<b>0.2</b>	<b>-2.7</b>	<b>2.9</b>	<b>10.3</b>	<b>12.6</b>	<b>3.2</b>	
<b>POLICY BENCHMARK</b>				<b>0.5</b>	<b>-1.1</b>	<b>1.4</b>	<b>3.8</b>	<b>6.3</b>	<b>6.0</b>	<b>6.4</b>
<b>TOTAL PORTFOLIO<sup>A</sup></b>	<b>\$ 25,970.3</b>		<b>100%</b>	<b>0.3</b>	<b>-1.5</b>	<b>1.2</b>	<b>5.1</b>	<b>7.0</b>	<b>6.1</b>	<b>6.8</b>

<sup>A</sup> Represents performance that is gross of fees

# South Carolina Retirement Systems

Executive Summary

Second Quarter 2006

**MERCER**  
Investment Consulting



**Mercer Investment Consulting**  
**3475 Piedmont Road, 7th Floor**  
**Atlanta, GA 30305**  
**404-442-3100**

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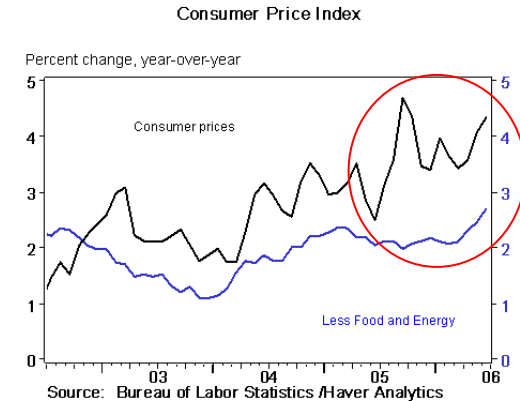
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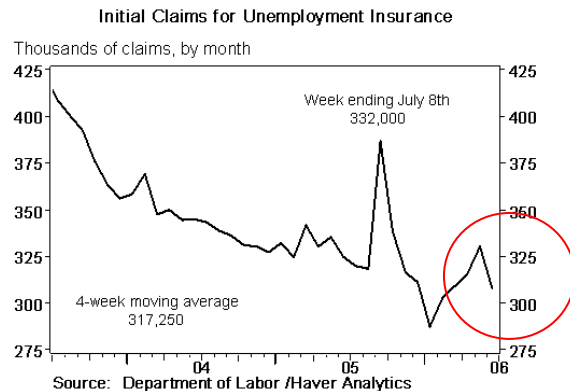
# The Economy – Q2 2006

## Economic growth or economic slow-down?

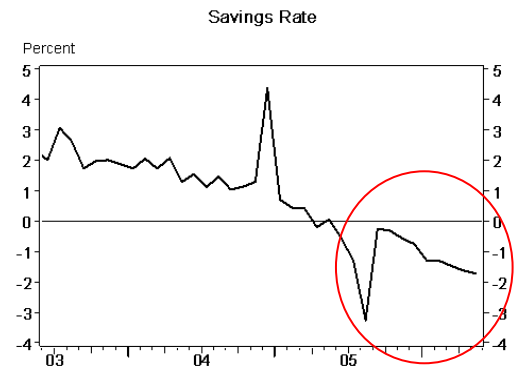
- Inflation continued to rise in the second quarter. CPI rose 0.6% and 0.4% in April and May respectively, but came in lower at 0.2% in June. Overall, inflation rose to 5%.
- Core CPI, which does not include food and energy, remained relatively flat during the first two months of the quarter.
- Personal savings rate continues to be negative.
- Gross domestic product was revised upward to 5.6% in first quarter.
- Sluggish, mediocre job growth: The U.S. added 121,000 jobs in June, which was above May, but below expectations.
- Unemployment rate held steady at 4.6%.



Source: Boston Federal Reserve



Source: Boston Federal Reserve

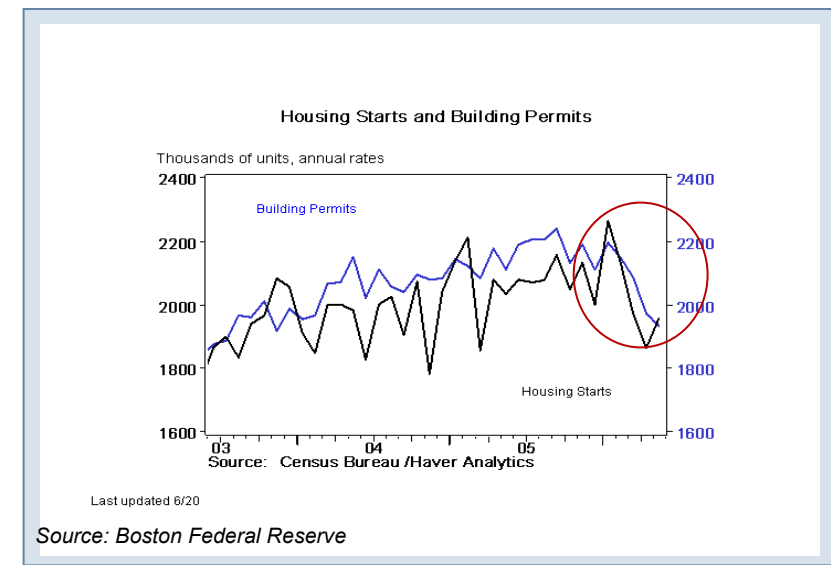
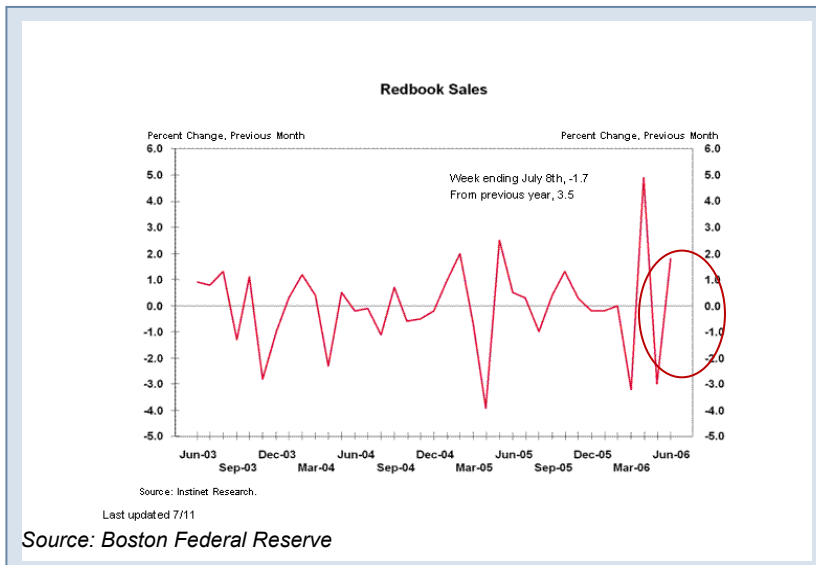
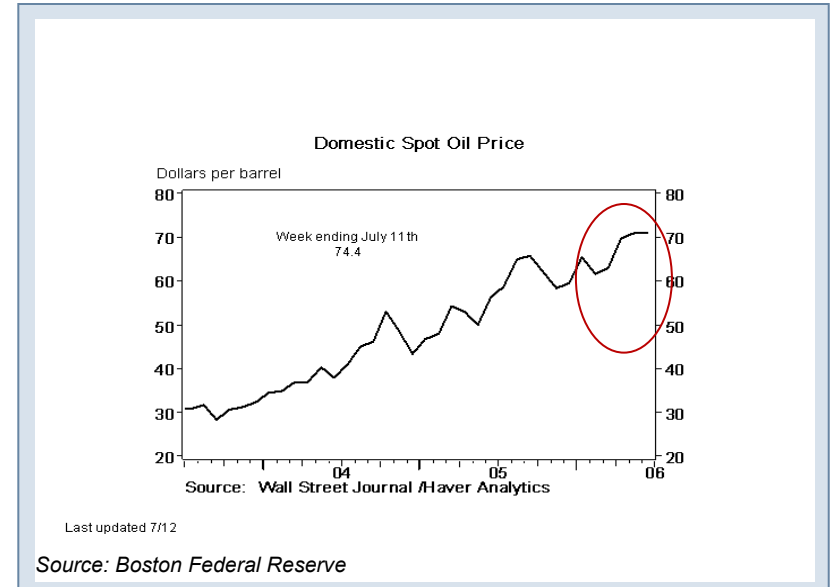


Source: Boston Federal Reserve

# Economic Dashboard

## Crude oil rises in price, while retail sales and home sales slow down during the quarter

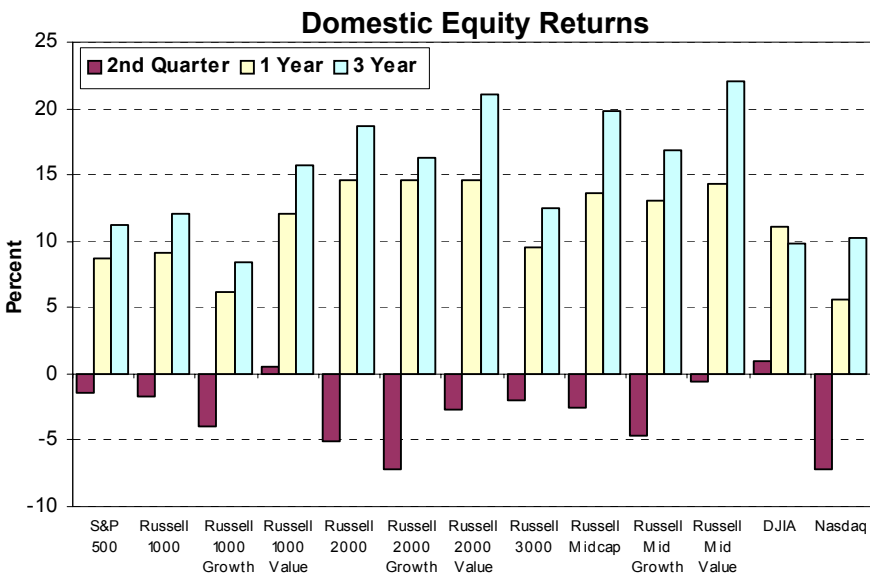
- During much of the second quarter, the price of domestic crude oil rose in price, hovering around \$75 per barrel. Other commodity prices also saw record highs during the quarter, but slowly retreated to year-end levels.
- Home sales continued to slow, however home prices have remained relatively flat. Housing starts and building permits dropped off in April and May as rising interest rates continue to dampen the sector.
- After a difficult May, retail sales rebounded in June to 1.7%.
- Output at U.S. factories, mines and utilities rose by 0.8% in the second quarter, higher than expected, indicating signs of economic strength (inflation?) which may cause Fed to continue to tighten interest rates.



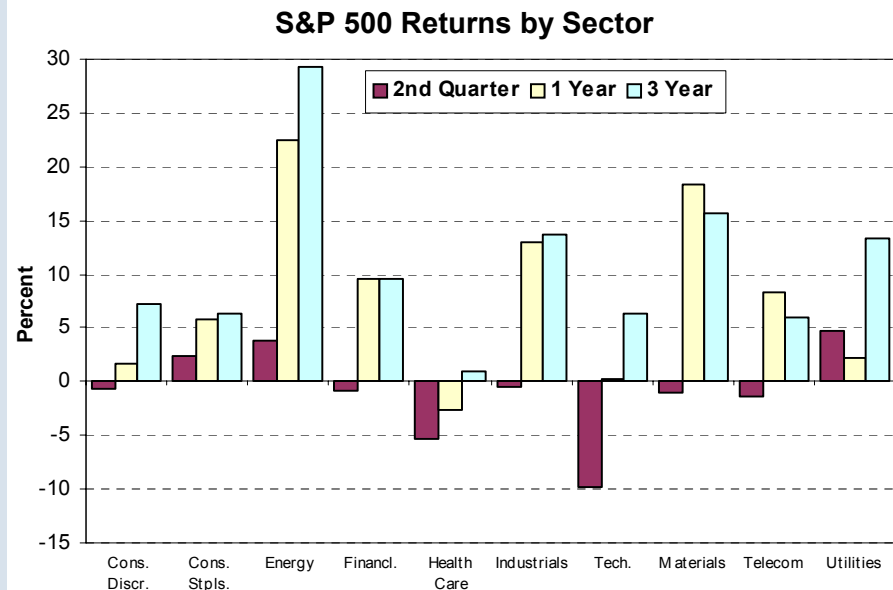
# Domestic Equity

## Equities have quiet quarter; only energy and utilities post modest gains

- The S&P 500 lost -1.4% for the quarter, with May being the worst performing month at -2.9%.
- Large cap stocks outperformed smaller cap names with the broad NASDAQ Index retreating by over 6% in May alone.
- Although negative, value stocks protected the downside with better performance than growth stocks for the quarter.
- The DJIA posted a modest 0.9% gain for the second quarter as did the Russell 1000 Value Index.
- The more defensive sectors of energy, utilities and consumer staples were the only sectors to post positive results for the quarter. Technology and health care stocks were the largest detractors from performance, declining by 9.8% and 5.4% respectively.



Source: Datastream

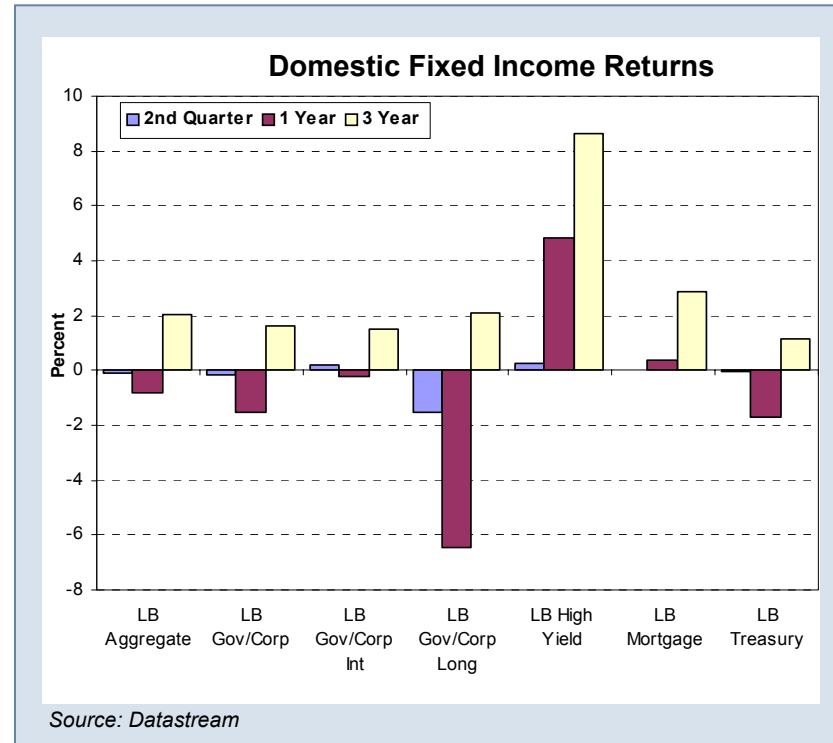


Source: Datastream

# Domestic Fixed Income

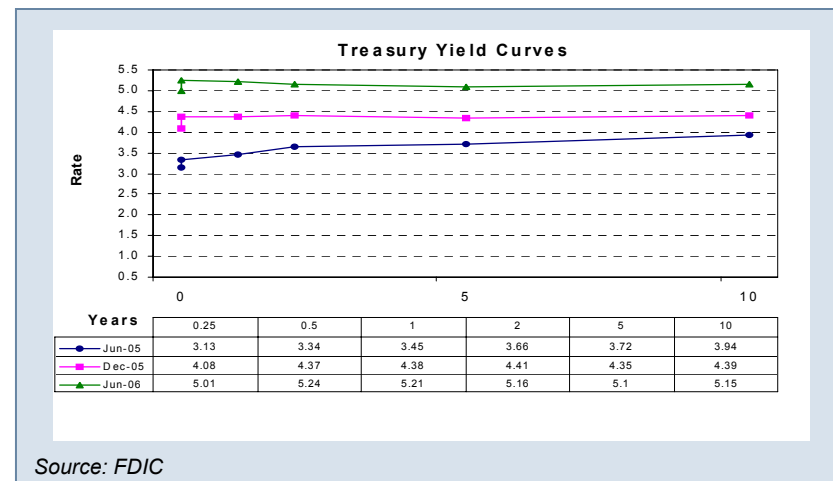
## The Fed raises rates twice, causing a rise in bond yields, but sending prices down

- Much of the U.S. bond market posted negative results for the second quarter. Long bonds continue to post the worst performance at -1.5%.
- Lowest quality bonds and TIPS fared well: high yield gained 0.3%, while TIPS gained 0.5%.
- Intermediate bonds also gained modestly.
- Cash (3-month t-bill) was the best performing area of fixed income for the quarter.



## Yield curve remains flat

- Yield curve ended at an almost parallel fashion, slightly flattening during the quarter.
- Economists question if the continued flat or inverted yield curve is a sign of a recession coming.

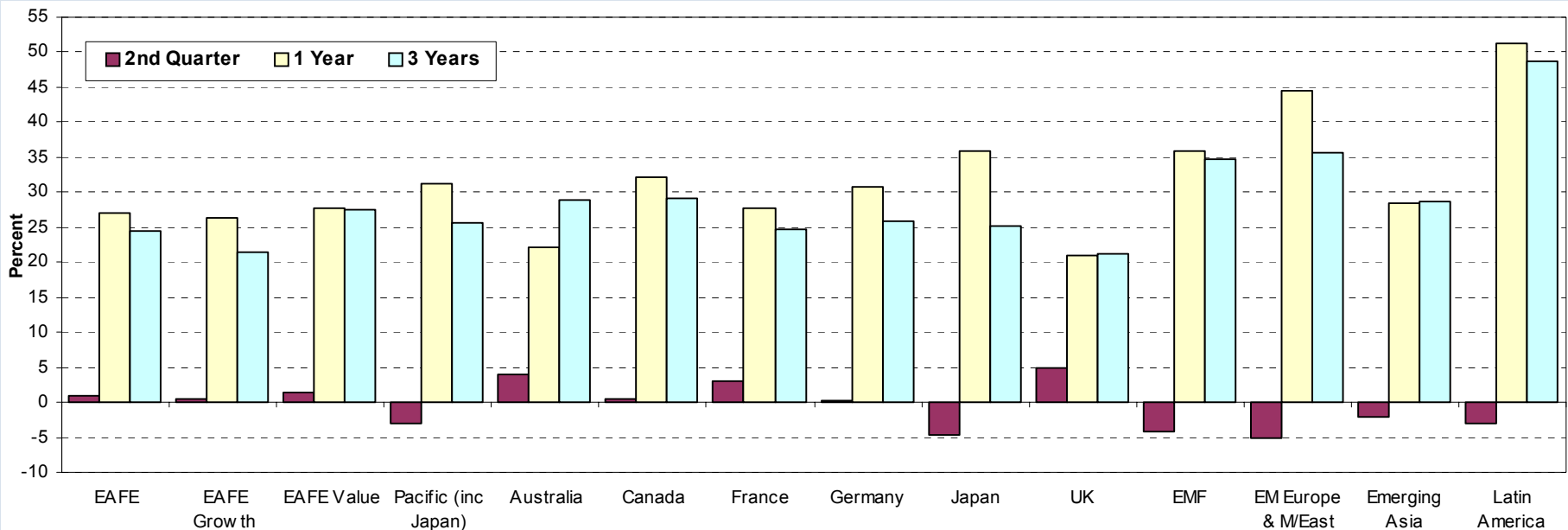


# International Equity

## US Dollar's weakness salvages international equity returns; emerging markets reverse course and post losses

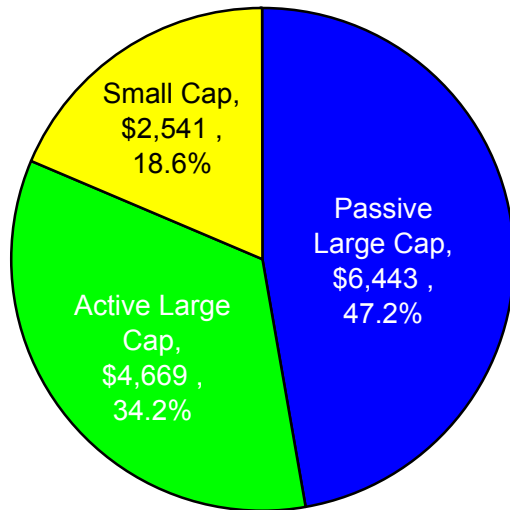
- U.S. dollar declined versus most other currencies which helped put international equity investors in positive ground as most countries experienced losses in local currency terms.
- Fears of inflation and rising U.S. interest rates dampened returns and cooled off international and emerging markets.
- Australia, France, and the UK led performance during the quarter, posting 4%, 3% and 5% gains respectively.
- Japan was the most significant detractor of results at -4.6%.
- MSCI Emerging Markets Index lost -4.2% during the second quarter, with a -10.5% during the month of May.

International Equity Returns

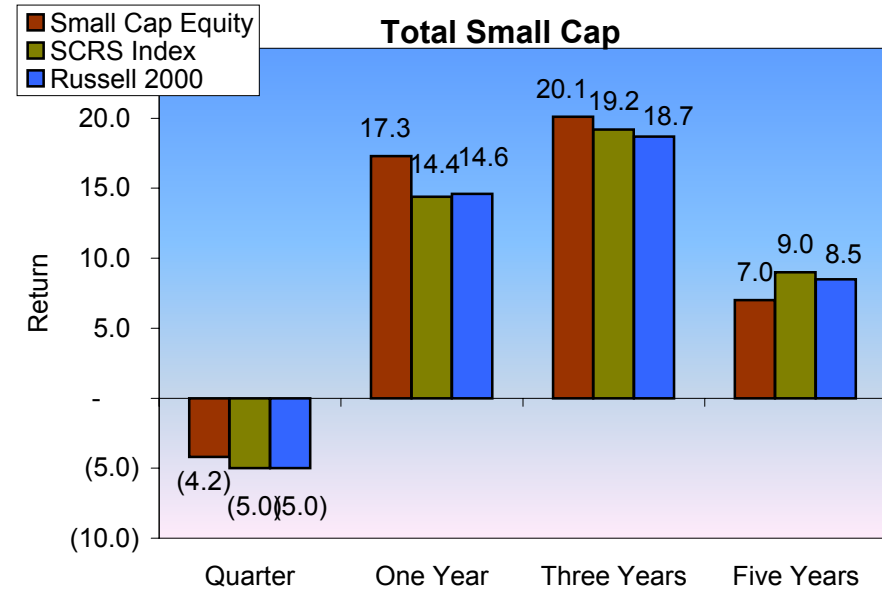
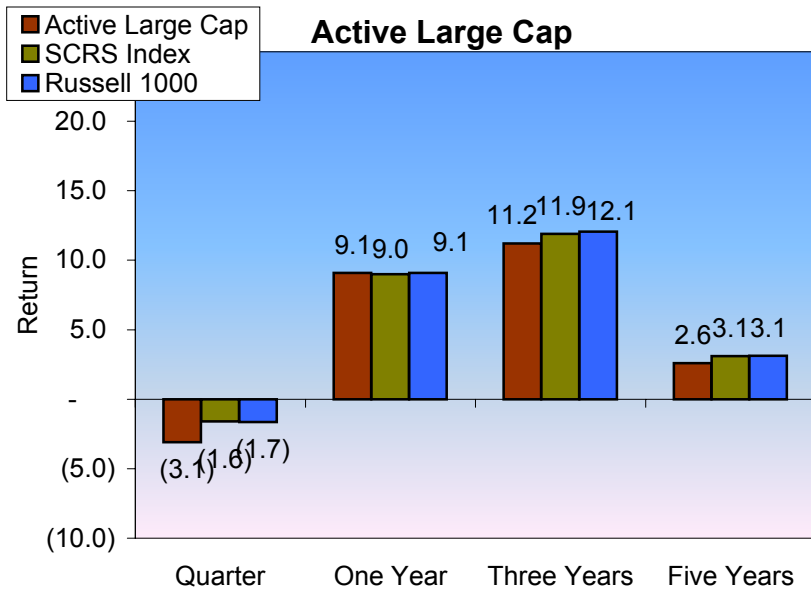
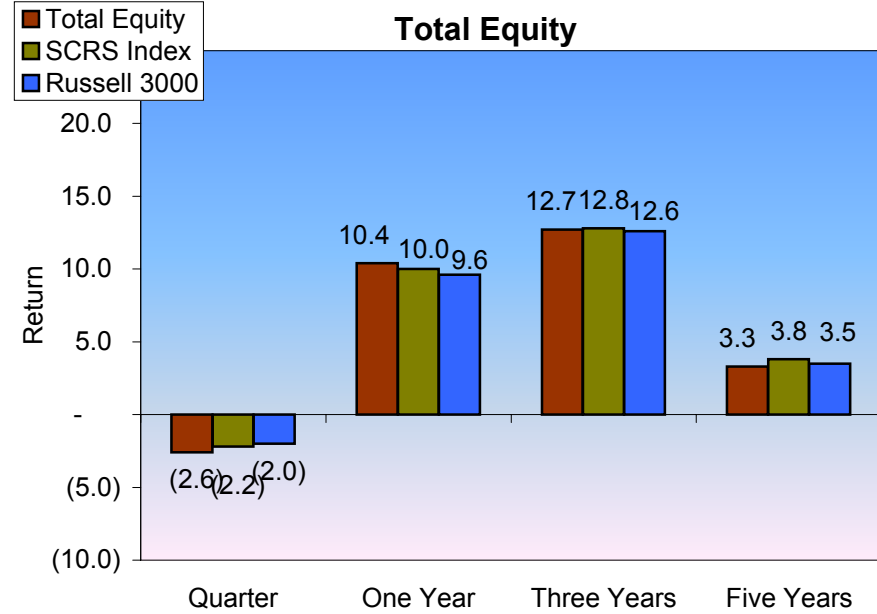


Source: Datastream

## SCRS Equity Performance - Second Quarter 2006



**\$13,652**



\*Returns for periods longer than one year are annualized.

## Executive Summary

After an unusually large gain in economic growth in the first quarter, the economy grew at a slower 2.5% rate in the second quarter, according to initial estimates. Higher interest rates, a stalled housing market, and higher oil prices all contributed to the slowing economy. In May, investors became increasingly uncertain of the future direction of the economy and interest rates, resulting in a significant spike in equity volatility. Investors risk tolerance decreased substantially and equity valuations were placed under pressure. US large cap stocks (S&P 500) were down 1.4% for the quarter while small cap stocks (Russell 2000) declined 5.0%. In the first quarter small cap had outperformed large cap by the widest margin since 2001, but the risk premium reduction in May reversed that outperformance sharply. Consistent with this lowered risk tolerance, growth stocks trailed value stocks across the market cap spectrum for the quarter. International equity markets took the same valuation hit that US stocks did for the quarter, and in local currency terms that impact was greater at -4%, though a declining dollar softened the impact on US investors and the EAFE index was up 1.2% for the quarter. Fixed income returns were generally negative for the quarter. Active equity managers generally struggled during the quarter. The median manager in every capitalization and style trailed the benchmarks for the quarter.

At June 30 the SCRS equity portfolio totaled \$13.6 billion, a decrease of \$0.4 billion in the quarter. The asset allocation and the equity allocation were in line with AIP targets and ranges at quarter end. Compared to the target allocation, the equity portfolio was overweight to large cap passive as a result of terminating Kaplan during the quarter, a small cap value manager, and placing those assets in the S&P 500 Index. Also during the quarter, Nicholas Applegate was terminated as a small cap growth manager and their assets transitioned to Clarivest, a new small cap growth manager.

The SCRS Equity Portfolio returned -2.6% for the quarter gross of fees and -2.7% net of fees. This performance trailed the S&P 500 Index and the Russell 3000 Index by 1.2% and 0.6%, respectively. For the trailing five-year period ending June 30, 2006, the portfolio returned 3.3% gross (3.1% net of fees) versus the S&P 500 return of 2.5% and the Russell 3000 Index return of 3.5%. For Fiscal Year 2006 (ended June 30), the equity portfolio returned 10.4% (10.3% net), well ahead of its implied target level of 8.9%.

The holdings in the portfolio tilted towards small cap and growth at quarter end relative to the Russell 3000 Index. The portfolio was overweight Consumer Discretionary and Autos & Transportation stocks and underweight positions in Consumer Staples, Utilities and Integrated Oils. The active portfolios held 1,488 stocks.

The Active Managers as a group trailed their blended benchmark index by 0.7% for the quarter but outpaced the benchmark by 1.1% for the one-year period. For both the quarter and the one year period, the small cap managers added significant value as a group while the large cap managers trailed their benchmarks.



The **Large Cap Growth Portfolio** declined 7.2% for the quarter, which trailed the Russell 1000 Growth Index return of -3.9% significantly. Longer term, the portfolio performed favorably against the Russell 1000 Growth Index with a significant lead of 2.9% for the most recent one year period. For the quarter, all of the managers trailed the benchmark.

- **Growth Managers**

- **Alliance** trailed the index for the quarter with a -7.4% return but outpaced the index for the one-year period by 4.7%. While an underweight to consumer staples hurt performance modestly for the quarter, the primary contributor to underperformance was stock selection. The technology and health care segments were the primary negative contributors.
- For the quarter, **Legg Mason** returned -8.1%. The most significant drag on performance was poor stock selection in the consumer discretionary sector as well as the substantial overweight position to this sector, which was nearly 2 1/2 times the weight of the index at quarter end.
- **Sands** declined 7.5% for the quarter compared to a -3.9% return for the index. The most significant contributor to Sands' underperformance for the quarter was its overweight and underperformance in the health care sector, as major holding Genzyme declined 9.2% for the quarter.
- **WCM** had the strongest performance out of the group, though it too underperformed the index significantly by 2.6%. The largest detractors from performance were investments in the financial services, health care, and consumer discretionary sectors. However, the overweight position combined with good stock selection in the autos & transportation sector was positive.

In **Large Cap Core**, **BGI** and **Wellington** outpaced the S&P 500 for the quarter and both managers surpassed the index for the one-year period. Favorable security selection among **Wellington's** consumer discretionary, autos & transportation, and utilities sectors benefited results during the quarter. However, lackluster stock selection in the technology and materials & processing sectors limited gains.

The **Large Cap Value** composite declined 0.8% for the recent quarter, trailing the 0.6% gain of the Russell 1000 Value Index. All of the managers within the large cap value composite trailed the index for the quarter. **Flippin** and **AllianceBernstein**, the managers with the longest history, both trailed the index for the one-year period.

- **Value Managers**

- **Flippin's** relative underperformance versus the index was primarily due to overexposure to and weak stock picks in the technology sector, the worst performer of the index. An overweight allocation to health care was also negative. The portfolio's top performer was General Motors in the Autos & Transportation sector. Flippin's

performance has been somewhat disappointing over the past year, as they have begun posturing the portfolio for a slowing economy.

- **Bernstein** gained 0.5% for the quarter, slightly trailing the index by 10 basis points. **Bernstein's** investments in the consumer growth sector added value, particularly, Comcast and CBS, as each posted double-digit gains and significantly outpaced the index. Conversely, weak stock selection in the energy sector, the best performer of the index hindered results.
- **Pzena** was down 3.2% for the quarter versus the +0.6% return for the index. Sector and stock selection contributed to the portfolio's underperformance during the quarter. The largest detractors were from the technology, consumer discretionary, and consumer staples sectors.
- **Aronson** was down 0.3% for the quarter and placed just below the median large cap value manager in the peer group rankings. **Aronson's** stock selection detracted from results across most sectors for the quarter.

The **Smaller Cap Portfolio** led the blended benchmark for the quarter by 0.8%, with a -4.2% return versus -5.0% for the benchmark. For the trailing year the total small cap portfolio beat the blended benchmark by 2.9% and the Russell 2500 by 3.8%. All of the small cap managers matched or beat their benchmark for the quarter with the exception of Wells Capital (formerly Benson). During the quarter, **Nicholas Applegate** was terminated and their assets transitioned to **Clarivest**. Also during the quarter, **J.L. Kaplan** was terminated and their assets were transitioned to the S&P 500 Index fund.

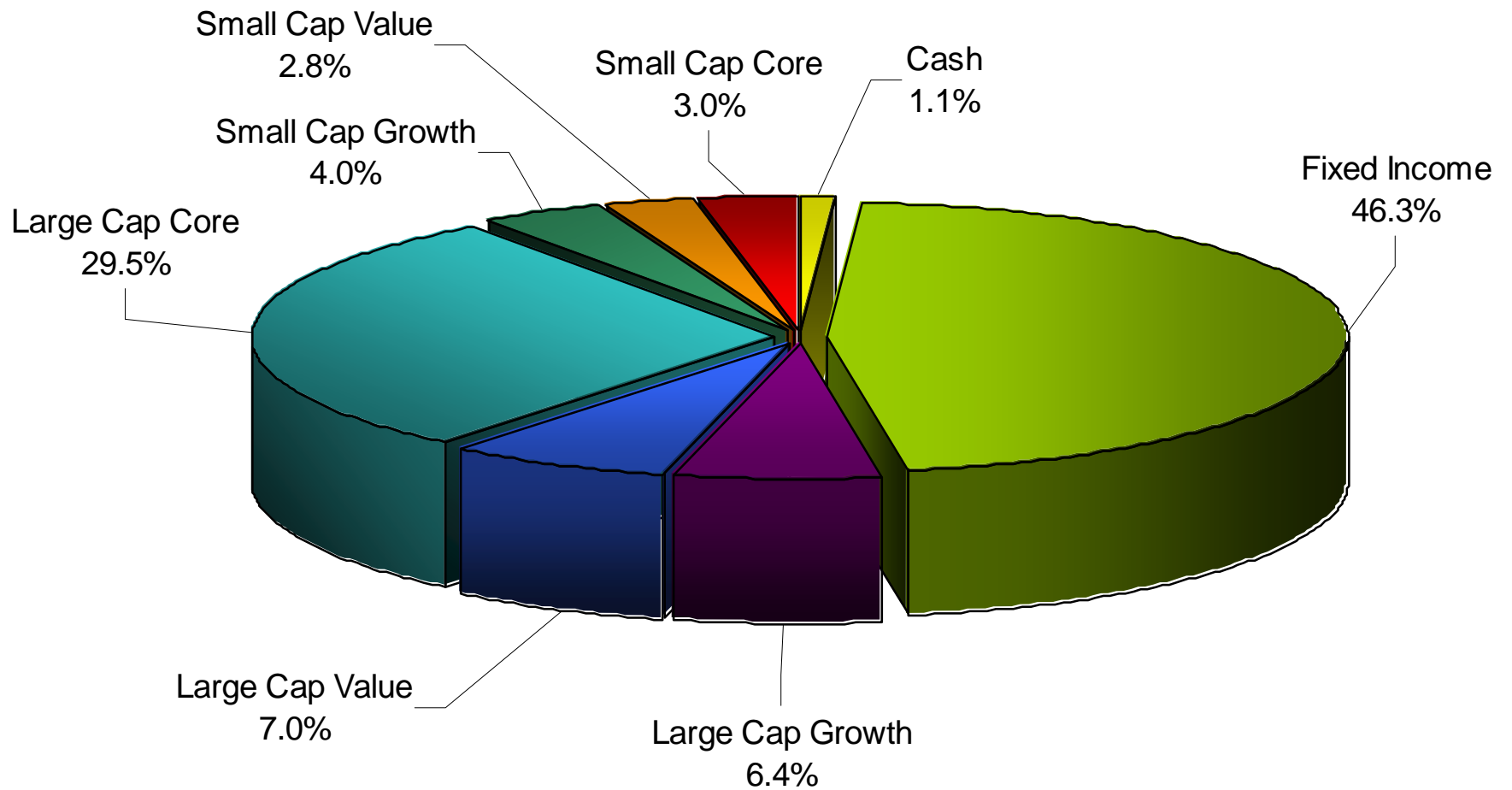
- **Value Managers**

- **Benson** returned -3.3% for the quarter, trailing the Russell 2000 Value index by 0.6% and placing just below the median small cap value manager. The underperformance for the quarter was spread across a number of sectors.
- **Integrity** beat the benchmark by 0.3% for the quarter and 5.1% for the trailing year. Integrity placed in the top third of small value managers for the quarter and the top 20% for the trailing year. For the quarter, stock selection was mixed, with good results from the producer durables and energy sectors and negative results from consumer discretionary.
- **TSW** again posted the strongest results of the small value managers, with a -0.3% return, beating the benchmark by 2.4%. For the trailing year, TSW was 5.9% ahead of the benchmark. The portfolio benefited from a number of buyouts in its portfolio during the quarter, including Texas Regional in the financials sector and Fargo Electronics in technology.

- **Core Managers**
  - **Fidelity** returned -5.0% for the quarter, matching the benchmark Russell 2000 Index. For all trailing periods, the portfolio outperformed the benchmark by 2% or greater and placed in the top 25% of its peer group.
- **Growth Managers**
  - The **Small Cap Growth** managers as a group returned -5.1% for the quarter, beating the Russell 2500 Growth Index by 1% and the Russell 2000 Growth Index by 2.2%.
  - **Clarivest** took over the Nicholas Applegate during the quarter, and beat the Russell 2000 Growth Index during the month of June.
  - **TimesSquare** returned -4.4% for the quarter, beating the small cap growth index by 2.9% and placing in the top 20% of small growth managers. For the quarter, the portfolio benefited from strong stock selection in the consumer discretionary sector and an underweight to the technology sector.
  - **Turner** beat the Russell 2000 Growth by 1.9% for the quarter. For the trailing year the portfolio beat the benchmark by 9.4% and placed in the top 20% of small growth managers. An overweight to financials and underweight to Technology helped performance for the quarter, as well as strong stock selection in materials & processing and producer durables.
  - **Batterymarch's** return of -6.1% in the quarter beat the Russell 2000 Growth Index by 1.2%. The alpha for the quarter was primarily a result of sector selection: underweight to technology, overweight to energy services and overweight to autos.

# Asset Allocation

(as of 06/30/2006)



# Retirement System Investment Commission

## Schedule of Investment Expenses Year Ended June 30, 2006

*(Amounts expressed in thousands)*

	2002	2003	2004	2005	2006
<b>Total Plan Assets</b>	<b>20,951,556</b>	<b>22,379,370</b>	<b>23,782,739</b>	<b>24,808,447</b>	<b>25,381,948</b>
<b>Investment Management Expenses</b>					
Investment Managers' Fees	11,763	13,938	19,254	19,787	28,293
Investment Service Fees	2,166	4,280	3,264	1,910	1,544
Investment Consultant Fees	630	663	681	709	N/A
Administrative Expenses <sup>A</sup>	N/A	N/A	N/A	N/A	1,471
<b>Gross Expenses</b>	<b>\$14,559</b>	<b>\$18,881</b>	<b>\$23,199</b>	<b>\$22,406</b>	<b>\$31,308</b>
<b>Total Expenses as a Percentage of Total Assets</b>	<b>0.07%</b>	<b>0.08%</b>	<b>0.10%</b>	<b>0.09%</b>	<b>0.12%</b>
<b>Securities Lending Activities</b>					
Securities Lending Income	57,538	66,037	57,141	86,006	194,823
Securities Lending Expenses	48,613	47,353	40,510	76,017	183,825
<b>Net Securities Lending Income</b>	<b>\$8,925</b>	<b>\$18,684</b>	<b>\$16,631</b>	<b>\$9,989</b>	<b>\$10,998</b>
<b>Brokerage Fees</b>	<b>7,389</b>	<b>10,543</b>	<b>10,568</b>	<b>8,723</b>	<b>8,236</b>

<sup>A</sup> This figure includes investment consulting fees. Prior to 2006, administrative expenses of the Investment Panel were absorbed by SCRS.

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Short term Investments**

<b>Issuer</b>	<b>Book Value</b>	<b>Market Value</b>
COLLECTIVE U S GOVERNMENT STIF	\$ 1,167,925.00	\$ 1,167,925.00
COLLECTIVE U S GOVERNMENT STIF	806,403.99	806,403.99
COLLECTIVE U S GOVERNMENT STIF	219,486.32	219,486.32
COLLECTIVE U S GOVERNMENT STIF	36,380.54	36,380.54
COLLECTIVE U S GOVERNMENT STIF	2,923.48	2,923.48
SC EQUITY REPO	19,157,242.57	19,157,242.57
SC EQUITY REPO	11,174,375.65	11,174,375.65
SC EQUITY REPO	9,903,883.60	9,903,883.60
SC EQUITY REPO	9,401,101.54	9,401,101.54
SC EQUITY REPO	8,757,957.71	8,757,957.71
SC EQUITY REPO	6,728,108.53	6,728,108.53
SC EQUITY REPO	6,477,127.86	6,477,127.86
SC EQUITY REPO	6,398,301.18	6,398,301.18
SC EQUITY REPO	5,638,714.29	5,638,714.29
SC EQUITY REPO	4,630,453.20	4,630,453.20
SC EQUITY REPO	4,582,881.76	4,582,881.76
SC EQUITY REPO	4,435,870.00	4,435,870.00
SC EQUITY REPO	3,943,019.91	3,943,019.91
SC EQUITY REPO	3,593,828.65	3,593,828.65
SC EQUITY REPO	2,816,049.04	2,816,049.04
SC EQUITY REPO	564,634.09	564,634.09
SC EQUITY REPO	500,624.22	500,624.22
SC EQUITY REPO	63,028.48	63,028.48
	<b>\$ 111,000,321.61</b>	<b>\$ 111,000,321.61</b>

**SOUTH CAROLINA RETIREMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Fixed Income Investments**

<b>Issuer</b>	<b>Rate</b>	<b>Maturity Date</b>	<b>Par Value</b>	<b>Book Value</b>	<b>Market Value</b>
ACE INA HOLDINGS	8.30	8/15/2006	\$ 33,043,000.00	33,043,000	33,134,860
AETNA U S HEALTHCARE INC	6.63	6/15/2036	20,000,000.00	20,000,000	19,783,000
ALABAMA GAS CORP M/T/N	7.97	9/23/2026	5,000,000.00	5,000,000	5,105,350
ALABAMA PWR CO	5.13	2/15/2019	25,000,000.00	25,000,000	22,939,500
ALLEGHENY GENERATING CO DEB	6.88	9/1/2023	17,240,000.00	17,240,000	15,947,000
ALLSTATE CORP	6.75	5/15/2018	19,000,000.00	19,000,000	19,763,420
ALLSTATE CORP	5.95	4/1/2036	30,000,000.00	30,000,000	27,569,400
ALLSTATE CORPORATION	7.50	6/15/2013	6,150,000.00	6,150,000	6,683,574
AMERICAN INTL GROUP INC *PP*	6.25	5/1/2036	30,000,000.00	30,000,000	28,752,900
APPALACHIAN PWR CO	5.95	5/15/2033	28,334,000.00	28,334,000	25,899,543
APPALACHIAN PWR CO	5.80	10/1/2035	14,215,000.00	14,215,000	12,683,049
ARCHER DANIELS MIDLAND CO	5.80	10/1/2035	34,000,000.00	34,000,000	38,849,080
ARCHER DANIELS MIDLAND CO	6.63	5/1/2029	4,500,000.00	4,500,000	4,703,175
ARIZONA PUB SVC CO	5.50	9/1/2035	40,170,000.00	40,170,000	33,584,129
ARROW ELECTRS INC	7.50	1/15/2027	50,000,000.00	50,000,000	52,309,000
AT&T BROADBAND CORP	9.46	11/15/2022	100,147,000.00	100,147,000	124,432,648
ATLANTA GAS LT CO M/T/N	7.30	7/15/2027	10,000,000.00	10,000,000	10,740,300
ATLANTIC CITY ELEC CO	5.80	5/15/2034	16,500,000.00	16,500,000	15,382,785
AVERY DENNISON CORP V/R	0.00	8/10/2007	20,000,000.00	20,000,000	20,019,400
AVISTA CORP	6.25	12/1/2035	10,000,000.00	10,000,000	9,425,500
BALTIMORE GAS & ELEC CO	5.25	12/15/2006	30,000,000.00	30,000,000	29,925,000
BALTIMORE GAS & ELEC CO M/T/N	6.65	11/14/2008	14,911,000.00	14,911,000	15,144,954
BAXTER INTL INC	6.63	2/15/2028	26,000,000.00	26,000,000	26,524,063
BEAR STEARNS COS INC M/T/N -	7.50	10/15/2023	50,000,000.00	50,000,000	47,335,000
BECTON DICKINSON	6.70	8/1/2028	34,700,000.00	34,700,000	36,554,021
BELLSOUTH CORP	4.87	11/15/2007	20,000,000.00	20,000,000	20,025,000
BLUE CROSS BLUE SHIELD FLA INC	8.25	11/15/2011	20,000,000.00	20,000,000	22,049,000
BOSTON EDISON CO	5.75	3/15/2036	30,000,000.00	30,000,000	28,178,700
BRITISH TELECOM	8.38	12/15/2010	10,000,000.00	10,000,000	10,978,700
BRITISH TELECOMMUNICATIONS	8.88	12/15/2030	20,000,000.00	20,000,000	24,580,200
BROWNING FERRIS INDS INC	7.40	9/15/2035	38,930,000.00	38,930,000	34,647,700
BURLINGTON RES INC DEB	8.20	3/15/2025	8,000,000.00	8,000,000	9,664,720
CANADIAN NATL RY CO DEB F/R	6.20	6/1/2036	29,600,000.00	29,600,000	29,521,856
CARGILL INC 144A RESTR *PP*	7.50	9/1/2026	10,000,000.00	10,000,000	11,420,200
CARGILL INC M/T/N	7.30	9/10/2027	10,000,000.00	10,000,000	11,159,800
CARGILL INC M/T/N *PP*	7.10	7/29/2027	24,000,000.00	24,000,000	26,220,720
CARGILL INC M/T/N *PP*	6.88	5/1/2028	25,000,000.00	25,000,000	26,689,250
CARGILL INC M/T/N RESTR 144A *PP*	7.41	6/18/2027	10,000,000.00	10,000,000	11,280,500
CATERPILLAR INC	5.30	9/15/2035	23,811,000.00	23,811,000	21,226,554
CENTRAL HUDSON GAS & ELEC CORP	5.84	12/15/2035	8,000,000.00	8,000,000	7,414,720
CENTRAL ILL PUB SVC CO 1ST MTG M/T/N	7.61	6/1/2017	18,000,000.00	18,000,000	18,362,813
CENTRAL ME PWR CO MTN *PP*	5.38	6/10/2035	20,000,000.00	20,000,000	17,433,800
CHUBB CORP	6.00	11/15/2011	12,000,000.00	12,000,000	12,071,250
CINCINNATI FINL CORP	6.13	11/1/2034	26,185,000.00	26,185,000	24,575,670
CINCINNATI FINL CORP	6.92	5/15/2028	23,712,000.00	23,712,000	24,724,977
CITIZENS UTIL CO	7.45	7/1/2035	27,500,000.00	27,500,000	23,306,250
CLECO PWR LLC	6.50	12/1/2035	17,000,000.00	17,000,000	16,261,860
COCA COLA ENTERPRISES INC	8.50	2/1/2022	30,000,000.00	30,000,000	36,807,900
COCA COLA ENTERPRISES INC	8.00	9/15/2022	56,075,000.00	56,075,000	65,655,414
COLGATE-PALMOLIVE CO M/T/N	6.45	6/16/2028	20,000,000.00	20,000,000	21,216,200
COLGATE-PALMOLIVE CO M/T/N	5.18	5/15/2017	25,000,000.00	25,000,000	23,251,250
COLONIAL PIPELINE CO NT 144A	7.45	8/15/2007	5,000,000.00	5,000,000	5,090,500
COMMONWEALTH EDISON CO	5.90	3/15/2036	34,500,000.00	34,500,000	31,792,440
CONAGRA FOODS INC	6.75	9/15/2011	15,290,000.00	15,290,000	15,760,473
CONAGRA INC	7.88	9/15/2010	15,386,000.00	15,386,000	16,462,712
CONNECTICUT LT & PWR CO	6.35	6/1/2036	35,600,000.00	35,600,000	35,744,625
CONOCO FUNDING CO 5.45 15OCT2007	5.45	10/15/2006	8,000,000.00	8,000,000	7,993,520
CONOCO FUNDING CO 6.35 15OCT2012	6.35	10/15/2011	8,000,000.00	8,000,000	8,230,560
CONSOLIDATED EDISON CO N Y INC	5.85	3/15/2036	25,000,000.00	25,000,000	23,245,500
CONSOLIDATED NATURAL GAS	6.80	12/15/2027	40,000,000.00	40,000,000	40,454,000
CONTINENTAL AIRLS PASS THRU	6.50	6/15/2011	10,000,000.00	10,000,000	9,980,521
COOPER TIRE & RUBBER	7.63	3/15/2027	45,000,000.00	45,000,000	41,906,335
COX COMMUNICATIONS INC NEW	0.00	12/14/2007	15,000,000.00	15,000,000	15,072,300
CSX TRANSN INC	9.00	5/15/2015	2,100,000.00	2,100,000	2,526,363
DAIMLERCHRYSLER AUTO TR	3.17	9/8/2007	30,000,000.00	1,786,652	1,785,940

**SOUTH CAROLINA RETIREMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Fixed Income Investments**

<b>Issuer</b>	<b>Rate</b>	<b>Maturity Date</b>	<b>Par Value</b>	<b>Book Value</b>	<b>Market Value</b>
DAYTON HUDSON CORP SER-D M/T/N	9.52	6/10/2015	250,000.00	250,000	304,680
DELUXE CORP	3.50	10/1/2007	4,000,000.00	4,000,000	3,820,560
DETROIT EDISON CO	6.63	6/1/2036	30,000,000.00	30,000,000	30,098,700
DEUTSCHE TELEKOM INTL FIN B V	8.25	6/15/2030	5,000,000.00	5,000,000	5,772,750
DEUTSCHE TELEKOM INTL FIN B V	9.25	6/1/2032	22,075,000.00	22,075,000	27,850,703
DISNEY WALT CO DEB	7.55	7/15/2093	30,000,000.00	30,000,000	32,644,800
DUQUESNE LT CO	6.70	4/15/2012	18,250,000.00	18,250,000	18,891,488
ELIZABETHTOWN WTR CO DEB	7.25	11/1/2028	17,500,000.00	17,500,000	17,138,800
EMERSON ELEC CO	5.63	11/15/2013	9,500,000.00	9,500,000	9,441,385
EMPIRE DIST ELEC CO	5.80	7/1/2035	20,000,000.00	20,000,000	16,004,800
EMPIRE DIST ELEC CO	6.70	11/15/2033	36,000,000.00	36,000,000	32,671,800
ENTERGY ARK INC	5.40	5/1/2018	5,500,000.00	5,500,000	5,039,815
ENTERGY GULF STS INC	0.00	12/1/2009	40,000,000.00	40,000,000	39,578,800
ENTERGY GULF STS INC	5.70	6/1/2015	15,000,000.00	15,000,000	14,112,750
ENTERGY LA LLC	6.40	10/1/2034	10,000,000.00	10,000,000	9,309,800
ENTERGY LA LLC	6.30	9/1/2035	9,000,000.00	9,000,000	8,275,230
ENTERGY MISS INC	4.65	5/1/2011	19,500,000.00	19,500,000	18,243,810
ENTERGY MISS INC	5.92	2/1/2016	16,500,000.00	16,500,000	15,868,875
EQUIFAX INC	6.90	7/1/2028	35,000,000.00	35,000,000	36,709,750
EQUITABLE COMPANIES	6.50	4/1/2008	10,000,000.00	10,000,000	10,093,400
EQUITABLE LIFE ASSURN SOC U S *PP*	7.70	12/1/2015	6,000,000.00	6,000,000	6,665,580
EQUITABLE RES INC	7.75	7/15/2026	15,000,000.00	15,000,000	17,362,800
EVEREST REINS HLDGS INC	8.75	3/15/2010	10,000,000.00	10,000,000	10,883,200
EXPRESS PIPELINE LTD PARTNERSHIP *PP*	7.39	12/31/2017	6,000,000.00	5,378,400	5,584,339
FBL FINL GROUP INC	5.85	4/15/2014	24,500,000.00	24,500,000	23,230,655
FEDERAL EXPRESS CORP PASS THRU	7.65	1/15/2014	10,210,000.00	6,053,649	6,110,905
FEDERAL FARM CR BKS CONS	3.70	7/5/2006	25,000,000.00	25,000,000	25,000,000
FEDERAL FARM CR BKS CONS	2.13	7/17/2006	500,000.00	500,000	499,375
FEDERAL FARM CR BKS M/T/N	9.80	7/20/2009	15,000,000.00	15,000,000	16,817,550
FEDERAL FARM CREDIT BANK DISCOUNT	0.00	7/18/2006	25,000,000.00	25,000,000	24,074,681
FEDERAL HOME LN BKS	4.88	5/15/2007	20,500,000.00	20,500,000	20,384,688
FEDERAL HOME LN BKS	0.00	2/22/2007	100,000,000.00	100,000,000	99,901,000
FEDERAL HOME LN BKS	4.00	6/13/2007	225,000,000.00	225,000,000	221,695,313
FEDERAL HOME LN BKS	4.00	7/13/2007	30,250,000.00	30,250,000	29,767,891
FEDERAL HOME LN BKS CONS V/R	0.00	4/27/2007	53,305,000.00	53,305,000	53,233,571
FEDERAL HOME LN BKS CONS V/R	0.00	4/13/2007	100,000,000.00	100,000,000	100,133,000
FEDERAL HOME LN BKS DEB	3.25	7/21/2006	73,000,000.00	73,000,000	72,908,750
FEDERAL HOME LN BKS DEB	4.00	8/18/2006	30,500,000.00	30,500,000	30,442,813
FEDERAL HOME LN MTG CORP	7.50	4/15/2024	7,400,000.00	7,400,000	7,689,466
FEDERAL HOME LN MTG CORP	8.00	4/25/2024	16,570,670.00	16,570,670	17,347,157
FEDERAL HOME LN MTG CORP	8.00	5/25/2024	27,273,100.00	13,096,363	13,743,550
FEDERAL HOME LN MTG CORP	7.50	6/15/2024	6,573,000.00	6,573,000	6,809,789
FEDERAL HOME LN MTG CORP	8.00	7/17/2024	11,396,500.00	8,777,099	9,141,042
FEDERAL NATL MTG ASSN GTD	8.50	9/25/2021	9,365,600.00	1,505,037	1,590,892
FEDERAL NATL MTG ASSN GTD	8.25	3/25/2022	14,091,000.00	1,264,104	1,335,480
FEDERAL NATL MTG ASSN GTD	7.50	5/25/2022	15,000,000.00	1,751,740	1,788,830
FEDERAL NATL MTG ASSN GTD	8.00	3/25/2022	33,681,881.00	2,068,163	2,090,501
FEDERAL NATL MTG ASSN GTD	8.25	3/25/2022	18,061,000.00	1,690,686	1,784,771
FEDERAL NATL MTG ASSN GTD	8.50	4/25/2022	15,000,000.00	2,932,981	3,102,671
FEDERAL NATL MTG ASSN GTD	8.00	6/25/2022	19,089,000.00	4,598,656	4,835,091
FEDERAL NATL MTG ASSN GTD	8.50	6/25/2022	16,265,197.00	1,619,470	1,721,452
FEDERAL NATL MTG ASSN GTD	8.00	7/25/2022	20,000,000.00	1,608,554	1,686,974
FEDERAL NATL MTG ASSN GTD	8.00	7/25/2022	15,000,000.00	1,685,461	1,768,343
FEDERAL NATL MTG ASSN GTD	8.00	8/25/2022	15,000,000.00	2,385,916	2,492,069
FEDERAL NATL MTG ASSN GTD	8.00	7/25/2022	15,000,000.00	2,370,035	2,477,177
FEDERAL NATL MTG ASSN GTD	8.00	8/25/2022	30,000,000.00	5,962,197	6,218,362
FEDERAL NATL MTG ASSN GTD	8.00	10/25/2022	18,279,000.00	5,673,546	5,961,509
FEDERAL NATL MTG ASSN GTD	8.00	9/25/2022	15,000,000.00	2,807,657	2,944,260
FEDERAL NATL MTG ASSN GTD	8.00	9/25/2022	15,000,000.00	2,093,888	2,196,434
FEDERAL NATL MTG ASSN GTD	8.00	9/25/2022	15,000,000.00	2,011,751	2,112,507
FEDERAL NATL MTG ASSN GTD	8.15	12/25/2022	25,031,500.00	4,381,265	4,614,541
FEDERAL NATL MTG ASSN GTD	8.00	11/25/2022	28,761,500.00	12,525,282	13,170,594
FEDERAL NATL MTG ASSN GTD	8.00	12/25/2022	17,620,000.00	4,830,401	5,084,813
FEDERAL NATL MTG ASSN GTD	6.50	10/25/2023	4,000,000.00	4,000,000	4,077,788
FEDERAL NATL MTG ASSN GTD	6.50	7/25/2023	15,000,000.00	5,738,633	5,765,132



**SOUTH CAROLINA RETIREMENT SYSTEMS  
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**Fixed Income Investments**

<b>Issuer</b>	<b>Rate</b>	<b>Maturity Date</b>	<b>Par Value</b>	<b>Book Value</b>	<b>Market Value</b>
FEDERAL NATL MTG ASSN GTD	8.00	7/17/2024	29,342,000.00	13,548,205	14,309,633
FEDERAL NATL MTG ASSN GTD	7.75	5/17/2024	6,442,000.00	6,398,420	6,635,562
FEDERAL NATL MTG ASSN GTD REMIC	8.50	9/25/2020	5,000,000.00	189,853	200,120
FEDERAL NATL MTG ASSN GTD REMIC	8.50	10/25/2021	19,000,000.00	1,169,152	1,237,689
FEDERAL NATL MTG ASSN GTD REMIC	8.00	9/25/2021	15,000,000.00	733,572	769,559
FEDERAL NATL MTG ASSN GTD REMIC	8.50	12/25/2021	15,000,000.00	888,957	939,477
FEDERAL NATL MTG ASSN GTD REMIC	7.50	5/17/2024	25,000,000.00	11,580,899	12,067,224
FEDERAL NAT'L MTGE ASSN POOL # 73814	7.29	12/1/2016	5,000,000.00	4,441,369	4,727,837
FEDERAL NAT'L MTGE ASSN POOL # 104592	9.38	7/1/2020	7,459,984.00	64,079	70,009
FEDERAL NAT'L MTGE ASSN POOL # 104593	9.50	9/1/2020	23,912,649.00	11,562	12,677
FEDERAL NAT'L MTGE ASSN POOL # 111049	9.00	11/1/2020	14,460,851.00	210,576	228,581
FEDERAL NAT'L MTGE ASSN POOL # 111050	9.13	11/1/2020	11,306,556.00	77,110	84,057
FEDERAL NAT'L MTGE ASSN POOL # 111051	9.25	12/1/2020	21,972,390.00	98,301	107,538
FEDERAL NAT'L MTGE ASSN POOL # 111052	9.38	12/1/2020	12,287,003.00	70,283	77,137
FEDERAL NAT'L MTGE ASSN POOL # 115914	8.63	3/1/2021	3,760,344.00	53,177	57,126
FEDERAL NATL MTGE ASSN GTD REMIC	8.00	5/17/2024	5,000,000.00	4,966,175	5,185,844
FIRST DATA CORP	5.63	11/1/2011	30,000,000.00	30,000,000	29,751,000
FIRST DATA CORP M/T/N	6.38	12/15/2007	34,000,000.00	34,000,000	34,257,040
FLORIDA PWR & LT CO RESTR	6.20	6/1/2036	23,000,000.00	23,000,000	22,846,590
FLORIDA PWR CORP	6.65	7/15/2011	23,490,000.00	23,490,000	24,276,915
FORD MTR CR M/T/N	7.55	9/30/2015	7,000,000.00	7,000,000	5,610,500
GENERAL AMERN LIFE INS CO 144A	7.63	1/15/2024	37,500,000.00	37,500,000	42,425,250
GENERAL ELEC CAP CORP	6.50	11/1/2006	10,000,000.00	10,000,000	10,027,400
GENERAL ELEC CAP CORP MEDIUM	3.50	12/5/2007	400,000.00	400,000	388,476
GENERAL ELEC CO	5.00	2/1/2013	12,600,000.00	12,600,000	12,068,784
GENERAL MLS INC	5.13	2/15/2007	16,500,000.00	16,500,000	16,445,385
GENERAL MLS INC	6.00	2/15/2012	21,216,000.00	21,216,000	21,340,962
GENERAL MLS INC	2.63	10/24/2006	16,080,000.00	16,080,000	15,936,888
GENERAL MTRS CORP	8.10	6/15/2024	4,900,000.00	4,900,000	3,699,500
GENERAL WTRWKS CORP M/T/N *PP*	6.97	2/3/2023	25,000,000.00	25,000,000	25,169,000
GOLDMAN SACHS GROUP L P M/T/N RESTR *PP*	7.30	9/28/2023	25,000,000.00	25,000,000	24,754,500
GOLDMAN SACHS GROUP L P M/T/N RESTR *PP*	7.68	7/28/2023	20,000,000.00	20,000,000	20,000,000
GOVERNMENT NATL MTG ASSN GTD	4.50	11/16/2028	22,244,323.00	22,244,323	20,153,931
GOVERNMENT NATL MTG ASSN GTD REMIC	5.00	11/20/2032	17,000,000.00	17,000,000	15,940,060
GOVERNMENT NATL MTG ASSN GTD REMIC	4.50	7/16/2023	15,000,000.00	15,000,000	13,486,689
GOVERNMENT NATL MTG ASSN GTD REMIC	5.00	7/16/2023	29,823,383.00	29,823,383	27,548,679
GOVERNMENT NATL MTG ASSN GTD REMIC	5.00	1/16/2024	7,200,000.00	7,200,000	6,647,985
GOVERNMENT NATL MTG ASSN GTD REMIC	5.00	11/16/2024	22,500,000.00	22,500,000	
GOV'T NAT'L MTG ASSN POOL# 587074	6.00	5/15/2032	33,996,600.00	9,048,514	8,989,337
GOV'T NAT'L MTG ASSN POOL# 781590	5.50	4/15/2033	184,250,000.00	73,142,015	70,997,492
GOV'T NAT'L MTG ASSN POOL# 0569704	6.00	2/15/2032	39,840,620.00	7,755,529	7,704,808
GOV'T NAT'L MTGE ASSN POOL # 153384	9.50	9/15/2019	26,470,010.00	89,481	97,756
GOV'T NAT'L MTGE ASSN POOL # 154129	9.00	5/15/2018	11,500,000.00	44,496	47,743
GOV'T NAT'L MTGE ASSN POOL # 154170	9.00	6/15/2018	9,874,400.00	27,212	29,198
GOV'T NAT'L MTGE ASSN POOL # 156057	9.00	11/15/2019	9,991,211.00	53,324	57,319
GOV'T NAT'L MTGE ASSN POOL # 158499	9.00	12/15/2016	10,006,580.00	205,794	220,262
GOV'T NAT'L MTGE ASSN POOL # 163680	9.00	6/15/2016	11,000,000.00	21,080	22,562
GOV'T NAT'L MTGE ASSN POOL # 174883	9.50	10/15/2016	14,999,666.00	115,539	125,175
GOV'T NAT'L MTGE ASSN POOL # 182622	8.50	3/15/2017	6,000,000.00	78,453	83,892
GOV'T NAT'L MTGE ASSN POOL # 185629	8.50	5/15/2017	10,072,978.00	98,557	105,389
GOV'T NAT'L MTGE ASSN POOL # 190840	8.50	3/15/2017	9,998,229.00	215,660	230,609
GOV'T NAT'L MTGE ASSN POOL # 191898	8.50	6/15/2017	10,008,203.00	181,579	194,167
GOV'T NAT'L MTGE ASSN POOL # 191926	9.00	5/15/2018	10,007,796.00	97,674	104,801
GOV'T NAT'L MTGE ASSN POOL # 194461	9.00	11/15/2016	20,011,765.00	50,129	53,653
GOV'T NAT'L MTGE ASSN POOL # 201300	8.50	4/15/2017	10,006,938.00	325,201	347,744
GOV'T NAT'L MTGE ASSN POOL # 209122	9.50	11/15/2019	10,005,234.00	62,310	68,073
GOV'T NAT'L MTGE ASSN POOL # 210511	8.50	5/15/2017	9,996,112.00	182,038	194,657
GOV'T NAT'L MTGE ASSN POOL # 211955	9.00	12/15/2016	17,475,000.00	123,357	132,029
GOV'T NAT'L MTGE ASSN POOL # 215190	8.50	7/15/2017	14,280,000.00	286,343	306,192
GOV'T NAT'L MTGE ASSN POOL # 215546	9.50	6/15/2017	6,500,000.00	29,928	32,527
GOV'T NAT'L MTGE ASSN POOL # 226107	9.00	10/15/2019	9,796,120.00	40,064	43,066
GOV'T NAT'L MTGE ASSN POOL # 226127	9.00	11/15/2019	9,795,548.00	40,226	43,240
GOV'T NAT'L MTGE ASSN POOL # 227447	9.00	10/15/2019	8,160,824.00	100,718	108,264
GOV'T NAT'L MTGE ASSN POOL # 228589	9.00	1/15/2020	10,100,000.00	115,184	124,010
GOV'T NAT'L MTGE ASSN POOL # 229519	9.50	1/15/2019	25,973,469.00	44,627	48,754

**SOUTH CAROLINA RETIREMENT SYSTEMS  
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**Fixed Income Investments**

<b>Issuer</b>	<b>Rate</b>	<b>Maturity Date</b>	<b>Par Value</b>	<b>Book Value</b>	<b>Market Value</b>
GOV'T NAT'L MTGE ASSN POOL # 229577	9.50	10/15/2019	11,502,975.00	111,111	121,387
GOV'T NAT'L MTGE ASSN POOL # 231388	9.50	9/15/2017	15,504,173.00	54,102	58,800
GOV'T NAT'L MTGE ASSN POOL # 232547	9.00	9/15/2017	10,200,000.00	94,512	101,196
GOV'T NAT'L MTGE ASSN POOL # 234720	9.50	10/15/2017	9,270,000.00	153,306	166,619
GOV'T NAT'L MTGE ASSN POOL # 235296	9.50	6/15/2018	8,020,973.00	165,478	180,346
GOV'T NAT'L MTGE ASSN POOL # 237097	9.00	3/15/2018	9,999,563.00	88,685	95,157
GOV'T NAT'L MTGE ASSN POOL # 249339	9.50	7/15/2018	24,499,193.00	157,203	171,327
GOV'T NAT'L MTGE ASSN POOL # 252077	9.50	8/15/2018	11,925,000.00	63,021	68,683
GOV'T NAT'L MTGE ASSN POOL # 252566	9.50	7/15/2018	4,997,870.00	48,661	53,033
GOV'T NAT'L MTGE ASSN POOL # 252598	9.00	5/15/2018	9,996,362.00	95,383	102,343
GOV'T NAT'L MTGE ASSN POOL # 267864	9.50	5/15/2018	9,416,800.00	248,206	270,507
GOV'T NAT'L MTGE ASSN POOL # 278747	9.50	9/15/2019	24,994,192.00	105,202	114,931
GOV'T NAT'L MTGE ASSN POOL # 278838	9.00	10/15/2019	7,090,000.00	139,870	150,349
GOV'T NAT'L MTGE ASSN POOL # 278839	9.00	10/15/2019	8,042,794.00	118,614	127,500
GOV'T NAT'L MTGE ASSN POOL # 279428	9.00	10/15/2019	10,078,429.00	23,672	25,445
GOV'T NAT'L MTGE ASSN POOL # 279432	9.00	10/15/2019	9,148,279.00	67,947	73,037
GOV'T NAT'L MTGE ASSN POOL # 279495	9.00	11/15/2019	12,756,666.00	117,423	126,220
GOV'T NAT'L MTGE ASSN POOL # 279597	9.00	1/15/2020	9,800,000.00	192,952	207,738
GOV'T NAT'L MTGE ASSN POOL # 279809	9.50	9/15/2019	9,985,065.00	51,673	56,451
GOV'T NAT'L MTGE ASSN POOL # 279942	9.50	9/15/2019	26,000,000.00	62,851	68,663
GOV'T NAT'L MTGE ASSN POOL # 280879	9.00	10/15/2019	7,523,541.00	133,447	143,445
GOV'T NAT'L MTGE ASSN POOL # 284026	9.50	1/15/2020	9,957,766.00	159,580	174,705
GOV'T NAT'L MTGE ASSN POOL # 284226	9.00	11/15/2019	10,000,000.00	175,064	188,180
GOV'T NAT'L MTGE ASSN POOL # 295312	7.50	6/15/2031	4,421,882.00	4,050,304	4,122,724
GOV'T NAT'L MTGE ASSN POOL # 296481	9.50	11/15/2020	22,540,000.00	175,316	191,933
GOV'T NAT'L MTGE ASSN POOL # 310621	8.00	11/15/2021	9,800,000.00	161,613	170,954
GOV'T NAT'L MTGE ASSN POOL # 345635	7.00	6/15/2026	25,313,394.00	1,386,372	1,431,637
GOV'T NAT'L MTGE ASSN POOL # 389422	7.25	1/15/2032	9,118,700.00	8,401,775	8,407,152
GOV'T NAT'L MTGE ASSN POOL # 393377	7.00	2/15/2027	49,500,000.00	2,020,519	2,087,136
GOV'T NAT'L MTGE ASSN POOL # 395483	6.60	1/15/2031	10,676,200.00	9,560,180	9,534,846
GOV'T NAT'L MTGE ASSN POOL # 400631	8.25	5/15/2030	9,330,000.00	8,575,932	8,728,755
GOV'T NAT'L MTGE ASSN POOL # 401291	7.00	5/15/2027	24,750,000.00	1,665,346	1,720,253
GOV'T NAT'L MTGE ASSN POOL # 405479	7.50	8/15/2025	25,000,000.00	442,791	463,495
GOV'T NAT'L MTGE ASSN POOL # 409588	7.50	8/15/2025	24,628,198.00	488,144	510,970
GOV'T NAT'L MTGE ASSN POOL # 410082	7.50	8/15/2025	25,000,000.00	480,420	502,884
GOV'T NAT'L MTGE ASSN POOL # 413408	7.50	8/15/2025	25,400,000.00	828,922	867,683
GOV'T NAT'L MTGE ASSN POOL # 417276	7.00	2/15/2026	25,621,311.00	683,650	705,972
GOV'T NAT'L MTGE ASSN POOL # 419404	7.75	12/15/2030	12,884,400.00	11,828,422	11,798,023
GOV'T NAT'L MTGE ASSN POOL # 419409	7.63	10/15/2021	1,575,100.00	1,282,622	1,278,608
GOV'T NAT'L MTGE ASSN POOL # 419410	7.63	10/15/2021	6,610,300.00	5,382,845	5,365,996
GOV'T NAT'L MTGE ASSN POOL # 419411	7.63	10/15/2021	3,307,600.00	2,693,418	2,684,987
GOV'T NAT'L MTGE ASSN POOL # 419412	7.63	10/15/2031	6,545,000.00	6,035,896	6,017,004
GOV'T NAT'L MTGE ASSN POOL # 419413	7.63	10/15/2031	4,420,000.00	4,076,190	4,063,432
GOV'T NAT'L MTGE ASSN POOL # 419820	7.50	10/15/2025	24,518,324.00	657,517	688,263
GOV'T NAT'L MTGE ASSN POOL # 419859	7.50	12/15/2025	24,500,000.00	1,024,773	1,072,691
GOV'T NAT'L MTGE ASSN POOL # 427475	7.88	6/15/2029	8,106,916.00	7,352,627	7,417,110
GOV'T NAT'L MTGE ASSN POOL # 432828	7.75	8/15/2031	7,549,500.00	6,961,863	6,943,971
GOV'T NAT'L MTGE ASSN POOL # 439561	7.00	5/15/2027	24,898,545.00	1,056,434	1,091,264
GOV'T NAT'L MTGE ASSN POOL # 442503	7.00	4/15/2027	24,300,607.00	488,336	504,436
GOV'T NAT'L MTGE ASSN POOL # 442562	7.88	11/15/2031	10,026,600.00	9,292,387	9,264,881
GOV'T NAT'L MTGE ASSN POOL # 487145	4.50	4/15/2020	297,350.00	275,513	262,481
GOV'T NAT'L MTGE ASSN POOL # 550561	5.50	7/15/2035	25,735,822.00	23,738,879	23,020,541
GOV'T NAT'L MTGE ASSN POOL # 550614	5.50	8/15/2035	25,664,955.00	23,978,482	23,252,893
GOV'T NAT'L MTGE ASSN POOL # 550657	5.50	9/15/2035	148,843,291.00	140,086,602	135,847,581
GOV'T NAT'L MTGE ASSN POOL # 550695	5.50	10/15/2035	25,503,751.00	23,792,473	23,072,513
GOV'T NAT'L MTGE ASSN POOL # 550728	5.50	11/15/2035	75,079,105.00	72,590,530	70,393,941
GOV'T NAT'L MTGE ASSN POOL # 553520	6.50	3/15/2032	25,000,000.00	2,724,812	2,761,134
GOV'T NAT'L MTGE ASSN POOL # 569159	6.50	3/15/2032	50,000,000.00	4,347,489	4,405,441
GOV'T NAT'L MTGE ASSN POOL # 569684	6.00	2/15/2032	15,097,958.00	3,528,938	3,505,858
GOV'T NAT'L MTGE ASSN POOL # 570142	6.00	12/15/2031	75,000,000.00	15,411,987	15,311,963
GOV'T NAT'L MTGE ASSN POOL # 570491	6.00	12/15/2031	120,000,000.00	29,830,805	29,637,203
GOV'T NAT'L MTGE ASSN POOL # 570518	6.00	1/15/2032	25,000,000.00	5,997,223	5,958,001
GOV'T NAT'L MTGE ASSN POOL # 574466	6.50	3/15/2032	39,841,848.00	3,775,770	3,826,102
GOV'T NAT'L MTGE ASSN POOL # 595760	5.50	6/15/2035	26,074,743.00	22,663,598	21,977,797
GOV'T NAT'L MTGE ASSN POOL # 602183	5.50	2/15/2033	35,211,028.00	13,378,870	12,984,193

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**Fixed Income Investments**

Issuer	Rate	Maturity Date	Par Value	Book Value	Market Value
GOV'T NAT'L MTGE ASSN POOL # 602533	5.50	2/15/2036	33,270,250.00	32,883,925	31,879,321
GOV'T NAT'L MTGE ASSN POOL # 602553	5.50	3/15/2036	36,193,653.00	36,076,100	34,973,975
GOV'T NAT'L MTGE ASSN POOL # 604046	5.50	2/15/2033	275,048,079.00	114,985,390	111,593,321
GOV'T NAT'L MTGE ASSN POOL # 604436	4.50	7/15/2018	500,000.00	298,673	284,722
GOV'T NAT'L MTGE ASSN POOL # 604713	5.50	10/15/2033	30,092,439.00	15,775,496	15,310,118
GOV'T NAT'L MTGE ASSN POOL # 604724	5.50	10/15/2033	30,192,654.00	14,931,916	14,491,425
GOV'T NAT'L MTGE ASSN POOL # 605099	5.50	3/15/2034	22,667,994.00	12,968,173	12,580,814
GOV'T NAT'L MTGE ASSN POOL # 605107	5.50	3/15/2034	68,863,752.00	35,804,017	34,734,551
GOV'T NAT'L MTGE ASSN POOL # 605152	5.50	3/15/2034	25,457,596.00	16,056,368	15,576,764
GOV'T NAT'L MTGE ASSN POOL # 605186	5.50	4/15/2034	50,282,650.00	27,014,833	26,207,900
GOV'T NAT'L MTGE ASSN POOL # 605267	5.50	6/15/2034	49,000,000.00	32,454,422	31,485,009
GOV'T NAT'L MTGE ASSN POOL # 605385	5.50	4/15/2034	49,140,086.00	25,779,505	25,009,472
GOV'T NAT'L MTGE ASSN POOL # 605390	5.50	4/15/2034	121,318,653.00	65,043,047	63,100,212
GOV'T NAT'L MTGE ASSN POOL # 605527	5.50	10/15/2034	50,000,000.00	37,699,921	36,573,824
GOV'T NAT'L MTGE ASSN POOL # 606252	5.50	4/15/2036	55,269,333.00	55,148,991	53,464,189
GOV'T NAT'L MTGE ASSN POOL # 606288	5.50	5/15/2036	30,071,269.00	30,000,238	29,083,731
GOV'T NAT'L MTGE ASSN POOL # 615286	5.50	7/15/2033	30,084,088.00	13,111,318	12,724,534
GOV'T NAT'L MTGE ASSN POOL # 615554	5.50	9/15/2033	30,285,843.00	13,284,294	12,892,407
GOV'T NAT'L MTGE ASSN POOL # 615554	5.50	9/15/2033			
GOV'T NAT'L MTGE ASSN POOL # 616997	5.50	2/15/2036	23,125,340.00	22,535,890	21,819,926
GOV'T NAT'L MTGE ASSN POOL # 617027	5.50	3/15/2036	25,000,000.00	24,919,580	24,158,287
GOV'T NAT'L MTGE ASSN POOL # 617057	5.50	4/15/2036	29,815,631.00	29,650,117	28,744,306
GOV'T NAT'L MTGE ASSN POOL # 617087	5.50	5/15/2036	45,724,119.00	45,674,776	44,279,411
GOV'T NAT'L MTGE ASSN POOL # 627151	5.50	4/15/2034	25,192,371.00	10,967,674	10,640,069
GOV'T NAT'L MTGE ASSN POOL # 627204	5.50	4/15/2034	25,057,107.00	12,426,229	12,055,058
GOV'T NAT'L MTGE ASSN POOL # 630943	5.50	6/15/2034	25,000,000.00	15,611,687	15,145,366
GOV'T NAT'L MTGE ASSN POOL # 631497	5.50	6/15/2034	25,000,000.00	13,886,533	13,471,742
GOV'T NAT'L MTGE ASSN POOL # 633488	5.50	3/15/2036	64,275,825.00	63,922,491	61,969,658
GOV'T NAT'L MTGE ASSN POOL # 643374	5.50	10/15/2035	25,053,645.00	24,634,856	23,889,405
GOV'T NAT'L MTGE ASSN POOL # 644678	5.50	10/15/2035	45,181,857.00	43,419,986	42,106,098
GOV'T NAT'L MTGE ASSN POOL # 645908	5.50	4/15/2036	20,000,000.00	19,950,288	19,340,807
GOV'T NAT'L MTGE ASSN POOL # 648372	5.50	11/15/2035	25,090,902.00	23,977,928	23,252,356
GOV'T NAT'L MTGE ASSN POOL # 650043	5.50	4/15/2036	12,415,339.00	12,386,036	12,007,642
GOV'T NAT'L MTGE ASSN POOL # 650111	5.50	1/15/2036	34,614,703.00	33,908,785	32,872,872
GOV'T NAT'L MTGE ASSN POOL # 650958	5.50	12/15/2035	25,000,000.00	23,726,215	23,008,260
GOV'T NAT'L MTGE ASSN POOL # 651174	5.50	1/15/2036	25,052,865.00	24,914,695	24,153,551
GOV'T NAT'L MTGE ASSN POOL # 651719	5.50	2/15/2036	25,000,000.00	24,803,509	24,045,762
GOV'T NAT'L MTGE ASSN POOL # 651722	5.50	2/15/2036	135,157,069.00	133,054,157	128,989,353
GOV'T NAT'L MTGE ASSN POOL # 651742	5.50	3/15/2036	25,000,000.00	24,815,373	24,057,263
GOV'T NAT'L MTGE ASSN POOL # 651753	5.50	3/15/2036	169,075,226.00	167,103,199	161,998,196
GOV'T NAT'L MTGE ASSN POOL # 651788	5.50	4/15/2036	100,942,352.00	100,575,263	97,502,689
GOV'T NAT'L MTGE ASSN POOL # 651789	5.50	4/15/2036	102,205,264.00	101,783,385	98,673,903
GOV'T NAT'L MTGE ASSN POOL # 651860	5.50	6/15/2036	157,537,622.00	157,537,622	152,724,848
GOV'T NAT'L MTGE ASSN POOL # 651913	5.50	4/15/2036	25,000,000.00	24,944,308	24,182,259
GOV'T NAT'L MTGE ASSN POOL # 651940	5.50	5/15/2036	53,882,020.00	53,750,673	52,108,590
GOV'T NAT'L MTGE ASSN POOL # 651965	5.50	6/15/2036	43,000,000.00	43,000,000	41,686,350
GOV'T NAT'L MTGE ASSN POOL # 652540	5.50	5/15/2036	31,960,318.00	31,924,609	30,949,312
GOV'T NAT'L MTGE ASSN POOL # 654834	5.50	6/15/2036	23,549,904.00	23,549,904	22,830,454
GOV'T NAT'L MTGE ASSN POOL # 780454	7.00	10/15/2026	25,309,829.00	1,076,681	1,111,641
GOV'T NAT'L MTGE ASSN POOL # 781341	6.00	10/15/2031	330,000.00	67,250	66,836
GOV'T NAT'L MTGE ASSN POOL # 781654	5.50	10/15/2033	30,000,000.00	13,479,035	13,082,347
GOV'T NAT'L MTGE ASSN POOL # 781760	5.50	6/15/2034	25,000,000.00	16,774,747	16,276,873
GOV'T NAT'L MTGE ASSN POOL # 781986	5.50	9/15/2035	107,055,745.00	88,139,425	85,482,903
GOV'T NAT'L MTGE ASSN POOL # 781987	5.50	10/15/2035	162,000,000.00	150,026,410	145,500,113
GOV'T NAT'L MTGE ASSN POOL # 781999	5.50	11/15/2035	25,756,753.00	24,180,883	23,450,862
GOV'T NAT'L MTGE ASSN POOL # 782006	5.50	12/15/2035	50,000,000.00	47,582,703	46,145,229
GOV'T NAT'L MTGE ASSN POOL # 782007	5.50	12/15/2035	125,000,000.00	120,341,038	116,705,535
GOV'T NAT'L MTGE ASSN POOL # 782020	5.50	12/15/2035	25,000,000.00	23,992,030	23,267,231
GOV'T NAT'L MTGE ASSN POOL # 782055	5.50	2/15/2036	100,633,613.00	97,986,287	95,021,222
GOV'T NAT'L MTGE ASSN POOL # 782076	5.50	3/15/2036	48,700,000.00	48,042,532	46,587,804
GOV'T NAT'L MTGE ASSN II P30L # 2169	7.50	2/20/2026	54,450,000.00	1,376,294	1,431,883
GOV'T NAT'L MTGE ASSN II POOL # 2077	7.00	9/20/2025	235,000.00	7,952	8,154
GOV'T NAT'L MTGE ASSN II POOL # 2118	7.50	11/20/2025	100,000,000.00	2,699,105	2,806,772
GOV'T NAT'L MTGE ASSN II POOL # 2135	6.50	12/20/2025	5,670,000.00	298,804	302,117
GOV'T NAT'L MTGE ASSN II POOL # 2136	7.00	12/20/2025	117,449,178.00	4,757,294	4,878,130

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**Fixed Income Investments**

Issuer	Rate	Maturity Date	Par Value	Book Value	Market Value
GOV'T NAT'L MTGE ASSN II POOL # 2139	7.50	12/20/2025	24,555,875.00	749,295	779,184
GOV'T NAT'L MTGE ASSN II POOL # 2152	6.50	1/20/2026	14,993,190.00	596,441	603,193
GOV'T NAT'L MTGE ASSN II POOL # 2153	7.00	1/20/2026	19,854,776.00	735,136	754,087
GOV'T NAT'L MTGE ASSN II POOL # 2154	7.50	1/20/2026	31,952,897.00	816,422	849,397
GOV'T NAT'L MTGE ASSN II POOL # 2167	6.50	2/20/2026	38,711,130.00	1,706,641	1,725,960
GOV'T NAT'L MTGE ASSN II POOL # 2168	7.00	2/20/2026	109,499,639.00	3,662,133	3,756,543
GOV'T NAT'L MTGE ASSN II POOL # 2183	6.50	3/20/2026	93,101,028.00	4,520,874	4,572,051
GOV'T NAT'L MTGE ASSN II POOL # 2184	7.00	3/20/2026	145,060,429.00	5,191,849	5,325,695
GOV'T NAT'L MTGE ASSN II POOL # 2185	7.50	3/20/2026	25,500,000.00	905,255	941,818
GOV'T NAT'L MTGE ASSN II POOL # 2200	6.50	4/20/2026	266,244,649.00	13,361,701	13,512,955
GOV'T NAT'L MTGE ASSN II POOL # 2202	7.00	4/20/2026	51,000,000.00	2,058,274	2,111,336
GOV'T NAT'L MTGE ASSN II POOL # 2204	7.50	4/20/2026	25,500,000.00	795,721	827,860
GOV'T NAT'L MTGE ASSN II POOL # 2215	6.50	5/20/2026	123,047,035.00	5,212,133	5,271,135
GOV'T NAT'L MTGE ASSN II POOL # 2218	7.50	5/20/2026	60,500,000.00	1,671,437	1,738,946
GOV'T NAT'L MTGE ASSN II POOL # 2230	6.50	6/20/2026	40,594,259.00	2,204,034	2,228,984
GOV'T NAT'L MTGE ASSN II POOL# 677	9.00	12/20/2016	10,076,240.00	100,549	107,215
GTE CORP	7.90	2/1/2027	26,750,000.00	26,750,000	27,889,550
HANCOCK JOHN MUT LIFE INS CO 144A PP	7.38	2/15/2024	50,000,000.00	50,000,000	55,557,000
HARLEY DAVIDSON MOTORCYCLE TR 2004-1 A2	1.40	10/15/2008	20,000,000.00	441,070	440,426
HARLEY-DAVIDSON MOTORCYCLE TR	2.31	3/15/2009	25,000,000.00	4,920,345	4,894,865
HARLEY-DAVIDSON MOTORCYCLE TR	3.28	7/15/2009	20,000,000.00	7,161,386	7,108,341
HARTFORD LIFE INC	7.65	6/15/2027	5,000,000.00	5,000,000	5,697,850
HARVARD UNIV MASS	8.13	4/15/2007	3,000,000.00	3,000,000	3,060,600
HASBRO INC	6.60	7/15/2028	30,000,000.00	30,000,000	28,341,000
HEINZ H J FIN CO	6.75	3/15/2032	10,000,000.00	10,000,000	9,784,000
HONDA AUTO RECEIVABLES 2005-5	4.22	11/15/2006	25,000,000.00	1,638,420	1,638,420
HONEYWELL INC	6.63	6/15/2028	20,000,000.00	20,000,000	21,134,800
HORACE MANN EDUCATORS CORP NEW	6.05	6/15/2015	3,150,000.00	3,150,000	3,015,810
HORACE MANN EDUCATORS CORP NEW	6.85	4/15/2016	30,000,000.00	30,000,000	30,123,300
HVIDE VAN OMMEREN TANKERS LLC	7.54	12/14/2023	4,233,000.00	4,233,000	4,393,007
HVIDE VAN OMMEREN TANKERS LLC	7.54	12/14/2023	4,257,000.00	4,257,000	4,417,915
IBM CORP	7.00	10/30/2025	20,000,000.00	20,000,000	21,737,500
IKON OFFICE SOLUTIONS INC	6.75	12/1/2025	31,000,000.00	31,000,000	25,835,090
INDIANA MICH PWR CO M/T/N	5.65	12/1/2015	7,232,000.00	7,232,000	6,961,740
INTERNATIONAL BUSINESS MACHS CORP DEB	8.38	11/1/2019	51,480,000.00	51,480,000	62,100,839
JACKSON NATL LIFE INS CO *PP*	8.15	3/15/2027	42,500,000.00	42,500,000	49,608,975
JEFFERIES GROUP INC NEW	6.25	1/15/2036	24,040,000.00	24,040,000	21,940,256
JOHNSON S C & SON INC SR NT 144A *PP*	6.75	2/15/2028	41,450,000.00	41,450,000	43,281,261
KANSAS CITY PWR & LT CO	6.05	11/15/2035	18,000,000.00	18,000,000	16,833,600
KEYSPAN GAS EAST	7.88	2/1/2010	5,000,000.00	5,000,000	5,308,400
KINDER MORGAN ENER 7.75 15/03/33	7.75	3/15/2032	34,406,000.00	34,406,000	37,025,673
LACLEDE GAS CO	6.50	10/15/2012	100,000.00	100,000	103,738
LACLEDE GAS CO	6.00	5/1/2034	5,000,000.00	5,000,000	4,836,200
LACLEDE GAS CO	6.15	6/1/2036	6,000,000.00	6,000,000	5,919,600
LANDESBANK BADEN-WURTTENBERG M/T/N	0.00	9/21/2006	50,000,000.00	50,000,000	49,988,000
LEGGETT & PLATT INC M/T/N 144A	6.30	4/22/2008	15,000,000.00	15,000,000	14,651,100
LIBERTY MUT INS CO 144A	7.88	10/15/2026	52,250,000.00	52,250,000	55,797,775
LIBERTY MUT INS CO NT 144A *PP*	8.50	5/15/2025	10,000,000.00	10,000,000	11,239,200
LINCOLN NATL CORP IND	7.00	3/15/2018	18,000,000.00	18,000,000	18,845,100
LINCOLN NATL CORP IND	6.15	4/7/2036	30,000,000.00	30,000,000	28,508,400
LUBRIZOL CORP DEB	7.25	6/15/2025	26,005,000.00	26,005,000	26,569,796
MADISON GAS & ELEC CO	7.70	2/15/2028	717,000.00	717,000	734,022
MARSH & MCLENNAN COS INC	5.38	3/15/2007	20,450,000.00	20,450,000	20,343,660
MARSH & MCLENNAN COS INC	5.38	3/15/2007	250,000.00	250,000	248,700
MARSH & MCLENNAN COS INC	5.75	9/15/2015	30,000,000.00	30,000,000	28,319,400
MARTIN MARIETTA MATLS INC	6.88	4/1/2011	7,895,000.00	7,895,000	8,191,615
MASSACHUSETTS MUT LIFE INS CO 144A	7.63	11/15/2023	59,500,000.00	59,500,000	68,498,780
MASSACHUSETTS MUT LIFE INS CO 144A	7.50	3/1/2024	30,000,000.00	30,000,000	34,180,800
MASSACHUSETTS RRB SPL PURP TR	3.40	9/15/2008	20,000,000.00	4,562,956	4,545,597
MATTEL INC M/T/N	7.25	7/9/2012	13,500,000.00	13,500,000	14,269,365
MATTEL INC M/T/N	6.70	11/12/2008	10,000,000.00	10,000,000	10,086,700
MAY DEPT STORES	8.13	8/15/2035	19,000,000.00	19,000,000	20,028,280
MAY DEPT STORES CO	8.30	7/15/2026	26,310,000.00	26,310,000	27,416,336
MAY DEPT STORES CO	7.88	8/15/2036	25,000,000.00	25,000,000	26,007,250
MCKESSON CORP NEW	7.65	3/1/2027	52,250,000.00	52,250,000	56,826,578

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**Fixed Income Investments**

<b>Issuer</b>	<b>Rate</b>	<b>Maturity Date</b>	<b>Par Value</b>	<b>Book Value</b>	<b>Market Value</b>
MCKESSON CORP NEW	6.40	3/1/2008	30,000,000.00	30,000,000	30,252,000
METROPOLITAN LIFE INS CO 144A	7.80	11/1/2025	24,435,000.00	24,435,000	28,316,500
MICHIGAN CONS GAS CO	8.25	5/1/2014	18,500,000.00	18,500,000	20,894,085
MICHIGAN CONS GAS CO	5.00	10/1/2019	25,000,000.00	25,000,000	22,276,000
MISSISSIPPI PWR CO	0.00	3/9/2009	34,900,000.00	34,900,000	34,933,853
MOTOROLA INC	7.50	5/15/2025	25,000,000.00	25,000,000	27,350,000
MUTUAL OMAHA INS CO RESTR	6.80	6/15/2036	30,000,000.00	30,000,000	29,250,300
NATIONAL ARCHIVES FAC TR CTF PARTN	8.50	9/1/2019	4,527,299.00	3,452,110	4,022,156
NATIONAL FUEL GAS CO M/T/N	7.38	6/13/2025	9,000,000.00	9,000,000	9,603,720
NATIONAL RURAL UTILS COOP FIN	4.75	3/1/2014	15,150,000.00	15,150,000	14,089,197
NATIONWIDE FINL SVCS INC	8.00	3/1/2027	15,250,000.00	15,250,000	15,942,655
NATIONWIDE MUT INS CO	6.60	4/15/2034	25,250,000.00	25,250,000	23,724,395
NAVISTAR FINL 2004-B OWNER TR	2.72	12/15/2007	20,000,000.00	3,498,844	3,488,640
NEW JERSEY NATL GAS CO RESTR	6.27	11/1/2008	4,500,000.00	4,500,000	4,532,850
NLV FINL CORP	6.50	3/15/2035	9,000,000.00	9,000,000	7,968,600
NLV FINL CORP *PP*	7.50	8/15/2033	30,000,000.00	30,000,000	30,482,100
NORTHERN ILL GAS CO	5.90	12/1/2032	34,500,000.00	34,500,000	33,339,765
NORTHERN STS PWR CO MINN	5.25	7/15/2035	10,910,000.00	10,910,000	9,393,183
NORTHERN STS PWR CO MINN 1ST M	6.25	6/1/2036	19,500,000.00	19,500,000	19,370,520
NORTHERN STS PWR CO WIS	7.38	12/1/2026	45,000,000.00	45,000,000	45,805,500
NORTHERN STS PWR CO WIS	5.25	10/1/2018	12,000,000.00	12,000,000	11,217,600
NORTHWESTERN BELL TEL CO 39 YR DEB F/R	6.25	1/1/2007	12,813,000.00	12,813,000	12,684,870
OHIO PWR CO	6.60	2/15/2033	5,000,000.00	5,000,000	5,006,400
OKLAHOMA GAS & ELEC CO	6.50	8/1/2034	9,645,000.00	9,645,000	9,462,806
OLD DOMINION ELEC COOP 1ST MTG SER 93-A	7.78	12/1/2023	7,500,000.00	405,405	416,331
ONEOK INC NEW	6.00	6/15/2035	43,990,000.00	43,990,000	38,811,937
ORANGE & ROCKLAND UTILS INC	7.00	3/1/2029	10,000,000.00	10,000,000	10,163,000
OTTER TAIL CORP *PP*	6.63	12/1/2011	15,000,000.00	15,000,000	14,298,150
PACIFIC GAS & ELEC CO	6.05	3/1/2034	39,500,000.00	39,500,000	37,280,890
PACIFIC MUT LIFE INS CO SURPLUS NT 144A	7.90	12/30/2023	50,000,000.00	50,000,000	56,130,500
PANHANDLE EASTN PIPE LINE CO	2.75	3/15/2007	10,000,000.00	10,000,000	9,786,900
PATRONS LEGACY 2003-III *PP*	5.65	1/17/2017	15,000,000.00	15,000,000	15,016,200
PATRONS LEGACY 2003-IV RESTR	5.78	12/23/2063	15,500,000.00	15,500,000	15,345,930
PECO ENERGY CO	5.95	11/1/2011	15,000,000.00	15,000,000	15,093,450
PEDERNALES ELEC COOP INC	5.95	11/15/2022	20,000,000.00	20,000,000	19,608,000
PEDERNALES TEX ELEC COOP INC	8.55	11/15/2020	25,000,000.00	25,000,000	29,800,000
PENN MUT LIFE INS CO *PP*	6.65	6/15/2034	34,901,000.00	34,901,000	35,386,822
PENNEY J C INC	7.65	8/15/2016	6,000,000.00	6,000,000	6,518,760
PENNEY J C INC	8.13	4/1/2027	20,000,000.00	20,000,000	20,667,200
PENNSYLVANIA-AMERICAN M/T/N	7.08	11/1/2017	20,000,000.00	20,000,000	19,677,000
PG&E ENERGY RECOVERY FDG LLC	3.32	9/25/2008	25,000,000.00	2,052,503	2,043,409
PHARMACIA CORP	6.75	12/15/2027	13,295,000.00	13,295,000	14,320,443
PHARMACIA CORP	6.60	12/1/2028	10,000,000.00	10,000,000	10,707,600
PHILLIPS PETE CO	8.75	5/25/2010	25,000,000.00	25,000,000	27,629,250
PHOENIX LIFE INS CO *PP*	7.15	12/15/2034	48,000,000.00	48,000,000	47,026,560
PIEDMONT NAT GAS INC	6.00	12/19/2033	12,000,000.00	12,000,000	11,532,600
PIEDMONT NATL GAS INC M/T/N	6.87	10/6/2023	5,000,000.00	5,000,000	5,249,600
PIEDMONT NATL GAS INC M/T/N	7.40	10/3/2025	14,000,000.00	14,000,000	15,649,060
PIEDMONT NATL GAS INC M/T/N	7.50	10/9/2026	8,000,000.00	8,000,000	9,055,000
PLAINS ALL AMER PIPELINE *PP*	6.70	5/15/2036	19,500,000.00	19,500,000	19,006,845
PPG INDS INC NT	6.50	11/1/2007	274,000.00	274,000	275,655
PPL ELEC UTILS CORP	4.30	6/1/2013	22,000,000.00	22,000,000	19,865,120
PRIVATE EXPT FDG CORP CPDS	0.00	7/6/2006	29,700,000.00	29,700,000	29,264,159
PROCTER & GAMBLE CO NT	8.50	8/10/2009	10,000,000.00	10,000,000	10,855,900
PRUDENTIAL FDG CORP MTN *PP*	6.60	5/15/2008	20,000,000.00	20,000,000	20,302,400
PRUDENTIAL FDG CORP NT 144A PP	6.75	9/15/2023	40,000,000.00	40,000,000	41,484,400
PRUDENTIAL FINL INC MEDIUM	0.00	6/13/2008	20,000,000.00	20,000,000	20,031,600
PRUDENTIAL INS CO AMER SURPLUS NTS *PP*	8.30	7/1/2025	10,000,000.00	10,000,000	11,985,200
PUBLIC SVC CO COLO	5.50	4/1/2014	32,100,000.00	32,100,000	31,329,921
PUBLIC SVC CO COLO 1ST MTG	7.88	10/1/2012	5,000,000.00	5,000,000	5,525,050
PUBLIC SVC CO N C INC	7.45	12/15/2026	10,000,000.00	10,000,000	11,250,300
PUBLIC SVC CO NEW HAMPSHIRE	5.60	10/5/2035	25,000,000.00	25,000,000	22,220,250
PUGET SOUND ENERGY INC	6.72	6/15/2036	35,000,000.00	35,000,000	35,337,050
PUGET SOUND ENERGY INC M/T/N	6.74	6/15/2018	15,000,000.00	15,000,000	15,496,350
QUESTAR PIPELINE CO M/T/N	7.41	10/1/2009	15,000,000.00	15,000,000	15,726,000

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Issuer	Rate	Maturity Date	Par Value	Book Value	Market Value
RIO TINTO FIN USA LTD	5.75	7/3/2006	36,000,000.00	36,000,000	36,000,000
SAN DIEGO GAS & ELEC CO	6.00	6/1/2026	20,000,000.00	20,000,000	19,659,200
SARA LEE CORP	6.25	9/15/2011	12,500,000.00	12,500,000	12,453,500
SBC COMMUNICATIONS INC	7.25	11/1/2027	5,000,000.00	5,000,000	4,999,450
SCANA CORP M/T/N	0.00	3/1/2008	35,000,000.00	35,000,000	35,028,350
SCHERING PLOUGH CORP	6.75	12/1/2033	24,650,000.00	24,650,000	25,275,124
SELECTIVE INS GROUP INC	6.70	11/1/2035	29,500,000.00	29,500,000	27,468,040
SEMCO ENERGY INC	6.49	9/30/2009	16,000,000.00	16,000,000	15,482,720
SHERWIN WILLIAMS CO	7.38	2/1/2027	65,500,000.00	65,500,000	66,350,190
SMALL BUSINESS ADMIN GTD DEV	4.64	5/1/2023	250,000.00	200,972	188,223
SMALL BUSINESS ADMIN GTD PARTN	6.10	2/1/2009	35,000,000.00	5,893,635	5,947,046
SMITH INTL INC	6.00	6/15/2016	19,000,000.00	19,000,000	18,831,090
SONOCO PRODS CO	6.50	11/15/2013	15,000,000.00	15,000,000	15,549,900
SOUTH CAROLINA ELEC & GAS CO	9.00	7/15/2006	15,000,000.00	15,000,000	15,012,300
SOUTH CAROLINA ELEC & GAS CO	6.25	7/1/2036	16,000,000.00	16,000,000	16,045,120
SOUTH CAROLINA LOCAL REPO'S			6,545,000.00	6,545,000	6,545,000
SOUTH CAROLINA LOCAL REPO'S					
SOUTH CAROLINA LOCAL REPO'S					
SOUTH CAROLINA LOCAL REPO'S					
			1,606,125,000.00	1,606,125,000	1,606,125,000
SOUTH CAROLINA STUDENT LN CORP	3.56	12/3/2018	51,400,000.00	51,400,000	51,400,000
SOUTHERN CALIF EDISON CO	5.63	2/1/2036	44,550,000.00	44,550,000	40,158,707
SOUTHERN CALIF GAS CO	5.75	11/15/2035	25,000,000.00	25,000,000	23,488,750
SOUTHERN CALIF WTR CO	7.23	12/15/2031	20,000,000.00	20,000,000	22,208,200
SOUTHERN CALIF WTR CO M/T/N	6.81	3/23/2028	15,000,000.00	15,000,000	15,460,650
SOUTHERN CONN GAS CO M/T/N	7.60	9/25/2007	6,500,000.00	6,500,000	6,632,080
SOUTHERN CONN GAS CO M/T/N *PP*	6.88	9/11/2028	14,000,000.00	14,000,000	14,926,800
SOUTHERN STAR CENT GAS *PP*	6.00	6/1/2016	10,000,000.00	10,000,000	9,712,500
SOUTHWESTERN BELL TELEPHONE CO	7.20	10/15/2026	20,000,000.00	20,000,000	20,024,200
SOUTHWESTERN ELEC PWR CO	5.38	4/15/2015	6,750,000.00	6,750,000	6,372,810
SOUTHWESTERN PUB SVC CO	5.13	11/1/2006	15,000,000.00	15,000,000	14,966,550
SQUARE BUTTE ELEC COOP 144A *PP*	6.79	1/1/2024	14,678,000.00	14,678,000	15,406,616
SUSQUEHANNA AUTO LEASE TR *PP*	2.46	1/14/2007	30,595,000.00	4,075,878	4,071,515
TAMPA ELEC CO	6.88	6/15/2012	31,000,000.00	31,000,000	32,449,250
TEXACO CAP INC DEBENTURE	7.50	3/1/2043	23,000,000.00	23,000,000	24,881,170
TEXAS EASTN TRANSMISSION CORP	7.00	7/15/2032	39,750,000.00	39,750,000	42,488,775
TIME WARNER COMPANIES INC	8.11	8/15/2006	10,147,000.00	10,147,000	10,170,135
TIME WARNER INC	6.88	5/1/2012	30,750,000.00	30,750,000	31,779,203
TOBACCO SETTLEMENT REV MGMT AUTH S C	7.67	5/15/2016	94,000,000.00	29,313,900	29,507,079
TOYOTA MTR CR CORP M/T/N	2.70	1/30/2007	250,000.00	250,000	245,965
TRAILER BRDG INC	7.07	9/30/2022	7,656,717.00	7,656,717	7,425,867
TRAILER BRDG INC	6.52	3/30/2023	15,800,713.00	14,733,725	15,800,713
TRANSCANADA PIPELINES LTD	5.85	3/15/2036	39,150,000.00	39,150,000	36,698,427
TRI-STATE GENERATION &	6.04	1/31/2018	20,500,000.00	20,500,000	20,108,192
TRI-STATE GENERATION & *PP*	7.14	7/31/2033	34,000,000.00	34,000,000	35,365,522
U S TREASURY BD STRIPPED CPNS	0.00	11/15/2011	340,250,000.00	340,250,000	333,822,678
U S TREASURY BONDS	10.38	11/15/2012	68,600,000.00	68,600,000	73,214,722
U S TREASURY BONDS	12.00	8/15/2013	25,000,000.00	25,000,000	28,409,250
U S TREASURY BONDS	13.25	5/15/2014	20,000,000.00	20,000,000	24,289,000
U S TREASURY BONDS	11.25	2/15/2015	8,600,000.00	8,600,000	12,213,978
U S TREASURY BONDS	9.25	2/15/2016	10,000,000.00	10,000,000	13,052,700
U S TREASURY BONDS	7.25	5/15/2016	5,000,000.00	5,000,000	
U S TREASURY BONDS	9.13	5/15/2018	49,600,000.00	49,600,000	66,421,344
U S TREASURY BONDS	9.00	11/15/2018	14,650,000.00	14,650,000	19,578,352
U S TREASURY BONDS	5.38	2/15/2031	25,000,000.00	25,000,000	25,431,750
U S TREASURY NOTES	7.00	7/15/2006	50,000,000.00	50,000,000	50,019,500
U S WEST COMMUNICATIONS DEB	8.88	6/1/2031	8,000,000.00	8,000,000	8,340,000
U S WEST COMMUNICATIONS INC DEB	7.50	6/15/2023	20,525,000.00	20,525,000	19,242,188
U S WEST COMMUNICATIONS INC DEB	6.88	9/15/2033	65,490,000.00	65,490,000	56,648,850
UNION LT HEAT & PWR CO *PP*	6.20	3/3/2036	29,800,000.00	29,800,000	28,183,350
UNION PAC RR CO 2003-1 PASS	4.70	1/2/2024	250,000.00	247,963	227,444
UNITED STATES DEPT VETERANS REMIC	7.75	9/15/2024	20,000,000.00	9,264,067	9,685,706
UNITED STATES TREAS CPN B/E GENERIC CUBE	0.00	11/15/2006	1,540,000.00	1,540,000	1,511,187
UNITED STATES TREAS NTS	2.75	7/31/2006	10,000,000.00	10,000,000	9,984,000
UNITED STATES TREAS NTS	2.38	8/31/2006	50,000,000.00	50,000,000	49,787,000

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Fixed Income Investments**

<b>Issuer</b>	<b>Rate</b>	<b>Maturity Date</b>	<b>Par Value</b>	<b>Book Value</b>	<b>Market Value</b>
UNITED TECHNOLOGIES CORP	6.70	8/1/2028	20,000,000.00	20,000,000	21,317,600
UNITED TEL CO FLA	8.38	1/15/2025	20,000,000.00	20,000,000	21,629,000
UNITED TEL CO FLA	7.13	7/15/2023	10,000,000.00	10,000,000	9,776,800
USAA AUTO OWNER TR	4.17	11/9/2006	15,000,000.00	562,498	562,291
USAA AUTO OWNER TR	4.40	12/15/2006	18,000,000.00	3,181,625	3,180,447
USAA OWNER TRUST 2005-1 A2	3.55	9/17/2007	15,000,000.00	1,219,041	1,218,323
VECTREN UTIL HLDGS INC	6.10	12/1/2035	25,000,000.00	25,000,000	23,084,750
VIRGINIA ELEC & PWR CO	5.38	2/1/2007	10,000,000.00	10,000,000	9,973,100
VIRGINIA ELEC & PWR CO	6.00	1/15/2036	37,700,000.00	37,700,000	34,462,324
VOLKSWAGEN AUTO LEASE TR	3.52	4/20/2007	20,000,000.00	5,023,233	5,016,752
VOLKSWAGEN AUTO LN ENHANCED TR	2.27	10/22/2007	25,000,000.00	3,554,248	3,543,709
WASHINGTON GAS LT CO MEDIUM	5.78	3/15/2036	15,000,000.00	15,000,000	13,867,650
WASTE MGMT INC DEB	8.75	5/1/2018	28,600,000.00	28,600,000	29,910,452
WESTAR ENERGY INC	5.95	1/1/2035	7,000,000.00	7,000,000	6,296,290
WESTAR ENERGY INC	5.88	7/15/2036	27,500,000.00	27,500,000	24,423,438
WESTVACO CORP	7.65	3/15/2027	25,000,000.00	25,000,000	25,378,250
WEYERHAEUSER CO	5.95	11/1/2008	14,658,000.00	14,658,000	14,669,580
WEYERHAEUSER CO DEB	8.50	1/15/2025	20,000,000.00	20,000,000	22,382,000
WEYERHAEUSER CO DEB	7.95	3/15/2025	10,000,000.00	10,000,000	10,553,500
WISCONSIN GAS LLC	5.90	12/1/2035	10,000,000.00	10,000,000	9,216,900
WISCONSIN PWR & LT CO	7.00	6/15/2007	11,500,000.00	11,500,000	11,607,065
			<b>\$ 16,337,919,615.00</b>	<b>12,177,650,527</b>	<b>12,198,892,757</b>

**SOUTH CAROLINA RETIREMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
A C MOORE ARTS & CRAFTS INC	178,200	2,688,263	2,906,442
A O SMITH CORP COM	80,850	3,336,238	3,748,206
AAMES INVT CORP MD	432,796	3,257,859	2,159,652
AAR CORP COM	174,900	2,641,112	3,888,027
AARON RENTS INC COM	250,100	5,477,812	6,722,688
ABBOTT LABORATORIES	182,500	7,210,025	7,958,825
ABRAXIS BIOSCIENCE INC	155,000	6,549,008	3,695,200
ACCENTURE LTD CLASS A	423,300	10,297,572	11,987,856
ACE LTD	152,500	5,018,310	7,714,975
ACTEL CORP	13,500	191,602	193,725
ACTUANT CORP	15,600	971,147	779,220
ACXIOM CORP	79,700	1,966,367	1,992,500
ADAPTEC INC COM	284,700	1,125,129	1,235,598
ADC TELECOMMUNICATIONS INC	80,914	1,311,191	1,364,210
ADEZA BIOMEDICAL CORP	125,000	1,975,776	1,752,500
ADMINISTAFF INC	46,820	1,911,923	1,676,624
ADOBE SYS INC COM	711,830	21,577,318	21,611,159
ADVANCED ENERGY INDS INC COM	82,900	1,322,841	1,097,596
ADVANCED MICRO DEVICES INC	189,100	6,810,622	4,617,822
ADVANTA CORP CL B	84,249	2,200,205	3,028,752
ADVENT SOFTWARE INC COM	59,320	1,558,040	2,139,672
ADVISORY BRD CO	94,880	4,001,305	4,562,779
ADVO INC	68,800	1,987,829	1,693,168
AEROFLEX INC COM	279,000	2,620,931	3,255,930
AETNA INC	455,400	18,295,782	18,184,122
AFFILIATED MANAGERS GROUP INC	66,459	4,842,352	5,774,623
AFFIRMATIVE INS HLDGS INC	122,500	1,715,509	1,917,125
AFFYMETRIX INC	13,500	384,613	345,600
AFTERMARKET TECHNOLOGY CORP	134,900	2,511,813	3,352,265
AGCO CORP	149,400	3,232,092	3,932,208
AGERE SYS INC	125,670	1,530,298	1,847,349
AGILE SOFTWARE CORP DEL	110,640	810,152	701,458
AGILENT TECHNOLOGIES INC	64,000	1,470,019	2,019,840
AGNICO-EAGLE MINES LTD	51,700	1,318,978	1,710,236
AGREE RLTY CORP	70,500	1,933,927	2,394,885
AIR PRODUCTS AND CHEMICALS INC COMMON	69,000	4,435,035	4,410,480
AIRGAS INC	115,821	3,040,199	4,314,332
AIRTRAN HLDGS INC	121,400	1,682,735	1,804,004
AKAMAI TECHNOLOGIES INC	120,050	1,920,814	4,344,610
ALCOA INC	322,500	11,002,992	10,436,100
ALCON INC	55,590	4,895,840	5,478,395
ALERIS INTL INC	30,710	1,393,407	1,408,054
ALEXANDER & BALDWIN INCORPORATED	48,184	1,486,141	2,133,106
ALKERMES INC	33,100	492,146	626,252
ALLEGHENY TECHNOLOGIES INC	23,730	958,859	1,643,065
ALLERGAN INC COM	124,000	11,537,534	13,300,240
ALLETE INC	32,170	1,431,009	1,523,250
ALLIANCE DATA SYS CORP	212,560	6,004,809	12,502,779
ALLIANCE RESOURCE PARTNERS L P	59,800	2,195,041	2,166,554
ALLIANT ENERGY CORP	171,500	5,652,978	5,882,450
ALLIANT TECHSYSTEMS INC	15,500	1,121,337	1,183,425
ALLIED HEALTHCARE INTL INC	343,100	1,649,496	919,508
ALLSTATE CORP COM	500,575	26,526,143	27,396,470
ALLTEL CORP COM	-	-	0
ALPHA NAT RES INC	27,200	591,812	533,664
ALPHARMA INC CL A	31,800	914,180	764,472
ALTERA CORP	111,100	2,141,991	1,949,805
ALTIRIS INC	207,000	4,082,680	3,734,280
ALTRIA GROUP INC	435,900	18,863,193	32,008,137
ALVARION LTD	185,000	1,671,052	1,135,900
AMAZON COM INC	562,300	23,543,501	21,749,764



**SOUTH CAROLINA RETIREMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
AMBAC FINANCIAL GROUP INC	71,200	5,870,644	5,774,320
AMCOL INTL CORP COM	25,641	518,563	675,640
AMCOMP INC NEW	175,800	1,609,988	1,852,932
AMCORE FINL INC	55,090	1,622,079	1,614,688
AMEDISYS INC	123,300	4,129,048	4,673,070
AMERICA MOVIL-SERIES L ADR	322,800	11,682,930	10,736,328
AMERICA SVC GROUP INC	107,100	1,716,797	1,662,192
AMERICAN AXLE & MFG HLDGS INC	42,100	1,639,319	720,331
AMERICAN CAP STRATEGIES LTD	93,700	3,060,231	3,137,076
AMERICAN COML LINES INC	175,940	9,602,061	10,600,385
AMERICAN ELECTRIC POWER CO INC	270,520	10,018,915	9,265,310
AMERICAN EQUITY INVT LIFE HLDG	676,220	8,579,622	7,208,505
AMERICAN EXPRESS COMPANY	63,800	2,355,352	3,395,436
AMERICAN FINL GROUP INC OHIO	87,800	2,903,274	3,766,620
AMERICAN HOME MTG INVT CORP	51,722	1,584,691	1,906,473
AMERICAN INTERNATIONAL GROUP INC COM	864,400	53,726,301	51,042,820
AMERICAN REPROGRAPHICS CO	135,400	2,670,482	4,908,250
AMERICAN SAFETY INS HLDGS	86,700	1,349,013	1,430,550
AMERICAN SCIENCE & ENGINEERING INC	45,300	2,920,286	2,623,776
AMERICAN TOWER CORP CL A	30,000	818,312	933,600
AMERISAFE INC	145,300	1,325,537	1,807,532
AMERISOURCEBERGEN CORP	387,225	14,671,914	16,232,472
AMETEK INC NEW	39,480	1,650,387	1,870,562
AMGEN INC	125,200	8,800,850	8,166,796
AMN HEALTHCARE SVCS INC	45,100	775,401	915,530
AMPHENOL CORP NEW	34,700	1,242,903	1,941,812
AMSOUTH BANCORPORATION COM	-	-	0
AMYLIN PHARMACEUTICALS INC	114,770	4,583,866	5,666,195
ANADIGICS INC	109,572	655,878	736,324
ANNALY MTG MGMT INC	109,694	1,376,425	1,405,180
ANN TAYLOR STORES CORP	88,560	3,318,336	3,841,733
ANSOFT CORP	122,600	1,737,171	2,510,848
ANSWERTHINK INC	458,300	1,628,209	1,846,949
ANSYS INC	44,500	1,611,932	2,127,990
ANTHRACITE CAP INC	396,400	4,418,731	4,820,224
ANWORTH MTG ASSET CORP	450,500	4,873,688	3,739,150
AON CORPORATION COM	211,525	6,669,383	7,365,301
APAC CUSTOMER SVCS INC	694,200	1,555,395	1,332,864
APOLLO GROUP INC CL A	308,000	20,705,919	15,914,360
APPLE COMPUTER INC COM	319,200	18,519,893	18,232,704
APPLERA CORP APPLIED BIOSYSTEMS GRP	-	-	0
APPLIED FILMS CORP	85,200	1,686,022	2,427,348
AQUA AMER INC	85,726	1,876,175	1,953,696
AQUANTIVE INC	163,060	2,939,125	4,130,310
ARCH CAP GROUP LTD	30,550	1,786,615	1,816,503
ARCH CHEMICALS INC	85,800	2,485,706	3,093,090
ARCHER DANIELS MIDLAND CO COM	48,300	448,942	1,993,824
ARCTIC CAT INC	84,300	1,810,675	1,644,693
ARENA PHARMACEUTICALS INC	57,600	814,055	667,008
ARGONAUT GROUP INC	121,907	2,667,678	3,662,086
ARRIS GROUP INC	158,300	1,946,946	2,076,896
ARROW ELECTRONICS INC	127,625	4,168,492	4,109,525
ART TECHNOLOGY GROUP INC	325,900	769,133	971,182
ARTHROCARE CORP COM	48,600	2,125,766	2,041,686
ASHLAND INC NEW	38,600	2,302,829	2,574,620
ASPEN INSURANCE HOLDIN USD	12,600	323,191	293,454
ASSURANT INC	44,600	1,919,471	2,158,640
ASSURED GUARANTY LTD	139,796	2,791,778	3,546,625
ASTA FDG INC	122,600	2,944,212	4,591,370
ASTRAZENECA PLC SPONS ADR	151,800	7,430,756	9,080,676
ASYST TECHNOLOGIES INC COM	290,200	3,120,875	2,185,206

**SOUTH CAROLINA RETIREMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
AT&T INC	513,400	14,353,430	14,318,726
ATHEROS COMMUNICATIONS INC	133,410	2,407,426	2,529,454
ATMEL CORP	396,500	2,044,724	2,200,575
ATMI INC	82,500	2,421,135	2,031,150
ATRICURE INC	135,800	1,802,430	1,021,216
ATWOOD OCEANICS INC	30,900	634,812	1,532,640
AUTOLIV INC COM	160,100	6,068,025	9,056,857
AUTOMATIC DATA PROCESSING INC COMMON	-	-	0
AUTOZONE INC	115,500	10,560,779	10,187,100
AVERY DENNISON CORP	64,000	3,678,287	3,715,840
AVNET INC	123,400	2,431,666	2,470,468
BAKER HUGHES INC	28,600	2,273,493	2,340,910
BANK AMER CORP	1,284,500	47,650,748	61,784,450
BANK HAWAII CORP	33,580	1,716,891	1,665,568
BANKFINANCIAL CORP	31,400	532,566	543,220
BANTA CORPORATION	55,740	2,545,990	2,582,434
BASIN WTR INC	21,600	259,200	216,432
BAUSCH & LOMB INCORPORATED COMMON	-	-	0
BB&T CORP COM	42,700	1,686,752	1,775,893
BCE INC COM	206,800	5,521,560	4,890,820
BE AEROSPACE INC	155,388	3,287,106	3,552,170
BEA SYS INC	135,400	1,580,656	1,772,386
BEACON ROOFING SUPPLY INC	164,150	2,273,094	3,612,942
BED BATH & BEYOND INC	15,908	615,640	527,668
BELDEN CDT INC	86,500	2,091,252	2,858,825
BELL MICROPRODUCTS INC	562,374	3,815,992	3,048,067
BELLSOUTH CORPORATION	144,400	4,666,852	5,227,280
BEMIS COMPANY INC COM	108,600	3,298,365	3,325,332
BENCHMARK ELECTRS INC	78,955	1,439,206	1,904,395
BERKLEY W R CORP	91,050	2,786,676	3,107,537
BERRY PETE CO CL A	79,800	2,243,972	2,645,370
BEST BUY INC COM	30,300	708,502	1,661,652
BIO RAD LABS INC CL A	59,550	2,994,006	3,867,177
BIOMARIN PHARMACEUTICAL INC	380,700	3,338,989	5,470,659
BIOSCRIP INC	255,436	1,519,662	1,371,691
BISYS GROUP INC	51,200	661,581	701,440
BJ SVCS CO	34,200	1,231,835	1,274,292
BJS WHSL CLUB INC	34,200	922,076	969,570
BLACK BOX CORP DEL	13,500	621,332	517,455
BLACKBAUD INC	94,500	1,706,112	2,145,150
BLOUNT INTL INC NEW	134,800	2,214,737	1,620,296
BLUE NILE INC	55,900	1,667,319	1,797,744
BOB EVANS FARMS INC	21,603	549,250	648,306
BOEING COMPANY	241,300	14,791,030	19,764,883
BOMBAY COMPANY INC	536,300	2,745,639	1,297,846
BOOKS-A-MILLION INC COM	16,050	288,085	267,714
BORG WARNER INC	47,800	2,253,274	3,111,780
BORLAND SOFTWARE CORP	526,400	3,995,907	2,779,392
BOSTON PRIVATE FINL HLDGS INC	153,420	4,248,808	4,280,418
BOSTON SCIENTIFIC CORP COM	542,000	12,202,542	9,127,280
BOWATER INC COM	128,400	5,153,226	2,921,100
BP PLC SPONS ADR	109,100	7,789,740	7,594,451
BRIGHAM EXPL CO	352,100	3,433,191	2,785,111
BRIGHTPOINT INC	48,696	521,158	658,857
BRINKER INTL INC	82,500	3,101,175	2,994,750
BRISTOL MYERS SQUIBB CO COM	849,550	20,965,312	21,969,363
BRISTOW GROUP INC	78,800	2,732,008	2,836,800
BROADCOM CORP CL A	211,500	5,713,131	6,355,575
BROADWING CORP	178,400	2,435,338	1,846,440
BROOKFIELD ASSET MGMT INC	62,300	2,486,891	2,530,626
BROOKS AUTOMATION INC NEW	57,926	765,105	683,527

**SOUTH CAROLINA RETIREMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
BROWN SHOE INC NEW	90,630	3,113,200	3,088,670
BROWN-FORMAN CORP CL B COM	-	-	0
BRUSH ENGINEERED MATERIALS INC	187,500	3,303,775	3,909,375
BSQUARE CORP	129,675	523,320	287,489
BUCYRUS INTL INC NEW	238,390	10,136,422	12,038,695
BUFFALO WILD WINGS INC	47,100	1,420,405	1,804,401
BUILDING MATLS HLDG CORP	75,700	3,072,855	2,109,759
BURGER KING HLDGS INC	76,320	1,397,880	1,202,040
BURLINGTON NORTHERN SANTA FE CORP	-	-	0
C H ROBINSON WORLDWIDE INC	180,200	5,036,328	9,604,660
CA INC	655,625	17,340,649	13,473,094
CABOT OIL & GAS CORP CL- A	17,400	811,897	852,600
CACHE INC COM NEW	50,000	843,500	867,000
CACI INTERNATIONAL INC CL A	45,100	2,682,330	2,630,683
CALAMP CORP	284,150	2,947,542	2,526,094
CALIFORNIA MICRO DEVICES CORP	130,800	895,210	523,200
CAMPBELL SOUP COMPANY	98,700	3,648,751	3,662,757
CANDELA CORP	43,900	738,600	696,254
CANTEL MEDICAL CORP	75,700	1,057,024	1,077,968
CAPITAL ONE FINL CORP COM	49,400	2,642,637	4,221,230
CARBO CERAMICS INC	22,400	1,240,139	1,100,512
CARDIAC SCIENCE CORP	217,604	1,977,782	1,716,896
CARDINAL HEALTH INC COM	183,400	11,245,767	11,798,122
CAREER ED CORP	18,000	582,051	538,020
CAREMARK RX INC	93,300	4,445,986	4,652,871
CARPENTER TECHNOLOGY CORP COMMON	50,820	3,219,912	5,869,710
CARRIZO OIL & GAS INC	109,543	1,857,063	3,429,791
CARTER INC	143,620	4,115,968	3,795,877
CASCADE CORP	67,900	2,751,758	2,685,445
CASEYS GEN STORES INC COM	123,500	2,959,304	3,088,735
CASH AMERICA INTERNATIONAL INC	91,680	2,212,002	2,933,760
CATERPILLAR INC	101,200	5,809,899	7,537,376
CATHAY GENERAL BANCORP	97,600	3,463,679	3,550,688
CATO CORP NEW CL A	167,050	2,573,072	4,318,243
CB RICHARD ELLIS GROUP INC	323,550	4,767,812	8,056,395
CBL + ASSOCIATES PROPERTIES INC COM	62,700	1,496,332	2,440,911
CBS CORP NEW	213,450	5,668,235	5,773,823
C-COR INC	107,356	750,032	828,788
CDI CORP	26,400	762,406	765,600
CELADON GROUP INC	150,750	1,450,884	3,322,530
CENDANT CORP	577,100	9,321,051	9,400,959
CENTER FINL CORP CALIF	41,100	839,105	971,604
CENTRAL GARDEN & PET CO	115,400	4,894,554	4,967,970
CENTRAL PAC FINL CORP	38,776	1,345,673	1,500,631
CENTURY ALUM CO	78,900	2,993,373	2,815,941
CENTURYTEL INC	149,500	5,177,185	5,553,925
CENVEO INC	388,000	2,073,013	6,964,600
CERADYNE INC	41,800	2,088,913	2,068,682
CERES GROUP INC	383,800	1,072,239	2,387,236
CERIDIAN CORP NEW COM	93,700	2,333,365	2,290,028
CERNER CORP COM	64,200	1,693,953	2,382,462
CHAMPION ENTERPRISE INC COM	93,210	1,416,446	1,029,038
CHARLOTTE RUSSE HLDG	182,200	2,469,995	4,361,868
CHARMING SHOPPES INC	203,200	1,999,304	2,283,968
CHATTEM INC COM	35,000	1,552,986	1,062,950
CHEESECAKE FACTORY INC	16,200	455,326	436,590
CHEMED CORP NEW	22,500	1,305,531	1,226,925
CHESAPEAKE CORP	128,300	2,665,479	2,105,403
CHEVRON CORPORATION	520,600	28,793,903	32,308,436
CHICAGO BRIDGE & IRON COMPANY	253,200	4,853,414	6,114,780
CHICAGO MERCANTILE EXCHANGE	39,000	12,437,100	19,154,850

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
CHILDRENS PL RETAIL STORES INC	113,100	5,573,721	6,791,655
CHOLESTECH CORP	175,000	1,676,070	2,222,500
CHORDIANT SOFTWARE INC	196,942	627,332	596,734
CHRISTOPHER + BANKS CORP .01P	34,890	981,278	1,011,810
CHUBB CORPORATION COM	106,800	4,622,831	5,329,320
CIENA CORP	260,600	1,135,785	1,253,486
CIGNA CORP COM	5,000	256,419	492,550
CINCINNATI BELL INC NEW	1,571,813	6,432,712	6,444,433
CISCO SYS INC	1,700,280	30,589,976	33,206,468
CIT GROUP INC NEW	105,000	5,457,256	5,490,450
CITI TRENDS INC	70,541	3,103,894	3,011,395
CITIGROUP INC	2,570,417	112,243,479	123,996,916
CITIZENS COMMUNICATIONS CO	490,400	6,452,381	6,399,720
CLAIBORNE LIZ INC COM	53,300	2,109,356	1,975,298
CLARCOR INC	96,100	2,777,260	2,862,819
CLAYTON HLDGS INC	155,000	2,687,573	2,022,750
CLECO CORP NEW	33,307	729,338	774,388
CLEVELAND CLIFFS INC COM	24,740	2,030,433	1,961,635
CLOROX COMPANY COMMON	152,800	9,104,707	9,316,216
CMS ENERGY CORP	250,800	2,568,463	3,245,352
COCA-COLA CO USD	112,500	4,795,497	4,839,750
COGNEX CORP	102,800	2,897,122	2,675,884
COHEN & STEERS INC	70,900	1,118,915	1,673,240
COLDWATER CREEK INC	185,340	3,132,008	4,959,698
COLGATE PALMOLIVE CO COM	56,500	3,257,107	3,384,350
COLONIAL BANCGROUP INC COM	66,630	1,642,662	1,711,058
COLUMBIA EQUITY TR INC	24,800	401,911	380,928
COLUMBIA SPORTSWEAR CO	13,500	688,797	611,010
COLUMBUS MCKINNON CORP N Y	105,300	2,283,797	2,289,222
COMCAST CORP NEW	9,300	292,544	304,854
COMCAST CORP NEW CL A	377,800	11,390,198	12,369,172
COMERICA INC COM	261,800	14,916,031	13,610,982
COMFORT SYS USA INC	93,244	940,834	1,332,457
COMMERCE BANCORP N J	575,765	21,893,111	20,537,538
COMMERCIAL CAP BANCORP INC	50,500	742,967	795,375
COMMERCIAL METALS CO COM	149,417	3,509,199	3,840,017
COMMON STOCKS EQUITY	16,400	-	0
COMMSCOPE INC	160,811	3,893,533	5,052,682
COMPASS BANCSHARES INC COM	-	-	0
COMPLETE PRODTN SVCS INC	64,690	1,664,655	1,529,272
COMPUCREDIT CORP	91,603	3,245,993	3,521,219
COMPUTER PROGRAMS & SYS INC	10,960	460,210	437,962
COMPUTER SCIENCES CORPORATION COMMON	119,400	5,944,050	5,783,736
COMPUWARE CORP	217,600	2,035,136	1,457,920
COMSTOCK RES INC	147,000	3,036,611	4,389,420
COMTECH TELECOMMUNICATIONS	127,733	4,055,200	3,738,745
COMVERSE TECHNOLOGY INC	22,900	513,048	452,733
CONAGRA FOODS INC	88,100	1,858,020	1,947,891
CONEXANT SYS INC	1,021,700	2,948,045	2,554,250
CONOCOPHILLIPS	502,107	24,440,087	32,903,072
CONOR MEDSYSTEMS INC	102,000	2,300,394	2,814,180
CONSTELLATION BRANDS INC	257,500	5,579,957	6,437,500
CONSTELLATION ENERGY GROUP INC	-	-	0
CONTINENTAL AIRLS INC CL B	63,940	1,658,760	1,905,412
CONVERGYS CORP	142,200	2,364,532	2,772,900
CON-WAY INC	84,000	4,085,699	4,866,120
COOPER INDUSTRIES LTD	29,900	1,082,294	2,778,308
CORNING INC COM	691,900	9,883,285	16,737,061
CORPORATE EXECUTIVE BRD CO	58,400	2,555,626	5,851,680
CORPORATE OFFICE PPTYS TR	99,380	2,779,646	4,181,910
CORRECTIONS CORP AMER NEW	78,530	3,355,990	4,157,378

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
CORUS BANKSHARES INC	88,400	2,781,630	2,314,312
COSTAR GROUP INC	64,900	2,829,354	3,882,967
COSTCO WHSL CORP NEW	808,665	33,692,947	46,199,031
COUNTRYWIDE FINANCIAL CORP	711,800	24,294,379	27,105,344
COVANCE INC	93,110	3,941,506	5,700,194
COX RADIO INC	52,600	723,972	758,492
CPI INTL INC	97,200	1,771,519	1,409,400
CRANE COMPANY COMMON	18,600	712,531	773,760
CREE INC	26,700	492,370	634,392
CRM HOLDINGS, LTD	201,700	2,504,144	2,111,799
CROWN CASTLE INTL CORP	141,740	3,632,371	4,895,700
CROWN HLDGS INC *PP*	175,960	2,938,254	2,739,697
CSG SYS INTL INC	223,500	4,583,834	5,529,390
CSX CORP COM	92,100	2,793,982	6,487,524
CTS CORP	85,600	1,057,450	1,274,584
CUMMINS INC	53,800	5,280,613	6,577,050
CURTISS-WRIGHT CORPORATION COMMON	82,050	2,349,168	2,533,704
CUTERA INC	42,000	1,088,921	828,240
CUTTER & BUCK INC	204,000	1,030,553	2,339,880
CVB FINL CORP	267,250	3,772,047	4,185,135
CVS CORP	83,400	1,140,449	2,560,380
CYBEX INTL INC	49,700	273,350	322,553
CYMER INC	274,980	10,780,086	12,775,571
CYPRESS BIOSCIENCES INC	96,600	683,106	593,124
CYPRESS SEMICONDUCTOR CORP COM	72,213	986,073	1,049,977
DADE BEHRING HLDGS INC	131,160	4,685,551	5,461,502
DAVITA INC	143,390	4,273,040	7,126,483
DECKERS OUTDOOR CORP COM	18,600	802,726	717,216
DEL GLOBAL TECHNOLOGIES CORP	203,700	654,921	529,620
DEL MONTE FOODS CO	108,200	1,199,397	1,215,086
DELL INC	2,898,535	87,723,999	70,753,239
DELPHI FINL GROUP INC CL A	32,400	957,897	1,178,064
DENBURY RESOURCES INC.	156,000	1,721,891	4,940,520
DEUTSCHE TELEKOM AG SPONSORED ADR	359,400	7,364,872	5,764,776
DEVON ENERGY CORPORATION NEW	131,400	8,636,922	7,937,874
DIAMOND FOODS INC	155,916	2,984,058	2,505,570
DIAMOND OFFSHORE DRILLING INC	49,000	1,999,014	4,112,570
DIGITAL INSIGHT CORP	211,400	6,022,022	7,248,906
DIGITAL RIV INC	24,810	850,025	1,002,076
DIGITAS INC	275,470	3,286,267	3,200,961
DILLARD'S INC CL A COM	145,100	3,710,294	4,621,435
DIME CMNTY BANCORP INC	110,835	1,685,645	1,504,031
DIODES INC	112,100	1,889,828	4,645,424
DIONEX CORP COM	66,300	3,070,376	3,623,958
DIRECTV GROUP INC	405,900	6,574,372	6,697,350
DISNEY (WALT) COMPANY .	276,000	7,616,573	8,280,000
DJO INCORPORATED	101,000	2,936,407	3,719,830
DOBSON COMMUNICATIONS CORP	185,040	1,264,885	1,430,359
DOLLAR FINL CORP	18,650	330,977	335,700
DOLLAR THRIFTY AUTOMOTIVE GP	67,300	2,470,097	3,033,211
DOMINION RES INC VA NEW	61,000	4,437,753	4,562,190
DOMINOS PIZZA INC	64,100	1,760,589	1,585,834
DONEGAL GROUP INC	247,333	3,034,563	4,800,734
DORAL FINL CORP	200,324	1,698,452	1,284,077
DOT HILL SYS CORP	268,800	1,562,344	919,296
DOW CHEMICAL COMPANY COMMON	52,300	2,088,121	2,041,269
DOWNEY FINL CORP COM	31,650	2,054,925	2,147,453
DRESS BARN INC	250,720	4,688,373	6,355,752
DREW INDS INC	19,400	571,223	628,560
DRIL-QUIP INC	18,130	1,056,341	1,494,637
DRS TECHNOLOGIES INC COM	81,800	4,262,523	3,987,750

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
DSP GROUP INC	21,600	547,013	536,760
DSW INC	36,590	1,206,550	1,332,608
DYNAMEX INC	59,500	1,150,386	1,297,695
E I DU PONT DE NEMOURS & CO COMM	25,700	1,056,527	1,069,120
E M C INS GROUP INC COM	78,400	1,505,543	2,254,784
E TRADE FINANCIAL CORP	77,300	1,526,577	1,763,986
EAGLE MATLS INC	174,160	8,194,916	8,272,600
EAST WEST BANCORP INC	78,090	2,636,555	2,960,392
EASTMAN CHEMICAL CO	-	-	0
EASTMAN KODAK CO	-	-	0
EATON CORPORATION COMMON	47,400	1,530,935	3,573,960
EATON VANCE CORP COM NON VTG	60,580	1,599,946	1,512,077
EBAY INC	2,672,355	97,614,542	78,273,278
ECLIPSYS CORP	110,000	1,806,651	1,997,600
EDAP TMS S A SPONSORED ADR	207,300	397,895	2,122,752
EDISON INTL	156,900	7,210,138	6,119,100
EDUCATION RLTY TR INC	36,800	659,133	612,720
EDWARDS A.G. INC	41,000	2,104,805	2,268,120
EDWARDS LIFESCIENCES CORP	39,500	1,701,779	1,794,485
EGL INC	267,950	8,622,534	13,451,090
EL PASO CORPORATION	-	-	0
EL PASO ELEC CO	90,700	1,802,465	1,828,512
ELECTRO RENT CORP	67,911	883,616	1,087,934
ELECTRO SCIENTIFIC INDS INC	135,900	3,111,665	2,444,841
ELECTRONIC ARTS	1,370,200	80,167,419	58,973,408
ELECTRONIC DATA SYS CORP	144,400	3,288,398	3,474,264
ELECTRONICS FOR IMAGING INC	33,600	687,740	701,568
ELI LILLY & CO COM	192,100	11,026,341	10,617,367
ELIZABETH ARDEN INC	141,200	1,974,162	2,524,656
EMAGEON INC	139,800	1,854,287	2,039,682
EMBARQ CORP	12,505	435,428	512,580
EMC CORP(MASS) USD 0.02	426,500	5,884,416	4,678,705
EMCOR GROUP INC COM	116,900	3,932,660	5,689,523
EMERSON ELECTRIC COMPANY	112,900	7,838,315	9,462,149
EMS TECHNOLOGIES INC	51,540	880,898	926,174
ENCANA CORP	135,800	5,947,368	7,148,512
ENCORE CAP GROUP INC	57,100	793,119	700,617
ENCORE WIRE CORP	27,100	599,825	973,974
ENERGEN CORP COM	76,300	2,571,434	2,930,683
ENERGIZER HLDGS INC	27,100	1,484,163	1,587,247
ENERGY CONVERSION DEVICES INC COM	20,010	959,651	728,964
ENGELHARD CORPORATION COM	3,500	134,812	136,430
ENNIS INC	133,300	2,578,597	2,623,344
ENPRO INDS INC	42,580	1,443,002	1,430,688
ENTEGRIS INC	94,881	926,449	904,216
ENTERCOM COMMUNICATIONS CORP	41,761	1,337,338	1,092,468
ENTERGY CORP NEW COM	151,900	9,673,824	10,746,925
ENTRUST INC	59,700	343,061	203,577
EPIQ SYS INC	29,900	631,394	497,536
EQUITY INNS INC	136,351	1,797,254	2,257,973
EQUITY LIFESTYLE PPTYS INC	24,100	992,109	1,056,303
ESCHELON TELECOM INC	79,600	1,121,933	1,231,412
ESCO TECHNOLOGIES INC	39,400	1,655,912	2,105,930
ESCROW SEAGATE TECHNOLOGY	16,400	-	0
ESS TECHNOLOGY INC	125,600	1,191,350	271,296
ETHAN ALLEN INTERIORS INC COM	20,100	777,278	734,655
EURONET WORLDWIDE INC	30,930	829,249	1,186,784
EXCO RES INC	191,300	2,011,959	2,180,820
EXELON CORP	240,024	6,946,386	13,640,564
EXIDE TECHNOLOGIES	411,800	3,487,159	1,762,504
EXPEDIA INC DEL	643,700	13,479,078	9,636,189

**SOUTH CAROLINA RETIREMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
EXPEDITORS INTL WASH INC COM	1,214,290	33,046,985	68,012,383
EXXON MOBIL CORP	1,303,500	71,798,114	79,969,725
EZCORP INC CLA N/V	98,300	1,274,951	3,704,927
F M C CORP COM NEW	58,800	3,184,631	3,786,132
F5 NETWORKS INC	32,720	1,629,658	1,749,866
FACTSET RESH SYS INC	21,700	802,839	1,026,410
FAIRCHILD SEMICONDUCTOR INTL	172,730	3,055,452	3,138,504
FAMILY DLR STORES INC	-	-	0
FARGO ELECTRONICS INC	51,500	547,181	1,307,585
FEDERAL AGRIC MTG CORP CL C	81,800	2,123,220	2,265,860
FEDERAL HOME LN MTG CORP	551,450	32,101,488	31,438,165
FEDERAL NATL MTG ASSN COMMON STOCK	581,600	31,198,578	27,974,960
FEDERATED DEPT STORES INC COM	44,036	1,530,710	1,611,718
FEDEX CORPORATION	103,100	7,587,850	12,048,266
FEDEX CORPORATION CALL 125.00 10/21/07	(100)	(53,775)	-35,000
FELDMAN MALL PPTYS INC	171,400	2,136,249	1,878,544
FIDELITY BANKSHARES INC NEW	44,290	1,196,441	1,409,308
FIDELITY NATL FINL INC COM	236,775	8,560,509	9,222,386
FIDELITY NATL INFORMATION SVCS	40,880	1,739,404	1,447,152
FILENET CORP	150,347	4,031,269	4,048,845
FINLAY ENTERPRISES INC	193,000	2,718,915	1,640,500
FIRST ADVANTAGE CORP	37,900	1,100,995	881,554
FIRST AMERICAN CORP	90,000	3,979,800	3,804,300
FIRST BANCORP P R	25,600	663,375	238,080
FIRST CASH FINANCIAL SERVICES, INC.	41,600	815,193	821,600
FIRST DATA CORP COM	129,700	4,219,522	5,841,688
FIRST HORIZON NATL CORP	-	-	0
FIRST MIDWEST BANCORP INC DEL	38,474	1,334,487	1,426,616
FIRSTENERGY CORP	146,700	7,634,196	7,952,607
FIRSTFED FINANCIAL CORP	176,050	10,265,659	10,152,804
FIRSTSERVICE CORP	85,000	1,977,054	2,264,400
FISERV INC COM	105,600	4,656,960	4,790,016
FIVE STAR QUALITY CARE INC	195,400	876,697	2,163,078
FLANDERS CORP	139,900	1,346,183	1,403,197
FLORIDA ROCK INDS INC	31,960	1,519,959	1,587,453
FLOWERS FOODS INC	15,900	443,752	455,376
FLUOR CORP NEW	-	-	0
FOREST LABORATORIES INC COMMON	160,300	6,494,979	6,202,007
FOREST OIL CORP	67,800	2,001,063	2,248,248
FORRESTER RESH INC	47,300	766,474	1,323,454
FOUNDATION COAL HLDGS INC	89,691	3,696,105	4,209,199
FPIC INS GROUP INC	55,200	1,727,276	2,139,000
FPL GROUP INC COM	67,500	3,100,811	2,793,150
FRANKLIN RES INC COM	85,700	5,110,962	7,439,617
FREIGHTCAR AMER INC	101,625	6,214,019	5,641,204
FREMONT GENERAL CORP	457,900	3,628,632	8,498,624
FRONTIER OIL CORP	177,490	1,864,583	5,750,676
FTI CONSULTING INC	43,700	1,149,578	1,169,849
FUELCELL ENERGY INC	100,400	1,263,104	961,832
GAMESTOP CORP NEW	55,530	2,176,568	2,332,260
GANDER MTN CO	198,300	2,464,505	1,146,174
GANNETT CO INC COM	58,300	3,610,711	3,260,719
GARDNER DENVER INC	26,890	1,042,555	1,035,265
GATX CORP COM	137,330	4,680,081	5,836,525
GENENTECH INC	403,400	34,254,764	32,998,120
GENERAL CABLE INC COM	95,600	2,116,543	3,346,000
GENERAL ELECTRIC CO	1,074,400	37,971,445	35,412,224
GENERAL MARITIME CORP	11,300	388,309	417,648
GENERAL MILLS INC COM	194,450	9,559,058	10,045,287
GENERAL MOTORS CORPORATION	194,800	5,643,793	5,803,092
GENESEE & WYO INC	303,424	8,611,759	10,762,449

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
GENESIS HEALTHCARE CORP	48,200	1,914,611	2,283,234
GENLYTE GROUP INC	32,400	1,640,562	2,346,732
GENUINE PARTS CO	-	-	0
GENWORTH FINL INC	111,100	2,512,928	3,870,724
GENZYME CORP	276,000	19,983,238	16,849,800
GEO GROUP INC	34,144	949,866	1,196,747
GIANT INDS INC	55,946	1,979,419	3,723,206
GILEAD SCIENCES INC	63,880	2,818,221	3,779,141
GLOBAL INDS LTD	294,000	4,595,491	4,909,800
GLOBAL PMTS INC	132,960	3,071,863	6,455,208
GLOBAL SANTAFE CORP	90,800	5,000,773	5,243,700
GMX RES INC	93,760	3,140,222	2,899,059
GOLD KIST INC	85,600	1,238,162	1,144,472
GOLDEN WEST FINANCIAL CORP	54,700	2,858,286	4,058,740
GOLDMAN SACHS GROUP INC	189,800	20,639,264	28,551,614
GOODMAN GLOBAL INC	58,860	1,086,385	893,495
GOODRICH COMPANY	75,250	2,132,606	3,031,823
GOODRICH PETE CORP COM NEW	25,895	661,295	735,159
GOOGLE INC	184,060	56,911,785	77,181,880
GRACO INC	50,700	1,328,161	2,331,186
GRANITE CONSTR INC	110,336	4,333,021	4,994,911
GREATBATCH INC	34,200	874,094	807,120
GREATER BAY BANCORP	105,928	2,878,362	3,045,430
GREENHILL & CO INC	33,270	1,339,988	2,021,485
GREIF INC CL A	74,700	4,900,923	5,599,512
GREY WOLF INC	573,370	4,118,944	4,414,949
GROUP 1 AUTOMOTIVE INC	76,400	4,159,789	4,304,376
GSE SYS INC	183,000	368,618	750,300
GUESS INC	40,800	1,382,638	1,703,400
GULF IS FABRICATION INC	53,100	1,421,217	1,064,124
GYMBOREE CORP COM	304,090	6,056,945	10,570,168
H & E EQUIP SVCS INC	38,800	781,543	1,142,660
H & R BLOCK INCORPORATED COMMON	-	-	0
H B FULLER CO COM	20,700	995,105	901,899
HAEMONETICS CORP MASS	121,800	5,719,336	5,664,918
HAIN CELESTIAL GROUP INC	83,670	1,999,230	2,155,339
HALLIBURTON COMPANY COM	249,600	9,249,899	18,522,816
HANMI FINL CORP	149,100	2,434,348	2,898,504
HANSEN NAT CORP	9,410	469,218	1,791,382
HARLAND JOHN H CO	58,900	2,498,684	2,562,150
HARLEY DAVIDSON INC	288,900	14,581,705	15,857,721
HARSCO CORPORATION COMMON	34,200	2,107,361	2,666,232
HARTFORD FINL SVCS GROUP INC COM	58,000	2,985,521	4,906,800
HARVARD BIOSCIENCE INC	172,100	788,885	765,845
HCA INC	439,600	19,142,407	18,968,740
HCC INS HLDGS INC	63,450	1,621,642	1,867,968
HEADWATERS INC	49,200	1,590,080	1,257,552
HEALTH CARE REIT INC	36,128	1,267,578	1,262,674
HEALTH NET INC	28,470	1,262,519	1,285,990
HEALTHCARE SVC GROUP INC	218,625	2,249,679	4,580,194
HEALTHTRONICS INC	269,400	2,179,469	2,060,910
HEALTHWAYS INC	41,794	882,812	2,200,036
HEARTLAND PMT SYS INC	32,400	849,019	903,312
HEIDRICK & STRUGGLES INTL INC	56,245	1,721,554	1,903,331
HEINZ H J COMPANY COMMON	63,100	2,538,576	2,600,982
HELIX ENERGY SOLUTIONS GROUP	238,900	7,628,363	9,642,004
HELMERICH & PAYNE INCORPORATED COMMON	47,700	3,768,085	2,874,402
HERBALIFE LTD	122,690	3,771,231	4,895,331
HERCULES OFFSHORE INC	17,900	538,017	626,500
HEWLETT PACKARD COMPANY	1,347,875	37,146,859	42,700,680
HEXCEL CORP NEW COM	70,500	1,476,848	1,107,555



**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
HIBBETT SPORTING GOODS INC	56,000	1,759,253	1,338,400
HIGHLAND HOSPITALITY CORP	473,600	5,282,009	6,668,288
HIGHWOODS PPTYS INC	67,300	1,857,983	2,434,914
HILB ROGAL & HOBBS COMPANY	99,700	3,519,567	3,715,819
HILTON HOTELS CORPORATION	85,500	2,311,855	2,417,940
HITTITE MICROWAVE CORP	35,400	980,952	1,280,064
HMS HLDGS CORP	219,100	1,058,435	2,348,752
HOLLY CORPORATION NEW PAR \$0.02	293,211	9,109,610	14,132,770
HOLOGIC INC	28,400	1,143,834	1,401,824
HOME BANCSHARES INC	18,500	390,289	419,950
HOME SOLUTIONS OF AMERICAN	132,800	931,715	819,376
HOOPER HOLMES INC	502,400	2,426,269	1,532,320
HORIZON HEALTH CORP COM	11,300	228,990	235,944
HORNBECK OFFSHORE SVCS INC NEW	21,600	808,795	767,232
HOUSTON WIRE & CABLE CO	136,550	1,890,444	2,348,660
HUB GROUP INC	156,124	2,920,995	3,829,722
HUB INTL LTD	43,960	1,153,950	1,152,192
HUMMINGBIRD LTD	134,500	2,649,342	3,693,370
HUNTINGTON BANCSHARES INC	121,300	2,974,605	2,860,254
HURON CONSULTING GROUP INC	85,000	2,348,995	2,982,650
HYDRIL	39,400	2,137,131	3,093,688
HYPERION SOLUTIONS CORP	111,062	3,785,833	3,065,311
IAC / INTERACTIVECORP NEW	749,600	20,249,848	19,856,904
ICT GROUP INC	36,780	906,348	902,213
IDACORP INC	41,136	1,196,924	1,410,553
IKON OFFICE SOLUTIONS INC	60,300	731,619	759,780
IMATION CORP	87,000	3,773,534	3,571,350
INDUS INTL INC	329,100	959,294	941,226
INDYMAC BANCORP INC \$0.01 PAR	118,200	5,024,548	5,419,470
INFOCUS CORP	381,800	2,508,184	1,091,948
INFORMATICA CORP	271,845	3,709,422	3,577,480
INFOUSA INC NEW	56,600	632,449	583,546
INFRASOURCE SVCS INC	69,510	1,338,413	1,265,777
ING GROEP N V SPONSORED ADR	102,700	3,779,567	4,038,164
INGERSOLL -RAND CO CLASS A	93,900	3,459,792	4,017,042
INGLES MKTS INC CL A	76,100	934,451	1,293,700
INGRAM MICRO INC CL A	402,900	7,168,895	7,304,577
INPUT/OUTPUT INC	328,900	2,419,136	3,108,105
INSIGHT ENTERPRISES INC COM	178,600	3,542,665	3,402,330
INSITUFORM TECHNOLOGIES INC CL A	72,300	1,231,305	1,654,947
INSTEEL INDS INC	51,200	1,330,494	1,239,040
INTEGRA LIFESCIENCES HOLDING CORP	170,130	5,897,617	6,602,745
INTEL CORPORATION	1,362,455	31,642,233	25,818,522
INTER TEL INC COM	102,700	2,072,899	2,162,862
INTERCONTINENTALEXCHANGE INC	117,000	6,998,633	6,778,980
INTERFACE INC CL A	250,216	2,976,706	2,864,973
INTERGRAPH CORP COM	24,900	1,186,974	784,101
INTERLINE BRANDS INC	190,600	3,482,795	4,456,228
INTERNATIONAL BANCSHARES CORP COM	24,048	709,402	660,839
INTERNATIONAL BUSINESS MACHINES CORP	335,700	28,142,821	25,788,474
INTERNATIONAL GAME TECHNOLOGY COM	26,900	739,750	1,020,586
INTERPUBLIC GROUP OF COMPANIES INC	180,498	2,926,626	1,507,158
INTEVAC INC	239,000	4,639,642	5,181,520
INTRAWEST CORP	74,100	2,109,910	2,360,826
INTUIT INC COM	44,900	2,483,745	2,711,511
INTUITIVE SURGICAL INC	68,730	5,649,403	8,108,078
INVENTIV HEALTH INC	35,700	868,032	1,027,446
INVESTMENT TECHNOLOGY GROUP	169,930	3,568,037	8,642,640
INVESTORS FINL SERVICES CORP	152,200	5,272,108	6,833,780
IOWA TELECOMMUNICATION SVCS	49,124	949,394	929,426
IPASS INC	92,900	731,207	520,240

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
IPSCO INC	19,800	1,796,592	1,894,662
IRON MTN INC PA	167,500	6,156,087	6,261,150
IRWIN FINL CORP	48,099	1,044,897	932,640
ISLE OF CAPRI CASINOS INC	171,320	4,842,545	4,394,358
ITRON INC COM	92,130	4,074,079	5,459,624
J & J SNACK FOODS CORP	39,627	1,061,807	1,310,465
J CREW GROUP INC	900	18,000	24,705
J2 GLOBAL COMMUNICATONS INC	255,540	3,725,010	7,977,959
JACK & HENRY & ASSOC INC	187,000	2,832,748	3,676,420
JACK IN THE BOX INC	53,700	2,269,780	2,105,040
JACKSON HEWITT TAX SVC INC	102,300	2,179,366	3,207,105
JACOBS ENGR GROUP INC COM	19,890	1,271,778	1,584,040
JARDEN CORP	71,350	1,688,824	2,172,608
JDA SOFTWARE GROUP INC COM	331,334	4,216,260	4,648,616
JDS UNIPHASE CORP	641,740	1,354,573	1,623,602
JEFFERIES GROUP INC NEW	161,140	2,586,490	4,774,578
JER INVS TR INC	209,100	3,660,235	3,251,505
JETBLUE AIRWAYS CORP	679,100	7,474,650	8,244,274
JLG INDUSTRIES INC COM	243,400	4,537,493	5,476,500
JOHNSON & JOHNSON COM	654,670	40,285,280	39,227,826
JOHNSON CONTROLS INC	141,025	7,982,132	11,595,076
JONES APPAREL GROUP INC	73,900	2,857,081	2,349,281
JONES LANG LASALLE INC	200,930	11,150,000	17,591,422
JOS A BANK CLOTHIERS INC	87,750	2,562,861	2,102,490
JOY GLOBAL INC	29,965	748,083	1,560,877
JPMORGAN CHASE & CO	1,307,550	49,328,009	54,917,100
JUNIPER NETWORKS INC	139,100	3,334,911	2,224,209
K V PHARMACEUTICAL CO CL A	77,700	1,685,868	1,449,882
KADANT INC	104,600	1,645,326	2,405,800
KAMAN CORPORATION COMMON	256,200	4,053,338	4,662,840
KAYDON CORP COMMON	117,500	4,634,784	4,383,925
KELLOGG COMPANY COMMON	63,900	2,862,288	3,094,677
KEMET CORP	331,700	3,436,054	3,058,274
KENDLE INTL INC	128,700	3,223,509	4,727,151
KENEXA CORP	42,840	1,361,798	1,364,454
KERR-MCGEE CORPORATION COM	-	-	0
KERZNER INTL LTD	15,000	798,006	1,189,200
KEYCORP NEW COM	307,200	8,800,003	10,960,896
KEYSTONE AUTOMOTIVE INDS INC	171,800	3,137,443	7,253,396
KFORCE INC	26,000	316,420	402,740
KILROY RLTY CORP	18,860	844,099	1,362,635
KIMBALL INTL INC CL B	71,100	888,758	1,401,381
KIMBERLY-CLARK CORP COM	559,400	33,322,172	34,514,980
KING PHARMACEUTICALS INC	213,000	3,207,780	3,621,000
KIRBY CORP	137,000	3,137,290	5,411,500
KMG AMER CORP	235,000	2,276,883	2,084,450
KNIGHT CAP GROUP INC	123,340	1,753,704	1,878,468
KNIGHT TRANSN INC COM	373,700	5,813,436	7,548,740
KOHL'S CORP	240,200	11,786,520	14,200,624
KOMAG INC	102,846	3,529,618	4,749,428
KROGER COMPANY COMMON	490,200	9,517,000	10,715,772
L S I INDUSTRIES INC	142,700	2,064,187	2,424,473
LABOR READY INC	78,100	1,502,547	1,768,965
LAMSON & SESSIONS COMPANY COMMON	153,400	4,088,980	4,350,424
LANDEC CORP COM	428,700	1,563,614	3,965,475
LANDSTAR SYS INC	17,600	171,701	831,248
LAS VEGAS SANDS CORP	31,600	1,582,405	2,460,376
LASALLE HOTEL PPTYS	124,360	4,080,803	5,757,868
LAWSON SOFTWARE INC NEW	171,527	1,096,302	1,149,231
LCA-VISION INC	7,200	410,133	380,952
LEAP WIRELESS INTL INC	36,040	1,561,449	1,710,098

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
LEARNING TREE INTL INC COM	116,600	1,602,914	1,022,582
LEGG MASON INC	59,400	6,002,408	5,911,488
LEGGETT & PLATT INC	-	-	0
LEHMAN BROTHERS HLDGS INC	188,800	9,707,192	12,300,320
LENNOX INTL INC	49,330	1,542,875	1,306,258
LENOX GROUP INC	174,200	2,081,414	1,235,078
LEVITT CORP FLA CL-A	62,550	794,820	1,000,800
LEXINGTON CORP PPTYS TR COM	99,400	1,731,462	2,147,040
LEXMARK INTERNATIONAL INC	56,600	2,826,056	3,159,978
LIGHTBRIDGE INC	113,900	933,578	1,475,005
LIMITED BRANDS INC CL A	135,100	2,884,758	3,457,209
LINCOLN ELEC HLDGS INC	16,780	923,493	1,051,267
LINCOLN NATIONAL CORP	87,660	4,253,513	4,947,530
LIONBRIDGE TECHNOLOGIES INC	443,500	3,401,752	2,452,555
LIQUIDITY SVCS INC	108,300	1,644,294	1,686,231
LOCKHEED MARTIN CORP	147,400	9,688,085	10,574,476
LOEWS CORP	71,900	2,466,084	2,548,855
LONE STAR TECH INC COM	58,140	2,738,461	3,140,723
LONGS DRUG STORES CORP	24,860	1,157,598	1,134,113
LOWES COMPANIES INC COM	945,095	59,352,778	57,338,914
LUBRIZOL CORP NEW	61,200	2,618,340	2,438,820
LUCENT TECHNOLOGIES INC	6,026,525	16,368,023	14,584,191
LUMENIS LTD	194,500	441,073	272,300
LUMINENT MTG CAP INC	203,200	2,536,803	1,881,632
MADDEN STEVEN LTD	132,350	2,114,616	3,920,207
MAF BANCORP INC	40,167	1,737,869	1,720,754
MAGELLAN HEALTH SERVICES INC.	220,200	7,257,893	9,977,262
MAGNA INTL INC CL A	170,325	12,236,412	12,258,290
MAIDENFORM BRANDS INC	167,400	1,849,395	2,064,042
MANHATTAN ASSOCS INC	48,500	1,010,304	984,065
MANITOWOC CO INC	65,800	1,306,122	2,928,100
MANTECH INTL CORP	99,000	2,785,340	3,055,140
MARATHON OIL CORP	132,600	6,740,438	11,045,580
MARINEMAX INC	25,536	717,445	669,809
MARINER ENERGY INC	57,372	1,045,885	1,053,924
MARKEL CORPORATION HOLDING COMPANY	12,400	2,686,690	4,302,800
MARLIN BUSINESS SVCS CORP	27,470	564,562	619,723
MARTIN MARIETTA MATLS INC	55,200	4,433,196	5,031,480
MARVEL ENTMT INC	110,700	1,830,307	2,214,000
MARVELL TECHNOLOGY GROUP	112,900	5,904,902	5,004,857
MASCO CORPORATION	87,700	2,544,931	2,599,428
MATERIAL SCIENCES CORP	146,400	1,709,241	1,321,992
MATRIA HEALTHCARE INC	103,500	3,122,380	2,216,970
MATTEL INC	156,000	2,617,645	2,575,560
MATTSON TECHNOLOGY INC	70,900	901,040	692,693
MAXIM INTERGRATED PRODS INC	695,425	29,664,240	22,330,097
MBIA INC	179,050	7,990,727	10,483,378
MC DERMOTT INTL INC	48,390	1,023,415	2,200,293
MC DONALDS CORPORATION COMMON	230,200	7,324,134	7,734,720
MCAFFEE INC	24,900	668,170	604,323
MCDATA CORP	103,800	480,350	423,504
MCG CAP CORP	311,300	4,704,884	4,949,670
MCKESSON CORPORATION	202,200	7,432,915	9,560,016
MDU RESOURCES GROUP INC	58,750	1,853,471	2,150,838
MEADOWBROOK INS GROUP INC COM	301,000	1,103,526	2,504,320
MEDCO HEALTH SOLUTIONS INC	53,400	2,904,972	3,058,752
MEDIA GENERAL INC CL A COM	28,170	1,594,237	1,180,041
MEDICAL PPTYS TR INC	183,700	1,892,227	2,028,048
MEDICIS PHARMACEUTICALS CORP CL A	41,000	1,369,928	984,000
MEDIFAST INC	55,600	951,842	993,572
MEDTRONIC INC	318,200	16,617,515	14,929,944

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
MELLON FINL CORP	99,900	3,106,448	3,439,557
MENS WEARHOUSE INC	134,880	4,020,460	4,086,864
MENTOR CORP MINN	12,500	632,799	543,750
MENTOR GRAPHICS CORP	108,000	1,216,147	1,401,840
MERCK & CO INC	313,000	15,266,158	11,402,590
MERCURY INTERACTIVE CORP	95,600	2,785,894	3,343,132
MERIDIAN GOLD INC	97,300	2,021,315	3,082,464
MERRILL LYNCH & CO INC	470,700	27,164,874	32,741,892
MESA AIR GROUP INC	232,240	2,724,262	2,287,564
METAL MGMT INC	124,200	3,898,070	3,803,004
METHANEX CORP COM	162,800	3,723,166	3,448,104
METHODE ELECTRS INC COM	114,500	1,120,819	1,203,395
METLIFE INC	321,675	14,024,770	16,472,977
METROLOGIC INSTRS INC	70,300	1,210,370	1,055,203
MGI PHARMA INC	84,200	1,659,870	1,810,300
MGIC INVT CORP WIS COM	42,800	2,974,028	2,782,000
MGP INGREDIENTS INC	118,800	2,535,061	2,758,536
MICROS SYS INC	59,280	2,507,009	2,589,350
MICROSEMI CORP COM	197,020	4,509,256	4,803,348
MICROSOFT CORP COM	1,509,200	39,825,606	35,164,360
MICROSTRATEGY INC	7,300	782,129	711,896
MICROTEK MED HLDGS INC	269,200	789,161	1,028,344
MIDWEST BANC HLDGS INC	50,100	1,140,612	1,114,725
MILLENNIUM PHARMACEUTICALS INC	558,400	5,572,739	5,567,248
MKS INSTRS INC	96,825	2,042,368	1,948,119
MOBILE MINI INC	218,516	4,361,821	6,393,778
MOLDFLOW CORP	24,863	376,294	291,146
MONACO COACH CORP COM	87,800	1,296,727	1,115,060
MONARCH CASINO & RESORT INC	28,200	532,698	792,984
MONEYGRAM INTL INC	104,310	2,315,487	3,541,325
MONRO MUFFLER BRAKE INC	163,200	5,047,248	5,313,792
MONSANTO CO NEW	46,100	3,888,494	3,881,159
MONSTER WORLDWIDE INC	32,510	943,086	1,386,877
MOODYS CORP	817,130	40,581,788	44,500,900
MOOG INC CL A	30,973	1,033,274	1,059,896
MORGAN STANLEY GROUP INC	516,400	27,160,852	32,641,644
MORTGAGEIT HLDGS INC	87,300	1,099,638	1,052,838
MOTOROLA INC COM	-	-	0
MPS GROUP INC	279,660	3,652,280	4,211,680
MRO SOFTWARE INC	232,385	3,380,550	4,663,967
MSC INDL DIRECT INC	51,000	1,698,955	2,426,070
MSC SOFTWARE CORP	165,200	1,329,592	2,957,080
M-SYSTEMS FLASH	41,300	1,366,500	1,223,719
MTC TECHNOLOGIES INC	55,500	1,576,088	1,311,465
MTS SYSTEMS CORP	71,000	2,080,458	2,805,210
MULTIMEDIA GAMES INC	123,200	1,717,531	1,248,016
MWI VETERINARY SUPPLY INC	84,000	1,970,319	3,060,120
MYERS INDS INC	22,500	368,973	386,775
MYOGEN INC	19,000	617,652	551,000
NABORS INDUSTRIES LTD COM	41,300	1,251,134	1,395,527
NAM TAI ELECTRS INC	102,400	2,612,135	2,290,688
NARA BANCORP INC	39,800	705,482	746,250
NASDAQ STK MKT INC	162,300	5,745,170	4,852,770
NATCO GROUP INC	62,912	2,272,190	2,529,062
NATIONAL CITY CORP	268,700	8,950,587	9,724,253
NATIONAL FINL PARTNERS CORP	60,830	3,042,206	2,695,377
NATL INSTRUMENT CORP	43,700	1,248,025	1,197,380
NAUTILUS INC	57,700	869,204	906,467
NAVARRÉ CORP	203,900	1,483,462	1,015,422
NAVIGANT CONSULTING INC	50,100	1,003,408	1,134,765
NAVIGATORS GROUP INC	41,726	1,762,220	1,828,433

**SOUTH CAROLINA RETIREMENT SYSTEMS**  
**INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
NCI BLDG SYS INC	20,665	983,065	1,098,758
NESS TECHNOLOGIES INC	118,881	1,299,744	1,277,971
NET 1 UEPS TECHNOLOGIES INC	42,520	993,830	1,162,922
NETFLIX COM INC	40,910	1,104,179	1,113,161
NETWORK APPLIANCE INC	231,900	7,015,172	8,186,070
NEUSTAR INC	171,200	5,702,351	5,778,000
NEW JERSEY RES CORP	31,412	1,399,030	1,469,453
NEW RIVER PHARMACEUTICALS	44,000	1,473,727	1,254,000
NEWELL RUBBERMAID INC	54,100	1,264,505	1,397,403
NEWMONT MINING CORP	38,900	2,021,140	2,058,977
NEWPARK RES INC	274,800	1,447,826	1,690,020
NII HLDGS INC	55,510	1,831,643	3,129,654
NIKE INC CL B	100,600	8,098,842	8,148,600
NN INC	311,400	3,495,933	3,845,790
NOKIA CORP ADR-A SHS	945,600	15,657,541	19,157,856
NORFOLK SOUTHERN CORP	55,900	961,064	2,974,998
NORTH AMERN SCIENTIFIC INC	348,600	1,838,276	679,770
NORTHERN TRUST CORP	39,000	1,990,711	2,156,700
NORTHROP GRUMMAN CORP	199,800	11,461,630	12,799,188
NORTHSTAR RLTY FIN CORP	106,106	1,076,869	1,274,333
NORTHWEST NATURAL GAS COMPANY COMMON	37,225	1,320,252	1,378,442
NORTHWEST PIPE CO COM	123,000	1,903,854	3,111,900
NOVAMERICAN STL INC	34,200	1,250,585	1,384,074
NRG ENERGY INC	122,900	5,828,734	5,921,322
NS GROUP INC	66,000	1,264,860	3,635,280
NUANCE COMMUNICATIONS INC	91,140	1,207,806	916,868
NUCO2 INC	59,900	1,734,031	1,439,996
NUTRI SYS INC NEW	75,960	3,561,304	4,719,395
NYSE GROUP INC	25,300	1,618,161	1,732,544
OCCIDENTAL PETROLEUM CORPORATION COMMON	210,000	17,541,567	21,535,500
ODYSSEY HEALTHCARE INC	331,100	5,430,042	5,817,427
OFFICE DEPOT INC	425,700	11,584,600	16,176,600
OFFICEMAX INC DEL	84,600	3,608,106	3,447,450
OHIO CASUALTY CORP COM	72,500	2,027,135	2,155,425
OIL STS INTL INC	109,930	2,878,257	3,768,400
OLD DOMINION FGHT LINES INC	64,580	1,850,664	2,427,562
OLD REPUBLIC INTERNATIONAL CORP	124,500	2,682,492	2,660,565
OLIN CORP COM PAR \$2	56,600	1,155,354	1,014,838
OLYMPIC STL INC COM	100,200	3,109,989	3,546,078
OMEGA HEALTHCARE INVS INC	157,000	2,061,915	2,075,540
OMNICARE INC COM	9,000	416,116	426,780
OMNICOM GROUP INC COM	36,500	2,127,404	3,251,785
OMNIVISION TECHNOLOGIES INC	113,864	3,078,430	2,404,808
ON ASSIGNMENT INC	180,000	1,366,936	1,654,200
ON SEMICONDUCTOR CORP	212,710	1,503,919	1,250,735
OPTION CARE INC	250,774	2,385,204	3,004,273
OPTIONSXPRESS HLDGS INC	92,000	1,752,678	2,144,520
ORACLE CORPORATION	279,950	3,491,826	4,056,476
ORBITAL SCIENCES CORP COM	387,600	4,571,453	6,255,864
ORBOTECH LTD	18,000	433,201	412,740
OREGON STL MLS INC	26,340	715,847	1,334,384
ORIENT EXPRESS HOTELS	77,000	2,481,697	2,990,680
OSHKOSH TRUCK CORP	3,880	197,190	184,378
OTTER TAIL CORP	32,285	907,795	882,349
OUTDOOR CHANNEL HLDGS INC	74,500	1,022,489	768,840
OVERSEAS SHIPHOLDING GROUP INC COM	28,600	1,451,793	1,691,690
OWENS & MINOR INC NEW	84,850	2,429,193	2,426,710
OWENS ILL INC COM	198,100	3,359,437	3,320,156
PACER INTL INC TENN	177,900	3,827,469	5,795,982
PACTIV CORP	195,900	4,973,760	4,848,525
PALM INC NEW	42,030	717,341	676,683

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
PALOMAR MED TECHNOLOGIES INC	18,100	729,627	825,903
PANACOS PHARMACEUTICALS INC	176,300	1,442,437	973,176
PANERA BREAD CO	18,010	1,208,156	1,210,992
PANTRY INC	27,000	919,866	1,553,580
PAPA JOHNS INTL INC	38,700	1,242,840	1,284,840
PAR TECHNOLOGY CORP	2,525	46,113	32,244
PARAMETRIC TECHNOLOGY CORP NEW	114,669	1,676,711	1,457,443
PAREXEL INTL CORP	40,150	926,405	1,158,328
PARKER DRILLING CO COM	186,200	1,599,909	1,336,916
PARKWAY PPTYS INC	55,300	2,605,469	2,516,150
PATHMARK STORES INC NEW	86,360	933,609	812,648
PATTERSON COS INC	772,175	30,321,989	26,972,073
PAYLESS SHOESOURCE INC.	88,740	2,073,022	2,411,066
PC MALL INC	218,800	1,174,899	1,389,380
PDF SOLUTIONS INC	190,500	2,782,569	2,364,105
PEDIATRIX MED GROUP COM	156,120	5,390,972	7,072,236
PEMSTAR INC	374,900	956,499	1,285,907
PENN NATL GAMING INC	52,600	1,302,149	2,039,828
PENN VIRGINIA CORP	49,200	2,397,379	3,438,096
PENNEY J C CO INC	86,600	5,503,750	5,846,366
PENNSYLVANIA REAL ESTATE INVT TR SBI	11,100	449,261	448,107
PEOPLESUPPORT INC	51,500	464,726	693,190
PEPSI BOTTLING GROUP INC	407,400	11,918,351	13,097,910
PEPSICO INC COM	22,300	991,213	1,338,892
PERINI CORP	103,100	1,919,134	2,319,750
PEROT SYS CORP CL A	277,182	3,977,216	4,013,595
PER-SE TECHNOLOGIES INC	192,600	3,113,029	4,849,668
PETRO-CDA COMMON STOCK	61,400	2,454,371	2,910,974
PETROQUEST ENERGY INC	71,600	764,121	879,248
PFF BANCORP INC COM	36,999	1,142,833	1,226,887
PFIZER INC COM	2,304,800	61,217,804	54,093,656
PG&E CORP	146,200	5,812,006	5,742,736
PHARMACEUTICAL PROD DEV INC COM	73,900	2,618,510	2,595,368
PHARMION CORP	95,000	2,292,702	1,617,850
PHILADELPHIA CONS HLDG CORP COM	235,140	5,405,484	7,138,850
PHILLIPS-VAN HEUSEN CORPORATION	81,700	2,767,627	3,117,672
PHOTRONICS INC	76,758	1,437,286	1,136,018
PILGRIMS PRIDE CORP. COMMON	26,128	700,842	674,102
PINNACLE ENTMT INC	146,800	3,418,812	4,499,420
PINNACLE WEST CAP CORP COM	62,600	2,645,301	2,498,366
PIONEER DRILLING CO	178,275	2,897,700	2,752,566
PLACER SIERRA BANCSHARES	86,000	2,066,321	1,994,340
PLATO LEARNING INC	191,100	1,249,788	1,188,642
PMA CAP CORP	381,800	3,295,355	3,932,540
PMI GROUP INC	132,000	5,115,000	5,884,560
PNC FINANCIAL SERVICES GROUP INC	21,600	1,161,626	1,515,672
PNM RES INC	44,419	1,083,846	1,108,698
POLO RALPH LAUREN CORP	24,220	1,142,811	1,329,678
POLYCOM INC	69,580	1,489,163	1,525,194
POLYMEDICA CORPORATION	82,000	2,887,342	2,948,720
POMEROY IT SOLUTIONS, INC	261,100	3,057,115	1,879,920
POOL CORP	233,650	4,238,827	10,194,150
PORTFOLIO RECOVERY ASSOCS INC	77,790	3,029,570	3,555,003
POZEN INC	112,010	1,557,773	788,550
PPG INDUSTRIES INC	78,600	4,605,434	5,187,600
PPL CORP	-	-	0
PREFERRED BK LOS ANGELES CALIF	9,120	462,387	488,923
PREMIERE GLOBAL SVCS INC	358,400	1,929,066	2,705,920
PRESTIGE BRANDS HLDGS INC	110,900	1,301,052	1,105,673
PRIMUS GUARANTY LTD USD 0.02	210,000	2,638,765	2,331,000
PRINCIPAL FINL GROUP INC	139,600	6,515,132	7,768,740

**SOUTH CAROLINA RETIREMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
PRIVATEBANCORP INC	31,520	1,007,191	1,305,243
PROASSURANCE CORP	16,100	653,332	775,698
PROCENTURY CORP	266,100	2,772,064	3,648,231
PROCTER & GAMBLE CO COM	285,400	16,124,613	15,868,240
PRUDENTIAL FINL INC	34,200	1,626,382	2,657,340
PS BUSINESS PKS INC CALIF	37,200	2,040,645	2,194,800
PSYCHIATRIC SOLUTIONS INC	87,809	2,861,042	2,516,606
PW EAGLE INC	37,000	847,208	1,118,880
QUAKER FABRIC CORP NEW COM	210,800	1,285,823	286,688
QUALCOMM INC	1,191,300	50,285,729	47,735,391
QUALITY SYS INC	11,700	385,467	430,794
QUALSTAR CORP	234,200	1,185,636	784,570
QUANEX CORP	47,400	1,784,001	2,041,518
QUANTA CAPITAL HOLDINGS LTD	167,800	848,387	434,602
QUANTA SVCS INC	6,988	106,035	121,102
QUICKSILVER RES INC	66,550	1,787,093	2,449,706
R L I CORP	17,200	917,520	828,696
RACKABLE SYS INC	43,380	2,113,737	1,713,076
RADIAN GROUP INC	101,900	5,306,952	6,295,382
RADIANT SYS INC	53,600	632,158	566,552
RADIATION THERAPY SVCS INC	32,000	796,744	861,120
RADIOSHACK CORP	304,300	7,370,146	4,260,200
RADVISION LTD	94,000	1,632,451	1,498,360
RADYNE CORP	46,020	741,920	523,708
RANGE RES CORP	93,180	1,606,531	2,533,564
RARE HOSPITALITY INTL INC	62,940	1,899,665	1,810,154
RAYTHEON CO	159,000	6,999,282	7,086,630
RBC BEARINGS INC	102,163	1,983,490	2,319,100
RC2 CORP	95,800	2,949,253	3,703,628
REALNETWORKS INC	211,600	1,893,591	2,264,120
RECKSON ASSOCS RLTY CORP	42,600	1,014,797	1,762,788
RED HAT INC	432,420	8,229,567	10,118,628
RED LIONS HOTELS CORP	144,900	865,650	1,586,655
RED ROBIN GOURMET BURGERS INC	39,100	1,468,454	1,664,096
REDBACK NETWORKS INC NEW	58,360	1,287,919	1,070,322
REGAL BELOIT CORP	130,740	6,027,558	5,772,171
REGENERATION TECHNOLOGIES INC	83,000	629,144	531,200
REGENERON PHARMACEUTICALS INC	60,200	700,427	771,764
REGIONS FINL CORP NEW	109,500	3,665,545	3,626,640
REHABCARE GROUP INC.	93,600	1,994,263	1,626,768
RELIANCE STL & ALUM CO	70,400	5,302,638	5,839,680
RENOVIS INC	48,400	1,020,688	741,004
REPLIGEN	164,000	711,042	478,880
REPUBLIC BANCORP INC	-	-	0
RESMED INC	163,150	4,687,707	7,659,893
RESOURCE CAP CORP	96,500	1,429,294	1,241,955
RESOURCES CONNECTION INC	206,616	3,873,799	5,169,532
RESPIRONICS INC	191,900	5,260,803	6,566,818
RETAIL VENTURES INC	162,100	1,643,826	2,888,622
REYNOLDS & REYNOLDS COMPANY CL A COMMON	56,100	1,616,430	1,720,587
REYNOLDS AMERN INC	59,200	6,276,725	6,825,760
RF MICRO DEVICES INC	139,300	999,852	831,621
RIMAGE CORP	74,800	1,680,648	1,527,416
RITCHIE BROS AUCTIONEERS INC	34,000	589,825	1,808,120
ROBBINS & MYERS INC	27,600	615,839	721,464
ROCKWELL COLLINS INC	40,600	2,295,972	2,268,322
ROCKY BRANDS INC	20,400	473,592	433,500
ROLLINS INC	48,240	818,794	947,434
ROPER INDS INC NEW	41,220	1,406,170	1,927,035
ROWAN COMPANIES INC	75,000	2,037,352	2,669,250
ROYAL DUTCH SHELL PLC SPONS ADR	95,600	5,134,332	6,403,288

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
ROYAL GOLD INC COM	57,300	1,157,029	1,594,086
RTI INTL METALS INC	33,566	1,435,900	1,874,325
RUSS BERRIE & CO INC COM	100,700	1,506,916	1,234,582
RUSSELL INDEX FUND	9,169,046	357,601,489	392,077,569
RYANS RESTAURANT GROUP INC	41,200	587,058	490,692
RYDER SYSTEM INCORPORATED COMMON	65,600	3,566,954	3,833,008
RYLAND GROUP INC	17,700	976,715	771,189
SAFECO CORPORATION COMMON	115,300	6,372,988	6,497,155
SAFEWAY INC COM NEW	310,900	7,590,355	8,083,400
SALESFORCE COM INC	65,990	1,402,921	1,759,293
SANMINA-SCI CORPORATION	192,400	1,485,290	885,040
SARA LEE CORP COM	897,500	17,174,128	14,377,950
SAXON CAPITAL INC.	122,782	1,410,336	1,404,626
SBA COMMUNICATIONS CORP CL A	104,160	2,393,827	2,722,742
SCANSOURCE INC	17,800	270,324	521,896
SCHEIN HENRY INC	32,690	1,402,277	1,527,604
SCHERING-PLOUGH CORP COM	735,200	15,656,866	13,990,856
SCHLUMBERGER LIMITED COM	162,000	10,568,577	10,547,820
SCHNITZER STL INDS INC CL A	97,935	3,275,070	3,474,734
SCHOOL SPECIALTY INC	82,400	2,368,121	2,624,440
SCIELE PHARMA INC	45,160	1,086,193	1,047,260
SCIENTIFIC GAMES CORP	61,430	1,438,618	2,188,137
SCOTTISH RE GROUP LIMITED	226,600	4,715,228	3,779,688
SEABRIGHT INS HLDGS INC	176,221	2,777,765	2,838,920
SEACOAST BKG CORP FLA	87,500	2,501,128	2,330,125
SEALED AIR CORP NEW	50,300	2,650,998	2,619,624
SEI INVESTMENTS CO	46,990	1,753,792	2,296,871
SELECT COMFORT CORP	54,486	1,020,031	1,251,543
SELECTIVE INS GROUP INC	90,520	4,345,514	5,057,352
SEMCO ENERGY INC COM	310,900	1,916,785	1,728,604
SEMPRA ENERGY	323,125	14,912,523	14,695,725
SEMTECH CORPORATION COMMON	129,200	2,251,226	1,866,940
SERACARE LIFE SCIENCES INC	92,200	1,089,317	461,000
SERVICES ACQUISITION CORP INTL	34,700	417,192	343,530
SHARPER IMAGE CORP COM	161,600	2,218,168	1,795,376
SHAW COMMUNICATIONS INC CL B	233,000	4,860,821	6,591,570
SHAW GROUP INC	69,549	1,547,170	1,933,462
SHOE CARNIVAL INC	94,200	2,114,420	2,247,612
SI INTL INC	83,000	2,336,644	2,544,780
SIERRA HEALTH SVCS INC COM	179,800	6,145,414	8,096,394
SIERRA PAC RES NEW	60,797	808,500	851,158
SILGAN HLDGS INC	10,200	306,630	377,502
<b>SILICON GRAPHICS INC DEFAULT</b>	<b>222,000</b>	<b>171,347</b>	<b>162,060</b>
SILICON LABORATORIES INC	58,160	1,873,086	2,044,324
SIMPSON MFG CO INC	77,860	2,900,848	2,806,853
SIRF TECHNOLOGY HLDGS INC	76,460	2,237,375	2,463,541
SKECHERS U S A INC	48,300	816,970	1,164,513
SKYWEST INC	88,831	2,511,048	2,203,009
SMART & FINAL INC	56,338	978,721	948,732
SMURFIT-STONE CONTAINER CORP	138,000	2,365,242	1,509,720
SOLETRON CORP	1,373,000	6,881,902	4,695,660
SONICWALL INC	322,100	2,804,588	2,895,679
SONOCO PRODUCTS CO COM	32,500	1,016,132	1,028,625
SOTHEBYS HLDGS INC CL A LTD VTG	112,670	3,304,678	2,957,588
SOURCE INTERLINK COMPANIES INC	329,600	3,699,748	3,922,240
SOUTH FINL GROUP INC	64,785	1,714,994	1,710,972
SOUTHWEST BANCORP INC OKLA	27,200	586,766	693,600
SOUTHWESTERN ENERGY CO	51,220	810,786	1,596,015
SPARTECH CORP NEW	246,400	5,925,146	5,568,640
SPDR TR UTS S&P DEPOS RECPTS	85,400	10,970,132	10,869,712
SPECIALTY UNDERWRITERS	158,300	1,454,785	1,057,444



**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
SPECTRALINK CORP	42,806	539,063	377,549
SPHERION CORP	108,200	934,241	986,784
SPRINT NEXTEL CORP	519,400	10,099,922	10,382,806
SPSS INC	161,600	3,070,842	5,193,824
SPX CORP COM	44,200	1,977,628	2,472,990
ST MARY LD & EXPL CO	34,200	1,426,011	1,376,550
ST.PAUL TRAVELERS COMPANIES INC	318,568	11,589,386	14,201,761
STAGE STORES INC	21,950	705,400	724,350
STANCORP FINL GROUP INC	15,900	809,390	809,469
STANDARD PAC CORP NEW COM	24,462	784,349	628,673
STAPLES INC COM	387,600	8,046,985	9,426,432
STARBUCKS CORP COM	2,083,430	48,648,163	78,670,317
STARWOOD HOTELS & RESORTS	118,500	6,707,000	7,150,290
STATE ST CORP COM	101,100	4,959,871	5,872,899
STATE STREET S&P 500 FLAGSHIP FUND	27,051,827	5,399,497,088	6,442,663,166
STEEL DYNAMICS INC	166,065	7,568,642	10,917,113
STEEL TECHNOLOGY	39,400	1,021,412	765,936
STEELCASE INC	126,900	1,843,458	2,087,505
STEREOTAXIS INC	201,600	1,850,160	2,175,264
STERICYCLE INC	47,000	1,966,334	3,059,700
STERLING FINL CORP WASH COM	42,437	1,102,464	1,294,753
STILLWATER MNG CO COM	184,600	2,402,536	2,340,728
STRATEX NETWORKS INC	159,800	779,286	541,722
STRIDE RITE CORP	203,200	1,924,236	2,680,208
STRYKER CORP	146,000	7,447,460	6,148,060
SUN HYDRAULICS INC	54,800	1,100,372	1,138,744
SUNRISE SENIOR LIVING INC	3,875	108,588	107,144
SUNSTONE HOTEL INVS INC NEW	55,890	1,326,760	1,624,163
SUNTRUST BANKS INC	13,900	883,794	1,060,014
SUPERIOR ENERGY SVCS INC	48,700	1,361,696	1,650,930
SUPERVALU INC	61,700	1,600,057	1,894,190
SUPPORTSOFT INC	343,700	1,642,164	1,354,178
SVB FINL GROUP	87,780	3,438,940	3,990,479
SYMMETRY MED INC	128,480	2,450,394	1,978,592
SYNAPTICS INC	15,200	407,593	325,280
SYNERON MEDICAL LTD	95,000	2,689,525	1,983,600
SYNIVERSE HLDGS INC	340,600	5,462,231	5,006,820
SYNNEX CORP	100,000	1,908,900	1,896,000
SYSCO CORP	270,400	8,152,894	8,263,424
TALISMAN ENERGY INC	140,700	2,065,622	2,459,436
TALK AMER HLDGS INC	165,800	1,399,738	1,026,302
TALX CORP	189,075	3,527,509	4,135,070
TARGET CORP	110,700	5,261,013	5,409,909
TAUBMAN CTRS INC COM	24,900	1,028,014	1,018,410
TECH DATA CORP	89,500	3,822,922	3,428,745
TECHNE CORP	13,600	541,977	692,512
TECHNITROL INC COM	35,100	819,128	812,565
TEKTRONIX INC	16,100	396,466	473,662
TELEDYNE TECHNOLOGIES INC NPV	6,800	225,464	222,768
TELEFLEX INC	23,600	1,588,516	1,274,872
TELLABS INC	114,300	1,082,386	1,521,333
TENET HEALTHCARE CORP COM	51,800	542,636	361,564
TENNANT COMPANY	36,900	1,876,921	1,855,332
TENNECO INC	40,960	1,059,958	1,064,960
TEREX CORP NEW	7,200	625,939	710,640
TESORO CORP	53,700	2,035,896	3,993,132
TETRA TECH INC NEW	81,400	1,466,103	1,444,036
TETRA TECHNOLOGIES INC DEL	27,500	770,328	832,975
TEVA PHARMACEUTICAL INDS ADR	1,641,610	54,870,822	51,858,460
TEXAS CAP BANCSHARES INC	93,400	1,715,391	2,176,220
TEXAS INDUSTRIES INCORPORATED COMMON	75,011	3,855,214	3,983,084

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
TEXAS REGL BANCSHARES INC	-	-	0
TEXTRON INCORPORATED COMMON	59,300	3,651,086	5,466,274
THOMAS PPTYS GROUP INC	138,900	1,668,048	1,633,464
THOR INDS INC	-	-	0
T-HQ INC COM NEW	81,300	1,627,898	1,756,080
TIDEWATER INC	25,960	1,245,605	1,277,232
TIME WARNER INC NEW	996,000	18,776,621	17,230,800
TIME WARNER TELECOM INC	132,610	1,979,313	1,969,259
TITANIUM METALS CORP	40,440	518,316	1,390,327
TJX COS INC NEW	512,050	10,568,712	11,705,463
TODCO	143,720	4,059,833	5,870,962
TOO INC	120,300	4,835,595	4,618,317
TORCHMARK CORP COM	307,000	15,855,288	18,641,040
TRACTOR SUPPLY CO	25,340	1,575,729	1,400,542
TRADESTATION GROUP INC	166,900	2,541,164	2,114,623
TRAMMELL CROW CO	97,500	1,872,217	3,429,075
TRANS WORLD ENTMT CORP	84,200	547,543	607,924
TRANSACTION SYS ARCHITECTS COMMON	160,060	4,623,993	6,672,901
TRANSDIGM GROUP INC	49,430	1,156,680	1,183,849
TREDEGAR CORPORATION INC	71,200	919,581	1,126,384
TRIDENT MICROSYSTEMS INC	113,606	1,560,286	2,156,242
TRIMBLE NAV LTD	27,800	972,726	1,240,992
TRINITY INDUSTRIES INC	169,305	4,891,937	6,839,922
TRIQUINT SEMICONDUCTOR INC	798,900	3,349,658	3,563,094
TRIZETTO GROUP INC	146,500	1,953,069	2,166,735
TRUSTMARK CORP COM	51,042	1,489,418	1,580,771
TRW AUTOMOTIVE HLDGS CORP	67,100	1,433,843	1,830,488
TXU CORP	150,400	3,460,680	8,992,416
TYCO INTL LTD COM	263,000	6,826,946	7,232,500
TYLER TECHNOLOGIES INC	73,200	753,960	819,840
U S AWYS GROUP INC	31,820	1,447,767	1,608,183
U S CONCRETE INC	66,188	756,906	731,377
U S XPRESS ENTERPRISES INC CL A	43,200	1,156,720	1,167,264
UAP HLDG CORP	167,000	3,550,291	3,642,270
UBS AG REGISTERED	121,800	10,943,133	13,361,460
UCBH HLDGS INC	299,000	4,981,180	4,945,460
UNION PACIFIC CORP	90,425	6,255,564	8,405,908
UNIONBANCAL CORP	135,300	7,569,445	8,739,027
UNIT CORP	173,800	8,540,857	9,887,482
UNITED AMER INDTY LTD	38,612	873,875	804,674
UNITED DOMINION RLTY TR INC COM	55,300	1,245,153	1,548,953
UNITED HEALTH GROUP INC	526,600	25,970,123	23,581,148
UNITED NAT FOODS INC	176,700	3,731,925	5,834,634
UNITED RENTALS INC	35,698	903,325	1,141,622
UNITED SURGICAL PARTNERS INTL	37,220	1,441,041	1,119,205
UNITED TECHNOLOGIES CORP	141,700	8,641,737	8,986,614
UNIVERSAL COMPRESSION HLDGS	158,700	6,036,132	9,993,339
UNIVERSAL ELECTRS INC	122,800	1,505,440	2,174,788
UNIVISION COMMUNICATIONS INC	34,900	962,640	1,169,150
UNUMPROVIDENT CORP	232,100	4,610,429	4,207,973
URS CORP NEW	105,964	3,318,547	4,450,488
US BANCORP DEL	329,512	9,127,044	10,175,331
USI HLDGS CORP	110,300	1,398,956	1,479,123
UST INC COM	46,500	1,539,448	2,101,335
UTI WORLDWIDE INC	169,020	3,364,719	4,264,375
V F CORPORATION COM	27,400	795,929	1,861,008
VALOR COMMUNICATIONS GROUP INC	227,200	2,654,150	2,601,440
VALSPAR CORP COM	112,500	2,986,144	2,971,125
VARIAN INC	26,494	1,104,289	1,099,766
VARIAN MED SYS INC	770,015	34,772,539	36,460,210
VARIAN SEMICONDUCTOR EQUIP ASSOC INC	165,935	4,546,216	5,411,140

**SOUTH CAROLINA RETIREMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
VCA ANTECH INC	206,700	2,871,410	6,599,931
VECTREN CORP	54,013	1,487,281	1,471,854
VEECO INSTRS INC DEL COM	47,900	874,175	1,141,936
VERINT SYSTEMS INC	60,500	2,194,744	1,765,995
VERITAS DGC INC	45,488	2,191,653	2,346,271
VERIZON COMMUNICATIONS INC	983,100	35,309,878	32,924,019
VERTEX PHARMACEUTICALS INC	43,600	1,520,470	1,600,556
VIACOM INC NEW	203,150	8,443,270	7,280,896
VIASAT INC	72,100	1,536,044	1,851,528
VISHAY INTERTECHNOLOGY INC COM	442,600	6,712,180	6,962,098
VISTACARE INC	114,900	1,764,931	1,390,290
VISTAPRINT LTD	65,670	1,942,256	1,756,016
VOLTERRA SEMICONDUCTOR CORP	101,400	1,560,686	1,547,364
WABASH NATL CORP	125,265	1,591,695	1,924,070
WABTEC CORP	141,526	3,416,333	5,293,072
WACHOVIA CORP	534,200	22,899,712	28,889,536
WADDELL & REED FINL INC CL A	52,800	1,150,512	1,085,568
WAL MART STORES INC	401,700	19,362,878	19,349,889
WALGREEN COMPANY COMMON	1,625,920	69,771,598	72,906,253
WARNACO GROUP INC	206,600	4,942,022	3,859,288
WARREN RES INC	91,700	841,910	1,316,812
WASHINGTON FED INC COM	46,800	1,096,805	1,085,292
WASHINGTON GROUP INTL INC NEW	30,009	1,515,301	1,600,680
WASHINGTON MUT INC COM	323,575	12,043,463	14,748,549
WASHINGTON REAL ESTATE INVT TR SBI	21,700	751,438	796,390
WASTE CONNECTIONS INC	38,150	1,494,963	1,388,660
WATCHGUARD TECHNOLOGIES INC	121,100	550,189	492,877
WATSCO INC COM	45,500	2,518,920	2,721,810
WATSON PHARMACEUTICALS INC	217,900	5,712,858	5,072,712
WATTS WATER TECHNOLOGIES, INC.	23,350	710,061	783,393
WD 40 CO	94,400	2,794,451	3,169,008
WEBMETHODS INC	67,600	615,165	667,212
WEBSTER FINL CORP	37,400	1,694,805	1,774,256
WELLCARE HEALTH PLANS	211,190	8,469,315	10,358,870
WELLPOINT INC COM	218,700	13,201,521	15,914,799
WELLS FARGO & CO NEW	328,200	19,045,287	22,015,656
WESCO INTL INC	201,420	7,005,645	13,897,980
WEST CORP	130,900	3,813,382	6,271,419
WESTERN DIGITAL CORP	60,700	704,869	1,202,467
WESTERN GAS RES INC	32,570	1,543,566	1,949,315
WESTERN REFNG INC	47,420	862,454	1,023,324
WESTLAKE CHEM CORP	49,200	1,604,560	1,466,160
WET SEAL INC CL A	326,900	1,862,712	1,595,272
W-H ENERGY SVCS INC	60,290	2,665,934	3,064,541
WHIRLPOOL CORPORATION COM	195,900	14,320,290	16,191,135
WHITE ELECTRONICS DESIGNS CORPORATION	227,800	1,191,995	1,157,224
WHITNEY HOLDING CORPORATION COM	36,247	1,136,208	1,282,056
WHOLE FOODS MKT INC	295,010	19,203,654	19,069,446
WILD OATS MKTS INC	64,490	1,141,031	1,264,004
WILLBROS GROUP INC	114,100	1,241,307	2,161,054
WILLIAMS SCOTSMAN INTL INC	153,710	2,573,131	3,357,026
WILLIS LEASE FIN CORP	137,000	673,252	1,290,540
WIND RIV SYS INC	193,000	2,737,868	1,717,700
WINSTON HOTELS INC	400,400	3,897,890	4,904,900
WINTRUST FINL CORP	71,300	3,631,211	3,625,605
WISCONSIN ENERGY CORP	216,800	8,153,062	8,737,040
WITNESS SYS INC	78,130	1,515,335	1,575,882
WMS INDUSTRIES INC	36,520	1,093,991	1,000,283
WOODHEAD INC	179,400	2,416,260	3,433,716
WORLD ACCEP CORP SC NEW	99,966	2,727,804	3,550,792
WORLD FUEL SVCS CORP	115,200	2,911,142	5,263,488

**SOUTH CAROLINA RETIRMENT SYSTEMS  
INVESTMENT HOLDINGS AS OF JUNE 30, 2006**

**Equity Investments**

<b>Issuer</b>	<b>Shares</b>	<b>Book value</b>	<b>Market Value</b>
WORLD WRESTLING ENTMT INC	73,280	1,212,777	1,237,699
WORTHINGTON IND INC	45,500	953,680	953,225
WPS RES CORP	15,236	741,791	755,706
WRIGHT EXPRESS CORP	154,500	2,989,439	4,440,330
WSFS FINL CORP	15,800	894,100	970,910
WYETH	31,400	1,298,071	1,394,474
XEROX CORPORATION COM	201,100	2,874,041	2,797,301
XL CAPITAL LTD CL A RESTR	266,625	18,050,523	16,344,113
XM SATELLITE RADIO HLDGS INC	397,900	11,900,605	5,829,235
XYRATEX LTD	13,600	433,436	359,720
YAHOO INC	2,721,130	93,636,771	89,797,290
YANKEE CANDLE INC	76,100	2,208,122	1,903,261
ZENITH NATL INS CORP	83,350	3,217,797	3,306,495
ZIMMER HLDGS INC	100,000	6,960,000	5,672,000
ZOLL MED CORP	13,425	403,637	439,803
ZORAN CORP	204,100	3,331,230	4,967,794
	<b>245,301,981</b>	<b>11,431,333,996</b>	<b>13,046,608,053</b>
BGI S&P ALPHA TILTS	3,049,019	356,334,764	428,409,378
BGI S&P ALPHA TILTS	363,904	42,540,653	51,131,222
BGI S&P ALPHA TILTS	15,721	1,837,822	2,208,897
BGI S&P ALPHA TILTS	6,360	743,652	893,650
	<b>3,435,005</b>	<b>401,456,891</b>	<b>482,643,146</b>
<b>Total Equity</b>	<b>248,736,986</b>	<b>\$ 11,832,790,887.38</b>	<b>13,529,251,199</b>



SOUTH CAROLINA RETIREMENT SYSTEM INVESTMENT COMMISSION  
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