

TEACHERS' RETIREMENT SYSTEM

of the State of Kentucky

GARY L. HARBIN, CPA
Executive Secretary

ROBERT B. BARNES, JD
Deputy Executive Secretary
Operations and General Counsel

ERIC WAMPLER, JD
Deputy Executive Secretary
Finance and Administration

September 30, 2024

Jay D. Hartz, Director
Legislative Research Commission
Kentucky State Capitol
700 Capitol Avenue
Frankfort, KY 40601

Dear Mr. Hartz:

KRS 161.430 requires that TRS annually report to the Legislative Research Commission its progress in making in-state investments. TRS actively seeks investments that support the economic welfare of the Commonwealth wherever consistent with the fiduciary duty that assets be managed “solely in the interests of the active contributing members and annuitants....” As of June 30, 2024, TRS had in-state investments of approximately \$328 million, consisting primarily of commercial real estate; single-family and multi-family mortgages in the Commonwealth; bonds of corporations headquartered in Kentucky; and debt obligations of state and local government entities.

Outlined below are investments TRS made in the Commonwealth in fiscal year 2024:

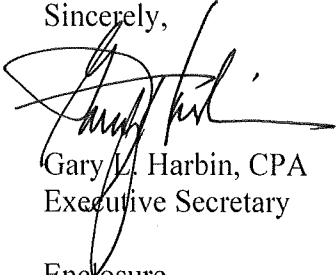
1. TRS acquired \$2,000,000 par value of Kentucky Power Company. The note has a coupon interest rate of 7.0% and matures on November 15, 2033. The bond was purchased at 99.821% of par to yield 7.025% to maturity and is rated BBB by Standard & Poor's.
2. TRS acquired \$4,901,000 par value of a Fannie Mae Pool. This bond provides mortgage financing for a multifamily property in Lexington Kentucky. The note has a coupon interest rate of 5.29% and matures on October 1, 2028. The bond was purchased at 100.359% of par to yield 5.05% to maturity and is rated AAA by Standard and Poor's.
3. TRS acquired \$3,000,000 par value of a Kentucky Housing Corporation revenue bond. The note has a coupon interest rate of 5.71% and matures on July 1, 2044. The bond was purchased at 100% of par to yield 5.71% to maturity and is rated Aaa by Moody's.
4. TRS acquired \$5,360,000 par value of a city of Versailles General Obligation bond. This bond provides financing for the city of Versailles. The note has a coupon interest rate of 5.1% and matures on July 1, 2044. The bond was purchased at 100% of par to yield 5.1% to maturity and is rated Aa3 by Moody's.

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TRS in-state investment letter
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5. TRS acquired \$4,000,000 par value of Humana Corporation senior unsecured debenture. The note has a coupon interest of 8.15% and matures on June 15, 2038. The bond was purchased at 121.33% of par to yield 5.889% and is rated BBB by Standard and Poor's.

Sincerely,

A handwritten signature in black ink, appearing to read "Gary L. Harbin". The signature is written in a cursive style with a large, sweeping initial "G".

Gary L. Harbin, CPA
Executive Secretary

Enclosure

GLH/moh

Teachers' Retirement System - Kentucky

KY Investments

As of June 30, 2024

State	Minor Class	Unit Class	Pos#	Description	Location	Rate	Maturity	First TD	Par Quantity	Market Value
Agency										
KY	Agency	Agcy PSA	46603	Kentucky Higher Educ St Loans	Various	0.01	03/25/2051	03/18/2021	1,609,153.02	1,608,992.10
Subtotal: Agency									1,609,153.02	1,608,992.10
CMO										
KY	CMO		44130	FN BL5028	Shelbyville KY	2.34	12/01/2029	11/01/2019	5,483,693.76	4,894,580.54
KY	CMO		44129	FN BL5028	Shelbyville KY	2.34	12/01/2029	11/01/2019	3,655,795.84	3,263,053.69
KY	CMO		44131	FN BL5028	Shelbyville KY	2.34	12/01/2029	11/01/2019	913,948.96	815,763.42
KY	CMO		44128	FN BL5028	Shelbyville KY	2.34	12/01/2029	11/01/2019	3,198,821.23	2,855,171.87
Subtotal: CMO									13,252,259.79	11,828,569.52
Corp										
KY	Corp	Utility	36726	Kentucky Utilities Co	Various	3.30	10/01/2025	09/21/2015	3,000,000.00	2,920,650.00
KY	Corp	Utility	50770	KENTUCKY UTILITIES	Various	5.45	04/15/2033	03/09/2023	490,000.00	494,267.90
KY	Corp	Utility	50771	Louisville Gas & Electric	Louisville	5.45	04/15/2033	03/09/2023	490,000.00	493,209.50
KY	Corp	Utility	51670	Kentucky Power Co	Various	7.00	11/15/2033	11/08/2023	2,000,000.00	2,119,400.00
KY	Corp	Industrl	45293	CHURCHILL DOWNS INC	Louisville KY	4.75	01/15/2028	06/12/2020	2,693,000.00	2,572,865.27
KY	Corp	Industrl	52674	Humana Inc	Louisville	8.15	06/15/1938	06/21/2024	4,000,000.00	4,791,640.00
KY	Corp	Industrl	40058	Brown Forman Corp	Louisville	3.75	01/15/2043	04/21/2017	2,100,000.00	1,651,125.00
KY	Corp	Industrl	36304	Brown-Forman Corp.	Louisville	4.50	07/15/2045	06/24/2015	1,000,000.00	881,790.00
KY	Corp	Industrl	36303	Brown-Forman Corp.	Louisville	4.50	07/15/2045	06/24/2015	2,000,000.00	1,763,580.00
KY	Corp	Utility	33275	Kentucky Utilities	Fayette Co	4.65	11/15/2043	11/06/2013	1,900,000.00	1,637,230.00
KY	Corp	Industrl	50325	BROWN-FORMAN CORP	Louisville	3.50	04/15/2025	11/18/2022	5,000,000.00	4,925,650.00
KY	Corp	Industrl	52208	Humana	Louisville	5.38	04/15/1931	03/11/2024	1,000,000.00	995,570.00
KY	Corp	Industrl	51643	Humana	Louisville	5.75	12/01/2028	11/02/2023	3,000,000.00	3,062,280.00
KY	Corp	Industrl	48123	BROWN-FORMAN CORP	Louisville	3.50	04/15/2025	04/28/2022	1,425,000.00	1,403,810.25
KY	Corp	Industrl	48122	BROWN-FORMAN CORP	Louisville	3.50	04/15/2025	04/28/2022	4,600,000.00	4,531,598.00
KY	Corp	Utility	30180	PPL Electric Utilities	Various	5.20	07/15/2041	07/12/2011	500,000.00	470,405.00
Subtotal: Corp									35,198,000.00	34,715,070.92

State	Minor Class	Unit Class	Post#	Description	Location	Rate	Maturity	First TD	Par Quantity	Market Value
MBS										
KY	MBS	DUS	45737	Amerson Orchard Gtown KY	Georgetown	1.39	09/01/2033	07/23/2020	2,581,300.00	1,970,280.48
KY	MBS	DUS	45740	Amerson Orchard Gtown KY	Georgetown	1.39	09/01/2033	07/23/2020	5,000,000.00	3,816,450.00
KY	MBS	DUS	45742	Amerson Orchard Gtown KY	Georgetown	1.39	09/01/2033	07/23/2020	3,000,000.00	2,289,870.00
KY	MBS	DUS	45741	Amerson Orchard Gtown KY	Georgetown	1.39	09/01/2033	07/23/2020	10,000,000.00	7,632,900.00
KY	MBS	DUS	39757	FN AN3706	Bowling Green	2.92	11/01/2036	02/27/2017	6,837,916.45	5,780,090.78
KY	MBS	MPT	6314	FHLMC (Gold) Pool # A47480	Various	5.00	11/01/2035	10/14/2005	32,160.21	31,851.47
KY	MBS	DUS	43394	Townley Park Lex Ky	Lexington KY	3.22	07/01/2049	07/01/2019	3,000,000.00	2,635,140.00
KY	MBS	DUS	43395	Townley Park Lex Ky	Lexington KY	3.22	07/01/2049	07/01/2019	7,000,000.00	6,148,660.00
KY	MBS	DUS	46356	Cove Lake Village Apartments	Lexington	1.79	01/01/2036	01/01/2021	10,500,000.00	7,896,840.00
KY	MBS	MPT	7287	FHLMC (Gold) Pool # A42105	Various	5.50	01/01/2036	01/05/2006	39,838.98	40,086.78
KY	MBS	DUS	43396	Townley Park Lex Ky	Lexington KY	3.22	07/01/2049	07/01/2019	1,225,000.00	1,076,015.50
KY	MBS	MPT	9089	FNMA Pool # 902823	Various	5.50	11/01/2036	11/08/2006	67,222.48	67,631.86
KY	MBS	MPT	10532	FNMA Pool # 942887	Various	6.00	08/01/2037	08/10/2007	56,478.55	57,199.78
KY	MBS	MPT	10554	FNMA Pool # 944608	Various	6.00	08/01/2037	08/13/2007	53,612.67	54,127.35
KY	MBS	DUS	43393	Townley Park Lex Ky	Lexington KY	3.22	07/01/2049	07/01/2019	10,000,000.00	8,783,800.00
									Subtotal:	48,280,944.00

Muni										
KY	Muni	Muni	34392	Louisville KY Regional ARPT SYS	Jefferson Co	3.83	07/01/2025	06/10/2014	1,500,000.00	1,474,875.00
KY	Muni	Muni	40806	County of Oldham Ky	LaGrange	2.90	12/01/2027	10/06/2017	550,000.00	518,419.00
KY	Muni	Muni	40712	Lexington-Fayette	Lexington	2.75	06/01/2027	09/18/2017	1,615,000.00	1,513,755.65
KY	Muni	Muni	40690	Lexington-Fayette Urban County	Lexington	2.85	06/01/2030	09/12/2017	7,580,000.00	6,876,955.00
KY	Muni	Muni	40087	University of Kentucky Gen Recpt	Lexington	3.07	04/01/2027	04/24/2017	1,795,000.00	1,716,845.70
KY	Muni	Muni	47316	Kentucky Transportation Toll Rev	Various	1.15	07/01/2027	09/20/2021	5,970,000.00	5,445,296.70
KY	Muni	Muni	38020	River City Parking Auth	Louisville	3.00	06/01/2026	05/11/2016	685,000.00	655,661.45
KY	Muni	Muni	35738	Kentucky Rural Water Finance	Bowling Green	3.60	02/01/2035	03/04/2015	2,170,000.00	2,015,062.00
KY	Muni	Muni	35704	Kentucky Rural Water Finance	Bowling Green	2.75	02/01/2025	02/27/2015	270,000.00	265,674.60
KY	Muni	Muni	35702	Kentucky Rural Water Finance	Bowling Green	4.00	02/01/2041	02/27/2015	765,000.00	650,494.80
KY	Muni	Muni	35272	City of Owensboro KY	Owensboro	3.25	07/01/2024	12/12/2014	1,315,000.00	1,315,000.00
KY	Muni	Muni	35225	Lexington - Fayette County	Lexington-Fayette	3.25	06/01/2027	12/05/2014	2,795,000.00	2,710,646.90
KY	Muni	Muni	34880	Danville KY	Danville	2.50	12/01/2024	09/12/2014	50,000.00	49,424.50
KY	Muni	Muni	41295	University of Kentucky	Lexington	2.65	10/01/2025	01/18/2018	2,210,000.00	2,170,220.00
KY	Muni	Muni	34610	City Of Paducah KY	Paducah	2.55	11/01/2025	07/09/2014	610,000.00	599,422.60
KY	Muni	Muni	38021	River City Inc Parking Auth	Louisville	3.00	06/01/2028	05/11/2016	730,000.00	676,856.00
KY	Muni	Muni	34136	Bellevue	Campbell Co	4.00	12/01/2032	04/22/2014	470,000.00	452,497.20
KY	Muni	Muni	31610	Kentucky State Rural Wtr Fin Cor	Various	3.70	02/01/2043	11/14/2012	1,995,000.00	1,813,175.70
KY	Muni	Muni	30552	Clark Co KY SDFC	Winchester	5.00	12/01/2030	12/08/2011	2,000,000.00	1,999,880.00

State	Minor Class	Unit Class	Post#	Description	Location	Rate	Maturity	First TD	Par Quantity	Market Value
KY	Muni	Muni	30530	Beechwood KY ISD	Fort Mitchell	5.00	12/01/2030	12/01/2011	2,000,000.00	1,999,840.00
KY	Muni	Muni	30411	Fleming Co., KY SDFC	Flemingsburg	4.65	10/01/2030	10/12/2011	5,000,000.00	4,883,700.00
KY	Muni	Muni	30346	Carlisle Co KY SD Fin Corp	Bardwell	4.60	10/01/2029	09/29/2011	1,840,000.00	1,808,591.20
KY	Muni	Muni	30151	Jackson Co KY SD	McKee	5.00	06/01/2027	07/05/2011	2,480,000.00	2,476,007.20
KY	Muni	Muni	30041	Paducah KY ISD 6/1/27	Paducah	4.80	06/01/2027	06/07/2011	3,950,000.00	3,917,215.00
KY	Muni	Muni	29922	Grayson Co KY SDFC	Paducah	4.90	06/01/2026	05/12/2011	1,920,000.00	1,906,502.40
KY	Muni	Muni	29122	Louisville & Jeff Co KY MSD	Louisville	6.25	05/15/2043	11/17/2010	10,000,000.00	10,692,700.00
KY	Muni	Muni	28307	Kentucky Turnpike Authority	Various	5.24	07/01/2025	06/17/2010	373,750.00	371,884.99
KY	Muni	Muni	28303	Kentucky Turnpike Authority	Various	5.24	07/01/2025	06/17/2010	1,121,250.00	1,115,654.96
KY	Muni	Muni	9388	Fort Knox Military Housing	Fort Knox	5.82	02/15/2052	01/25/2007	4,899,265.53	4,644,111.78
KY	Muni	Muni	34879	Danville KY	Danville	3.88	12/01/2036	09/12/2014	755,000.00	697,937.10
KY	Muni	Muni	46824	Simpson Co. GO	Franklin	2.00	06/01/2036	05/07/2021	2,445,000.00	1,870,473.90
KY	Muni	Muni	51950	Kentucky Housing Corp	Various	5.71	07/01/2044	01/11/2024	3,000,000.00	2,963,340.00
KY	Muni	Muni	48217	KENTUCKY STUDENT LOAN COF	Various	3.86	06/01/2025	01/04/2032	2,000,000.00	1,972,600.00
KY	Muni	Muni	45803	Lexington Fayette County	Lexington	1.25	11/01/2033	09/21/2020	1,685,000.00	1,322,168.95
KY	Muni	Muni	41296	University of Kentucky	Lexington	2.65	10/01/2025	01/18/2018	1,800,000.00	1,767,600.00
KY	Muni	Muni	45802	Lexington Fayette County	Lexington	1.25	11/01/2033	09/21/2020	4,000,000.00	3,138,680.00
KY	Muni	Muni	38019	River City Inc Parking Auth	Louisville	3.00	06/01/2027	05/11/2016	710,000.00	668,408.20
KY	Muni	Muni	52637	City of Versailles KY	Versailles	5.10	07/01/2044	06/13/2024	5,360,000.00	5,310,098.40
KY	Muni	Muni	47315	Kentucky Public Toll Revenue	Various	1.70	07/01/2033	09/20/2021	6,080,000.00	4,878,652.80
KY	Muni	Muni	45801	Lexington Fayette County	Lexington	1.00	11/01/2027	09/21/2020	4,215,000.00	3,931,499.10
KY	Muni	Muni	46825	Simpson Co. GO	Franklin	1.40	06/01/2030	05/07/2021	2,205,000.00	1,967,345.10
KY	Muni	Muni	47132	Barren County Ky GO	Barren County	0.75	06/01/2025	07/27/2021	315,000.00	302,270.85
KY	Muni	Muni	47133	Barren County Ky GO	Barren County	1.00	06/01/2029	07/27/2021	1,285,000.00	1,116,986.25
KY	Muni	Muni	47134	Barren County Ky GO	Barren County	2.00	06/01/2036	07/27/2021	2,455,000.00	1,953,566.25
KY	Muni	Muni	47154	Fayette Co. Ky Sch Dist Fin Corp	Fayette County	2.00	08/01/2032	08/04/2021	9,000,000.00	7,681,140.00
KY	Muni	Muni	47153	Fayette Co. Ky Sch Dist Fin Corp	Fayette County	2.00	08/01/2032	08/04/2021	10,000,000.00	8,534,600.00
KY	Muni	Muni	47155	Fayette Co. Ky Sch Dist Fin Corp	Fayette County	2.00	08/01/2032	08/04/2021	1,290,000.00	1,100,963.40
KY	Muni	Muni	45804	Lexington Fayette County	Lexington	1.25	11/01/2033	09/21/2020	1,000,000.00	784,670.00
KY	Muni	Muni	41297	University of Kentucky	Lexington	2.65	10/01/2025	01/18/2018	445,000.00	436,990.00
KY	Muni	Muni	42769	Louisville Regional Airport	Louisville	3.68	07/01/2024	12/18/2018	5,550,000.00	5,550,000.00
Subtotal: Muni										
134,254,265.53 124,686,360.63										

Real Est	Real Est	Real Est	Post#	Description	Location	Rate	Maturity	First TD	Par Quantity	Market Value
KY	Real Est	Real Est	3171	Winn Dixie St Matthews KY # 1659	St. Matthews	9.50	04/30/2023	06/19/1992	4,348,437.00	6,099,999.99
KY	Real Est	Real Est	3234	Walgreen's Store Hillview KY	Hillview	8.61	09/30/2020	03/30/2001	3,630,000.00	3,825,000.01
KY	Real Est	Real Est	3236	Walgreen's Store Prospect KY	Prospect	8.31	01/31/2021	08/10/2001	4,855,000.00	4,914,999.98
KY	Real Est	Real Est	3254	Walgreen's Store Somerset KY	Somerset	7.90	12/30/2028	03/04/2004	3,568,549.00	3,920,001.12
KY	Real Est	Real Est	6501	Walgreen's Store Elizabethtwn KY	Elizabethtown	7.20	10/31/2029	11/30/2005	4,808,000.00	4,815,000.02

State	Minor Class	Unit Class	Post#	Description	Location	Rate	Maturity	First TD	Par Quantity	Market Value
KY	Real Est	Real Est	3198	Walgreen's Store Elizabethtwn KY	Elizabethtown	8.91	02/28/2027	03/24/1997	2,400,000.00	2,700,000.00
KY	Real Est	Real Est	3197	Winn Dixie Radcliff KY # 1610	Radcliff	9.03	02/29/2024	12/17/1996	3,590,146.00	3,275,002.98
KY	Real Est	Real Est	3194	Lowe's Store Elizabethtown KY	Elizabethtown	8.90	01/31/2026	07/12/1996	8,409,000.00	10,650,000.01
KY	Real Est	Real Est	20566	Walgreen's Store London KY	London	6.75	05/31/2083	04/22/2009	4,939,258.00	4,919,999.98
KY	Real Est	Real Est	3170	Rite Aid Horse Cave KY	Horse Cave	12.43	03/21/2016	03/31/1992	370,000.00	675,000.00
KY	Real Est	Real Est	3183	Winn Dixie Hillview KY # 1669	Hillview	9.27	07/31/2020	01/25/1995	3,013,000.00	2,950,001.18
KY	Real Est	Real Est	3167	Wal-Mart Store Hardinsburg KY	Hardinsburg	10.65	01/31/2021	05/15/1985	960,100.00	1,230,000.00
KY	Real Est	Real Est	3157	Kroger Store Richmond KY	Richmond	10.50	11/30/2037	12/08/1982	2,305,000.00	2,775,000.01
KY	Real Est	Real Est	3175	Mercantile Warehouse Louisville	Louisville	9.03	06/30/2015	05/07/1993	7,338,745.14	3,500,001.67
KY	Real Est	Real Est	3156	K Mart Store Winchester KY	Winchester	3.40	06/30/2020	09/09/2082	2,715,512.53	2,100,000.88
KY	Real Est	Real Est	3169	Wal-Mart Store Princeton KY	Princeton	9.36	08/31/2022	12/30/1991	2,913,682.00	2,320,001.81
KY	Real Est	Real Est	3176	Winn Dixie Lexington KY # 1632	Lexington	9.26	05/31/2035	08/24/1993	3,407,000.00	5,240,000.00
KY	Real Est	Real Est	3174	Winn Dixie Leitchfield KY # 1617	Leitchfield	9.50	10/15/2020	06/19/1992	2,145,833.00	2,100,000.15
KY	Real Est	Real Est	3226	Walgreen's Store Hopkinsville KY	Hopkinsville	8.29	08/30/2020	11/14/2000	4,259,000.00	4,610,001.23
KY	Real Est	Real Est	3158	Kroger Revco Owensboro KY	Owensboro	10.50	11/30/2022	12/08/1982	2,232,400.00	1,150,000.77
KY	Real Est	Real Est	3161	Sam's Warehouse Paducah KY	Paducah	13.00	01/31/2019	06/24/1983	3,600,000.00	6,175,000.01
KY	Real Est	Real Est	3191	Lowe's Store Paducah KY	Paducah	9.21	07/31/2025	11/01/1995	7,351,000.00	9,750,000.03
KY	Real Est	Real Est	3181	Lowe's Store Pikeville KY	Pikeville	9.57	08/31/2024	10/13/1994	5,530,000.00	7,249,999.99
									88,689,662.67	96,945,011.82

US Equity										
State	Minor Class	Unit Class	Post#	Description	Location	Rate	Maturity	First TD	Par Quantity	Market Value
KY	US Equity	US Equity	2320	Humana Inc	Louisville			06/30/2004	7,359.00	2,749,690.35
KY	US Equity	US Equity	38450	Churchill Downs Inc	Louisville KY			06/23/2016	19,452.00	2,715,499.20
KY	US Equity	US Equity	1865	Brown Forman Inc	Louisville			06/30/2004	11,324.00	489,083.56
KY	US Equity	US Equity	3123	Yum Brands Inc	Louisville			06/30/2004	16,967.00	2,247,448.82
KY	US Equity	US Equity	48637	Brown Forman Inc	Louisville			09/13/2022	3,483.00	150,430.77
KY	US Equity	US Equity	49037	Yum Brands Inc	Louisville			09/13/2022	5,430.00	719,257.80
KY	US Equity	US Equity	48791	Humana Inc	Louisville			09/13/2022	2,407.00	899,375.55
									66,422.00	9,970,786.05

Grand Total:										
									332,463,292.35	328,035,735.04