



PORTFOLIO
ADVISORS^{LLC}

Private Equity Portfolio
Performance Report
December 31, 2015



Agenda

- ◆ Advisory Mandate Timeline
- ◆ Portfolio Performance Review (as of December 31, 2015)
- ◆ Strategic Plan Update (as of May 31, 2016)
- ◆ Appendix
- ◆ Disclosure Statement

Advisory Mandate Timeline

Advisory Mandate – 2014 thru May 2016

- ◆ Portfolio Advisors was awarded the mandate to advise LACERS on its Private Equity Program in December 2013. Portfolio Advisors was selected because of its focus on customization, access to sponsors raising smaller, difficult to access funds with higher return potential and its ability to access and maintain existing relationships with top tier sponsors
- ◆ January thru May 2016 Highlights
 - LACERS approved/closed on a total of \$137.4 million of commitments to 7 new partnerships
 - \$7.5 million (~5% of total) of the commitments was made to a partnership raised by an Emerging Manager
 - 85% of the total commitments was allocated to Buyout partnerships and 15% have been allocated to Venture Capital partnerships
 - All seven of the partnerships that have completed fundraising were oversubscribed
- ◆ 2015 Highlights
 - LACERS approved/closed on a total of \$310 million of commitments to 16 new partnerships during the year
 - \$40 million (~13% of total) of the commitments were made to 4 partnerships raised by Emerging Managers
 - 42% of the total commitments was allocated to Buyout partnerships, 26% to Special Situations partnerships and 16% was allocated each to Distressed Debt partnerships and Venture Capital partnerships
 - Fifteen of the 16 partnerships that had completed fundraising were oversubscribed
- ◆ 2014 Highlights
 - LACERS approved/closed on \$350 million of commitments to 18 new partnerships during the year
 - \$20 million (~6% of total) of the commitments were made to 2 partnerships raised by Emerging Managers
 - 49% of the total commitments was allocated to Buyout partnerships, 7% to Growth Equity partnerships, 21% to Special Situations partnerships and 23% to Venture Capital partnerships
 - Seventeen of the 18 partnerships were oversubscribed

Advisory Mandate – 2014 thru May 2016 (continued)

◆ Comments/Key Statistics

- Over 60% of the buyout commitments were made to small/mid market buyout partnerships
- ~8.5% of total commitments across the approximately two and a half year period (soft target of approximately 10% per annum) was committed to seven partnerships raised by Emerging Managers
- Average partnership size in 2015 and 2014 was \$2,437 million and \$2,778, respectively. These figures compare to an average partnership size during the 2005 through 2013 period of \$4,903 million

Portfolio Performance Review

As of December 31, 2015



Highlights

◆ Portfolio

- Aggregate Portfolio is comprised of \$3,482.1 million of commitments to 208 partnerships managed by 111 different sponsors since inception
 - During 2015, \$310 million of commitments to 16 new partnerships were added to the Aggregate Portfolio
 - \$350 million of commitments to 18 new partnerships were added during 2014 (targeted \$325 to \$350 million of commitments during 2014). This compares to \$325 million of commitments to 12 new partnerships added during 2013 and \$166 million of commitments to 7 new partnerships added during 2012
 - Increase in the commitment pace for 2013 and 2014 reflects the increase in the Private Equity Exposure Target to 12% from 9% (10% of total Plan assets as of December 31, 2015)

◆ Performance

- Aggregate Portfolio, led by the performance of the Core Portfolio, was generating a net IRR since inception of 11.0% and a 1.48x total return multiple on invested capital
- From a three- and five-year perspective, LACERS' Aggregate Portfolio lagged the cash flow weighted *Russell 3000 Index +300 bps* benchmark as a result of strong stock market performance over the last few years. However, the one-, ten-year and ITD net IRR have outperformed the benchmark by 240 bps, 20 bps and 110 bps, respectively

◆ Diversification

- Aggregate Portfolio is well diversified across geographies, sectors and vintage years and has exposure to multiple industries and over 2,000 companies

◆ Cash Flows

- Similar to 2011, 2012, 2013 and 2014, distributions continued to outpace contributions (positive net cash flow) through 2015

Aggregate Portfolio Summary

- ◆ In early 2012, LACERS increased its private equity exposure target from 9% to 12%. As of December 31, 2015, the Aggregate Portfolio's ARV¹ was \$1,399.3 million, approximately 10.0% of total Plan assets

Aggregate Portfolio Private Equity Exposure Summary

\$'s in millions

Total Plan Market Value	\$13,962.3
Private Equity Exposure Target (%)	12% ± 3%
Private Equity Exposure Target (\$)	\$1,675.5
Current Private Equity Exposure (%)	10.0%
ARV ¹	\$1,399.3

1) ARV - Adjusted Reported Value. Represents reported value as most recently reported by the General Partners, adjusted for net contribution and distribution activity



Aggregate Portfolio Summary (continued)

- ◆ LACERS has committed \$3,482.1 million to 208 partnerships managed by 111 sponsors since the inception of its private equity program in 1995
- ◆ Contributions to and distributions from the Aggregate Portfolio since inception totaled \$2,627.6 million and \$2,499.4 million, respectively
- ◆ The Aggregate Portfolio has performed well with a Return Multiple¹ of 1.48x and a Net IRR since inception of 11.0%
- ◆ Portfolio generated year over year positive net cash flow of \$20.7 million

Aggregate Portfolio Snapshot			
\$'s in millions			
Portfolio Since Inception	12/31/15	12/31/14	Net Change
Partnerships	208	191	17
Sponsors	111	101	10
Active	159	152	7
Inactive ²	49	39	10
Commitments	\$3,482.1	\$3,176.0	\$306.1
Contributions	\$2,627.6	\$2,358.1	\$269.5
Remaining Commitments	\$892.4	\$854.8	\$37.6
Distributions	\$2,499.4	\$2,209.2	\$290.2
ARV³	\$1,399.3	\$1,346.9	\$52.4
Total Value⁴	\$3,898.6	\$3,556.1	\$342.5
Return Multiple¹	1.48x	1.51x	(0.03x)
Net IRR Since Inception	11.0%	11.3%	(0.3%)

1) Return Multiple: (Cumulative Distributions + ARV¹) / Cumulative Contributions (including fees outside of commitment)

2) Portfolio Advisors considers a fund inactive if it is older than 12-years (10-year term plus two 1-year extensions) and its ARV³ is less than 5% of an investor's original commitment to the fund. A fund that is less than 12-years old and has an ARV³ that is less than 5% of an investor's original commitment may also be considered inactive upon individual examination (excludes non-mature funds with vintage years 2014, 2015 & 2016)

3) ARV - Adjusted Reported Value. Represents reported value as most recently reported by the General Partners, adjusted for net contribution and distribution activity

4) Total Value: Cumulative Distributions + ARV⁴



Core & Specialized Portfolio Summaries

- ◆ Core Portfolio accounts for 95% of the total commitments and 93% of total market value (“ARV”)¹ in the Aggregate Portfolio
- ◆ Core and Specialized Portfolios performance decreased year over year
 - Core Portfolio Net IRR was down 20 bps; Specialized Portfolio Net IRR was down 110 bps
- ◆ Distributions outpaced contributions in the Core and Specialized Portfolios

Core Portfolio Snapshot \$'s in millions			
Portfolio Since Inception	12/31/15	12/31/14	Net Change
Partnerships	185	168	17
Active	140	132	8
Inactive ²	45	36	9
Sponsors	96	86	10
Commitments	\$3,290.8	\$2,984.7	\$306.1
Contributions	\$2,446.0	\$2,181.3	\$264.7
Remaining Commitments	\$882.3	\$839.9	\$42.4
Distributions	\$2,394.6	\$2,126.3	\$268.3
ARV¹	\$1,300.1	\$1,222.9	\$77.2
Total Value³	\$3,694.6	\$3,349.2	\$345.4
Return Multiple⁴	1.51x	1.54x	(0.03x)
Net IRR Since Inception	11.6%	11.8%	(0.2%)

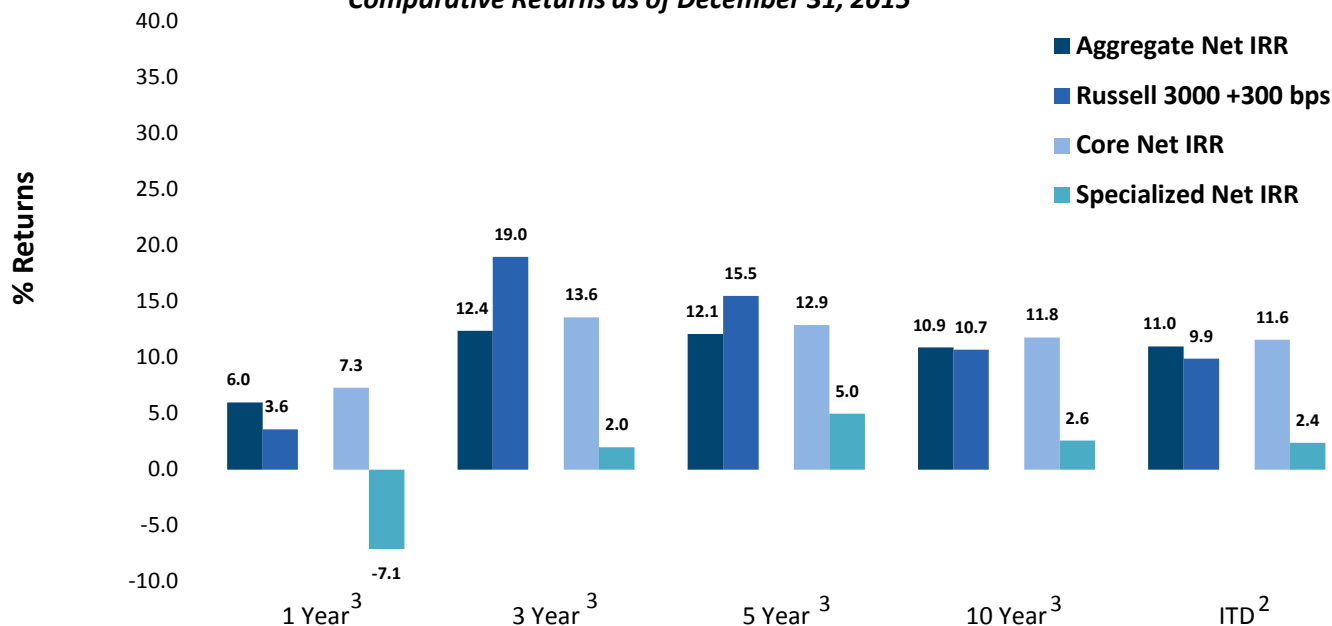
Specialized Portfolio Snapshot \$'s in millions			
Portfolio Since Inception	12/31/15	12/31/14	Net Change
Partnerships	23	23	0
Active	19	20	(1)
Inactive ²	4	3	1
Sponsors	21	21	0
Commitments	\$191.3	\$191.3	\$0.0
Contributions	\$181.5	\$176.9	\$4.6
Remaining Commitments	\$10.1	\$14.9	(\$4.9)
Distributions	\$104.8	\$82.9	\$21.9
ARV¹	\$99.2	\$124.0	(\$24.8)
Total Value³	\$204.0	\$206.9	(\$2.9)
Return Multiple⁴	1.13x	1.17x	(0.04x)
Net IRR Since Inception	2.5%	3.6%	(1.1%)

1) ARV - Adjusted Reported Value. Represents reported value as most recently reported by the General Partners, adjusted for net contribution and distribution activity
 2) Portfolio Advisors considers a fund inactive if it is older than 12-years (10-year term plus two 1-year extensions) and its ARV³ is less than 5% of an investor’s original commitment to the fund. A fund that is less than 12-years old and has an ARV³ that is less than 5% of an investor’s original commitment may also be considered inactive upon individual examination (excludes non-mature funds with vintage years 2014, 2015 & 2016)
 3) Total Value: Cumulative Distributions + ARV¹
 4) Return Multiple: (Cumulative Distributions + ARV¹) / Cumulative Contributions (including fees outside of commitment)

Comparative Returns

- From a 3- and 5-year perspective, LACERS' Aggregate Portfolio lagged the *Russell 3000 Index +300 bps* benchmark¹. However, the one-, ten-year and ITD net IRRs² have outperformed the benchmark by 240 bps, 20 bps and 110 bps, respectively

Across-Period Performance
Comparative Returns as of December 31, 2015



1) With the exception of the hypothetical final cash flow, the cash weighted return for the Russell 3000 + 300 bps index assumes the same inception to date net cash flow stream that was used in calculating the returns for the Aggregate Portfolio. The hypothetical final cash flow/valuation at 12/31/2015 reflects the amount of appreciation or depreciation that the index experienced from inception to date

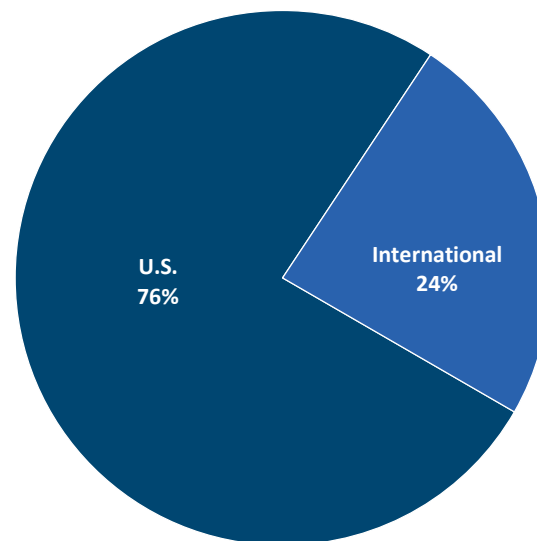
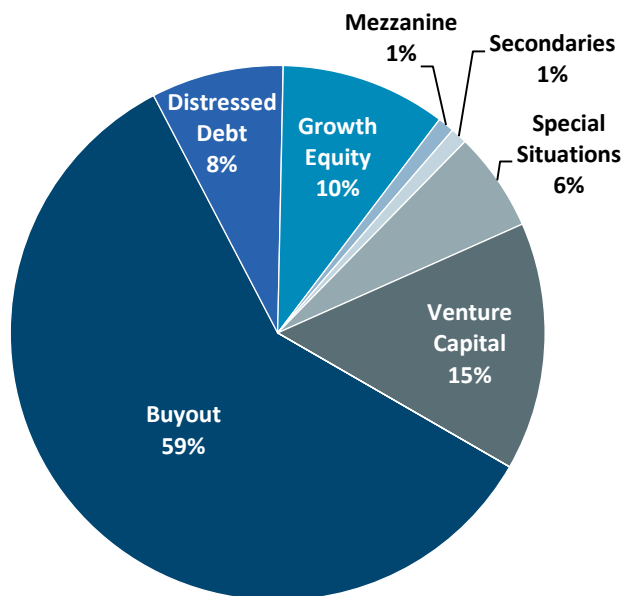
2) "ITD Net IRR": Inception-to-Date Net Internal Rate of Return as of 12/31/2015

3) 1-, 3-, 5- and 10- year IRRs ("Across Period" returns) are calculated using the previous periods ending value as the calculations' initial cash inflow. The across period IRR represents the implied discount rate that will make the net present value of the stream of cash flows sum to zero

Portfolio Diversification

- ◆ Aggregate Portfolio is well diversified across geographies, sectors and vintage years and has exposure to multiple industries and over 2,000 companies

All Charts are based on Reported Value¹
As of December 31, 2015

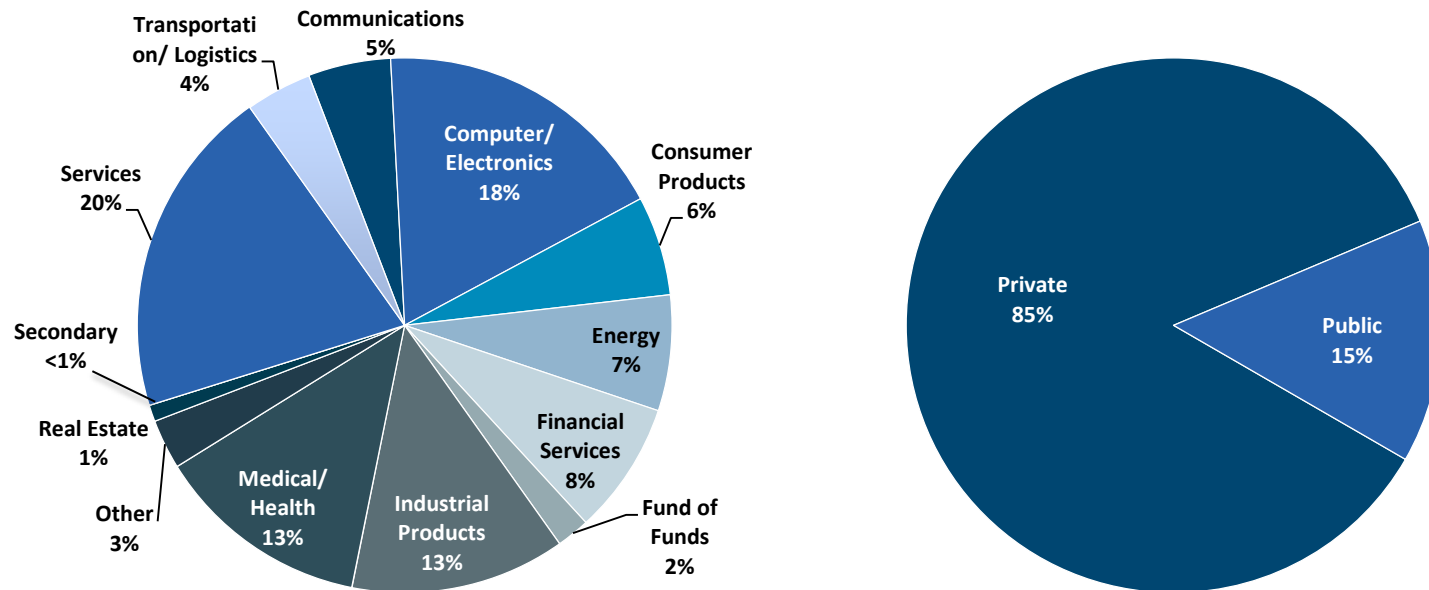


1) Reported Value: Represents reported value as most recently reported by the General Partners

Portfolio Diversification (continued)

- ◆ Aggregate Portfolio has 85% exposure to private companies with the balance in public companies

Public/Private based on Reported Value ¹
As of December 31, 2015



1) Reported Value: Represents reported value as most recently reported by the General Partners



Sector Performance¹

- ◆ The Buyout Sector, the Aggregate Portfolio's largest exposure at 58.8%, has performed well with a net IRR since inception of 12.9%
- ◆ The Venture Capital Sector, the Aggregate Portfolio's second largest exposure at 15.4%, has generated a net IRR since inception of 7.2%
- ◆ Distressed Debt, the Aggregate Portfolio's fourth largest exposure at 8.0%, has performed well with a net IRR since inception of 10.4%

Sector	Commitments	% of Total Commitments	ARV ²	% of Total Reported Value	Return Multiple ³	Net IRR
\$'s in millions						
Buyout	\$2,057.1	59.1%	\$823.2	58.8%	1.61x	12.9%
Growth Equity	\$251.3	7.2%	\$139.4	10.0%	1.23x	4.6%
Venture Capital	\$450.2	12.9%	\$216.1	15.4%	1.36x	7.2%
Special Situations	\$355.0	10.2%	\$83.0	5.9%	1.12x	5.3%
Distressed Debt	\$318.5	9.1%	\$112.0	8.0%	1.31x	10.4%
Mezzanine	\$25.0	0.7%	\$6.7	0.5%	1.23x	5.3%
Secondaries	\$25.0	0.8%	\$19.0	1.4%	1.38x	19.7%
Total Portfolio	\$3,482.1	100%	\$1,399.3	100%	1.48x	11.0%

1) All data as of 12/31/15

2) ARV - Adjusted Reported Value. Represents reported value as most recently reported by the General Partners, adjusted for net contribution and distribution activity

3) Return Multiple: (Cumulative Distributions + ARV²) / Cumulative Contributions (including fees outside of commitment)



Performance by Sub-Strategy¹

Investment Strategy	Capital Committed	Paid-In Capital	Percentage Called	Capital Distributed	Percentage Distributed	Adjusted Reported Value ²	Net IRR
\$'s in millions							
Buyout	\$2,057.1	\$1,640.8	80%	\$1,811.0	88%	\$823.2	12.9%
Mega	\$493.4	\$421.7	85%	\$417.8	85%	\$209.2	9.7%
Large	\$570.8	\$474.2	83%	\$577.4	101%	\$205.4	13.6%
Mid	\$729.4	\$530.7	73%	\$632.9	87%	\$303.6	17.3%
Small	\$263.6	\$214.3	81%	\$182.9	69%	\$104.9	7.0%
Distressed Debt	\$318.5	\$233.1	73%	\$192.6	60%	\$112.0	10.4%
Control	\$71.2	\$45.0	63%	\$28.7	40%	\$31.1	9.4%
Multi-Strategy	\$45.9	\$27.6	60%	\$5.2	11%	\$24.3	5.0%
Non-control	\$201.4	\$160.5	80%	\$158.8	79%	\$56.5	10.8%
Growth Equity	\$251.3	\$203.7	81%	\$110.2	44%	\$139.4	4.6%
Mezzanine	\$25.0	\$22.9	91%	\$21.4	86%	\$6.7	5.3%
Secondaries	\$25.0	\$16.2	65%	\$3.4	14%	\$19.0	19.7%
Special Situations	\$355.0	\$145.9	41%	\$80.6	23%	\$83.0	5.3%
Control	\$30.0	\$1.1	4%	\$0.0	0%	\$0.9	(25.6%)
Special Situations	\$325.0	\$144.8	45%	\$80.6	23%	\$82.1	5.3%
Venture Capital	\$450.2	\$365.0	81%	\$280.2	62%	\$216.1	7.2%
Early Stage	\$77.8	\$74.6	96%	\$76.8	99%	\$65.8	31.1%
Late Stage	\$114.0	\$68.6	60%	\$24.0	21%	\$44.3	(0.1%)
Multi-Stage	\$258.4	\$221.7	86%	\$179.5	69%	\$106.0	5.4%
Total Portfolio	\$3,482.1	\$2,627.6	75%	\$2,499.4	72%	\$1,399.3	11.0%

1) All data as of 12/31/15

2) Adjusted Reported Value: Represents reported value as most recently reported by the General Partners, adjusted for net contribution and distribution activity

Performance by Sub-Sector Strategy¹

Investment Strategy	1 Year IRR	3 Year IRR	5 Year IRR	10 Year IRR	ITD IRR
Buyout	8.7%	14.0%	13.5%	12.2%	12.9%
Mega	6.0%	14.2%	14.0%	9.2%	9.7%
Large	11.8%	16.6%	14.2%	12.5%	13.6%
Mid	12.2%	14.5%	15.0%	16.4%	17.3%
Small	0.2%	7.0%	6.6%	8.0%	7.0%
Distressed Debt	(3.4%)	4.4%	6.8%	9.4%	10.4%
Control	(0.6%)	6.5%	9.4%	9.4%	9.4%
Multi-Strategy	(4.9%)	5.0%	5.0%	5.0%	5.0%
Non-control	(4.7%)	2.3%	5.1%	9.7%	10.8%
Growth Equity	11.0%	11.2%	10.5%	9.3%	4.6%
Mezzanine	(18.8%)	0.8%	7.0%	5.3%	5.3%
Secondaries	12.5%	13.8%	19.7%	19.7%	19.7%
Special Situations	(10.0%)	3.0%	5.5%	5.4%	5.3%
Control	(25.6%)	(25.63%)	(25.6%)	(25.63%)	(25.6%)
Special Situations	(9.9%)	3.1%	5.5%	5.4%	5.3%
Venture Capital	4.5%	14.7%	11.7%	8.2%	7.2%
Early Stage	7.7%	29.8%	26.5%	19.1%	31.1%
Late Stage	0.7%	(2.1%)	1.6%	2.9%	(0.1%)
Multi-Stage	4.0%	12.7%	8.5%	6.1%	5.4%
Total Portfolio	6.0%	12.4%	12.1%	10.9%	11.0%

1) All data as of 12/31/15



Vintage Year Performance

- Aggregate Portfolio performance exceeded the *Cambridge Associates Benchmark* median returns for 15 of the 20 reported vintage years and exceeded the top quartile returns for 3 of the 20 reported vintage years

Vintage Year	Commitments	% of Total	ARV ¹	% of Total	Return Multiple ²	Net IRR ³	Median Benchmark ⁴	Top Quartile Benchmark ⁴
\$'s in millions								
1995	\$15.0	1%	\$0.0	0%	2.18x	17.7%	14.8%	35.4%
1996	\$59.7	2%	\$0.0	0%	1.96x	15.8%	10.2%	26.8%
1997	\$26.0	1%	\$0.0	0%	2.25x	25.3%	12.2%	27.5%
1998	\$60.3	2%	\$1.1	0%	1.37x	5.7%	7.8%	16.7%
1999	\$196.9	6%	\$5.2	0%	1.24x	4.2%	1.9%	11.7%
2000	\$155.5	4%	\$14.2	1%	1.77x	13.5%	3.9%	12.9%
2001	\$53.3	2%	\$3.5	0%	1.75x	16.2%	10.4%	20.4%
2002	\$27.9	1%	\$5.0	0%	1.69x	9.5%	12.2%	24.0%
2003	\$97.6	3%	\$22.4	2%	1.98x	19.0%	9.9%	18.2%
2004	\$154.1	4%	\$37.3	3%	1.82x	14.9%	8.2%	14.3%
2005	\$188.5	5%	\$55.7	4%	1.55x	8.5%	7.2%	11.6%
2006	\$301.5	9%	\$135.8	10%	1.30x	5.0%	7.5%	12.2%
2007	\$249.3	7%	\$138.8	10%	1.66x	12.7%	9.4%	14.3%
2008	\$261.2	8%	\$164.3	12%	1.63x	14.4%	10.2%	16.5%
2009	\$33.0	1%	\$24.9	2%	1.61x	16.9%	14.5%	20.1%
2010	\$205.0	6%	\$108.7	8%	1.29x	10.0%	12.6%	21.6%
2011	\$222.3	6%	\$226.2	16%	1.41x	17.8%	11.6%	20.6%
2012	\$205.9	6%	\$148.7	11%	1.34x	17.0%	10.9%	19.4%
2013	\$300.0	9%	\$150.0	11%	1.05x	4.9%	6.7%	19.4%
2014	\$265.0	8%	\$113.3	8%	1.01x	1.9%	1.4%	16.3%
2015	\$95.0	3%	\$44.0	0%	NM	NM	NM	NM
2016	\$72.5	2%	\$0.0	0%	NM	NM	NM	NM
Total Portfolio	\$3,482.1	100%	\$1,399.3	100%	1.48x	11.0%	8.6%	16.7%

1) ARV - Adjusted Reported Value. Represents reported value as most recently reported by the General Partners, adjusted for net contribution and distribution activity

2) Return Multiple: (Cumulative Distributions + ARV¹) / Cumulative Contributions (including fees outside of commitment)

3) Net IRR Since Inception as of 12/31/2015

4) Cambridge Associates All Private Equity median and top quartile benchmarks as of 12/31/2015 (Preliminary)

Vintage Year Performance¹

- The following table groups vintage years of the LAFPP Aggregate Portfolio into “Mature” (1995-2004), “Maturing” (2005-2009) and “Developing” (2010-2016)

Vintage Years	LTM Contributions	ITD Contributions	LTM Distributions	ITD Distributions	ARV ²	1 Year IRR	3 Year IRR	5 Year IRR	10 Year IRR	Return Multiple as of 12/31/14	Return Multiple as of 12/31/15	ITD IRR as of 12/31/14	ITD IRR as of 12/31/15
	\$'s in millions												
Mature (1995-2004)	\$0.7	\$844.6	\$39.1	\$1,333.9	\$88.8	(2.0%)	12.7%	8.8%	12.9%	1.69x	1.68x	11.9%	11.8%
Maturing (2005-2009)	\$15.5	\$988.0	\$187.4	\$984.0	\$519.5	3.8%	12.1%	13.1%	9.5%	1.52x	1.53x	10.0%	9.5%
Developing (2010-2016)	\$253.7	\$795.0	\$67.8	\$181.5	\$790.9	9.6%	13.0%	14.5%	12.3%	1.23x	1.23x	14.4%	12.3%
Total Portfolio	\$269.9	\$2,627.6	\$294.3	\$2,499.4	\$1,399.3	6.0%	12.4%	12.1%	10.9%	1.51x	1.48x	11.3%	11.0%

1. All data presented as of 12/31/2015, unless otherwise stated.

2. ARV – Adjusted Reported Value: Represents reported value as most recently reported by the General Partners, adjusted for net contribution and distribution activity through December 31, 2015

Five Largest Sponsors by Total Exposure

- ◆ Top five sponsors by total exposure account for 14% of the Aggregate Portfolio's total commitments and 19% of the total exposure¹

Five Largest Sponsors by Total Exposure ¹							
\$'s in millions							
Sponsor	# of Funds	Total Commitments	% of Total	Total Exposure ¹	% of Total	Return Multiple ²	Net IRR ³
Texas Pacific Group	7	\$155.9	4%	\$111.8	5%	1.80x	16.9%
Vista Equity Partners	4	\$105.0	3%	\$107.2	5%	1.79x	26.5%
EnCap Investments	3	\$80.0	2%	\$73.8	3%	0.9x	(4.6%)
Providence Equity Partners	4	\$98.0	3%	\$71.3	3%	1.32x	6.4%
American Securities	3	\$75.0	2%	\$69.4	3%	1.16x	5.1%
	21	\$513.9	14%	\$433.4	19%	1.57x	14.7%

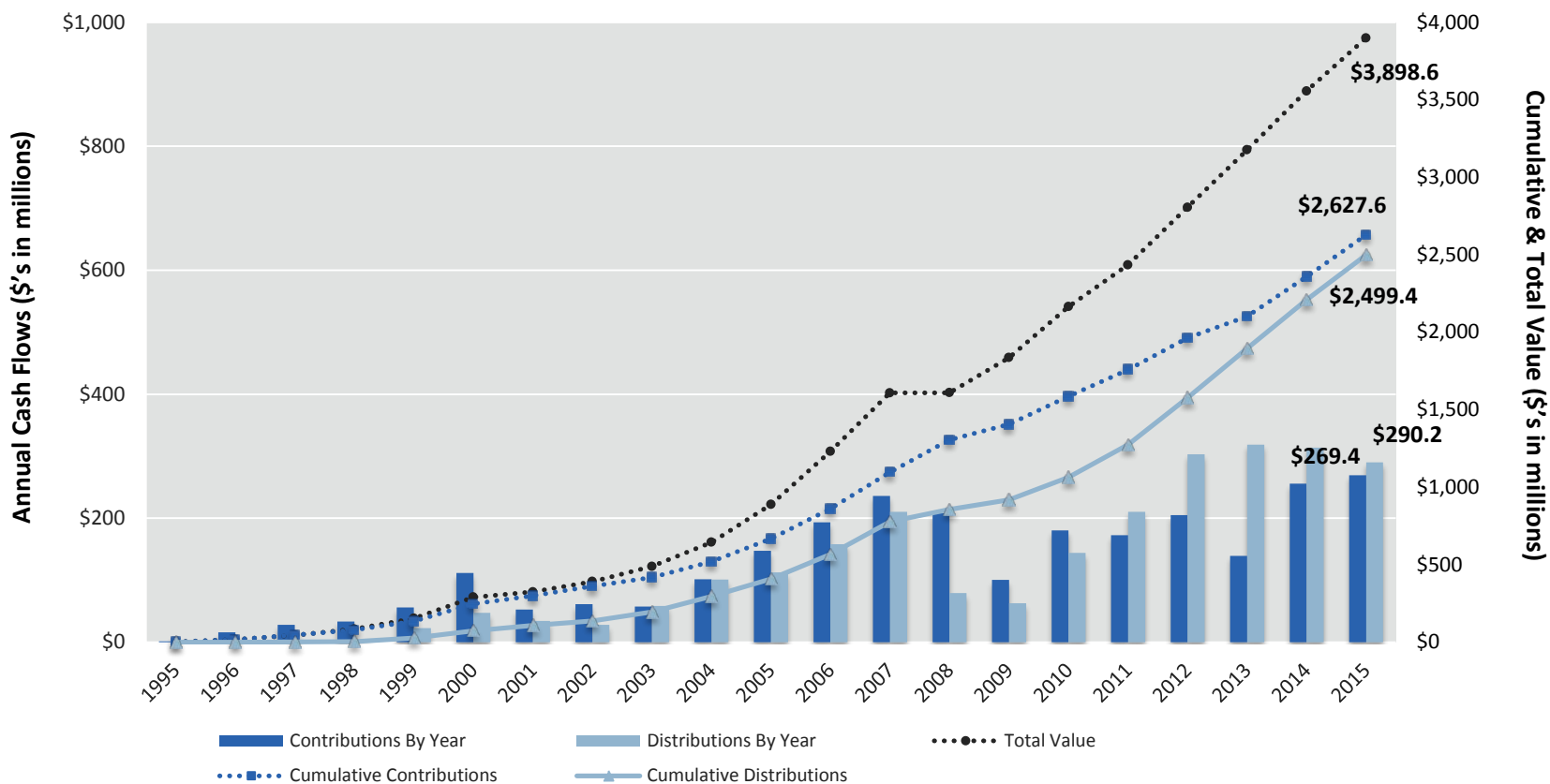
1) Total Exposure is equal to the reported value as most recently reported by the General Partners plus remaining commitment

2) Return Multiple: (Cumulative Distributions + Reported Value) / Cumulative Contributions (including fees outside of commitment)

3) Net IRR Since Inception as of 12/31/2015

Aggregate Portfolio Cash Flow Summary

- ◆ Cumulative contributions and distributions totaled \$2,627.6 million and \$2,499.4 million, respectively
- ◆ Aggregate Portfolio's total value is \$3,898.6 million as of December 31, 2015



Annual Net Cash Flow Summary

- ◆ 2015 marked the fifth consecutive year in which the Aggregate Portfolio's distributions outpaced contributions (positive net cash flow)
- ◆ With the increase in the exposure target and commitment pace in 2013-2015, it is likely that the Portfolio will revert to a negative net cash flow profile in the next three years

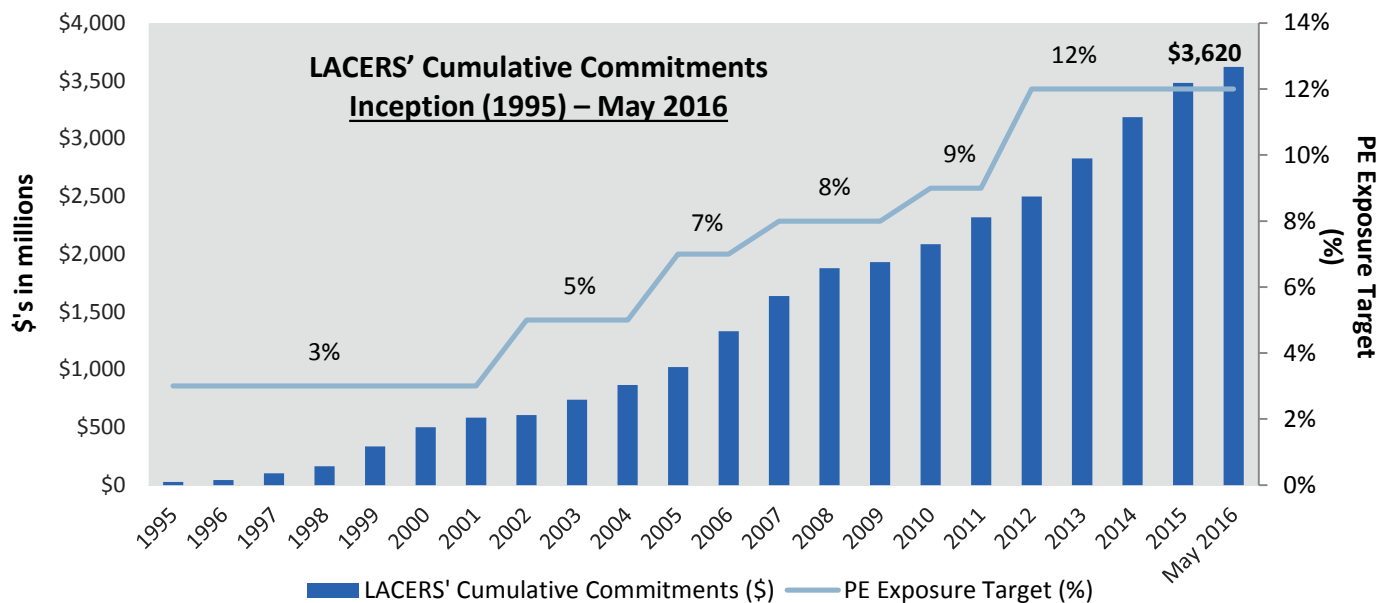
	Contributions	Distributions	Net Cash Flow
\$'s in millions			
1995	(\$1.5)	\$0.0	(\$1.5)
1996	(\$15.8)	\$0.1	(\$15.8)
1997	(\$28.3)	\$0.9	(\$27.3)
1998	(\$33.6)	\$3.3	(\$30.3)
1999	(\$55.9)	\$22.7	(\$33.2)
2000	(\$111.8)	\$47.3	(\$64.5)
2001	(\$52.8)	\$34.2	(\$18.6)
2002	(\$61.2)	\$28.0	(\$33.2)
2003	(\$57.7)	\$58.4	\$0.8
2004	(\$101.7)	\$101.2	(\$0.5)
2005	(\$147.2)	\$112.7	(\$34.6)
2006	(\$193.3)	\$157.9	(\$35.4)
2007	(\$236.1)	\$210.5	(\$25.6)
2008	(\$208.1)	\$79.2	(\$128.9)
2009	(\$100.6)	\$63.1	(\$37.5)
2010	(\$180.2)	\$144.0	(\$36.2)
2011	(\$172.5)	\$210.4	\$37.8
2012	(\$205.2)	\$303.0	\$97.8
2013	(\$139.1)	\$318.6	\$179.5
2014	(\$255.6)	\$313.9	\$58.3
2015	(\$269.5)	\$290.2	\$20.7
Total Portfolio	(\$2,627.6)	\$2,499.4	(\$128.2)

Strategic Plan Update

As of May 31, 2016

LACERS Private Equity Program

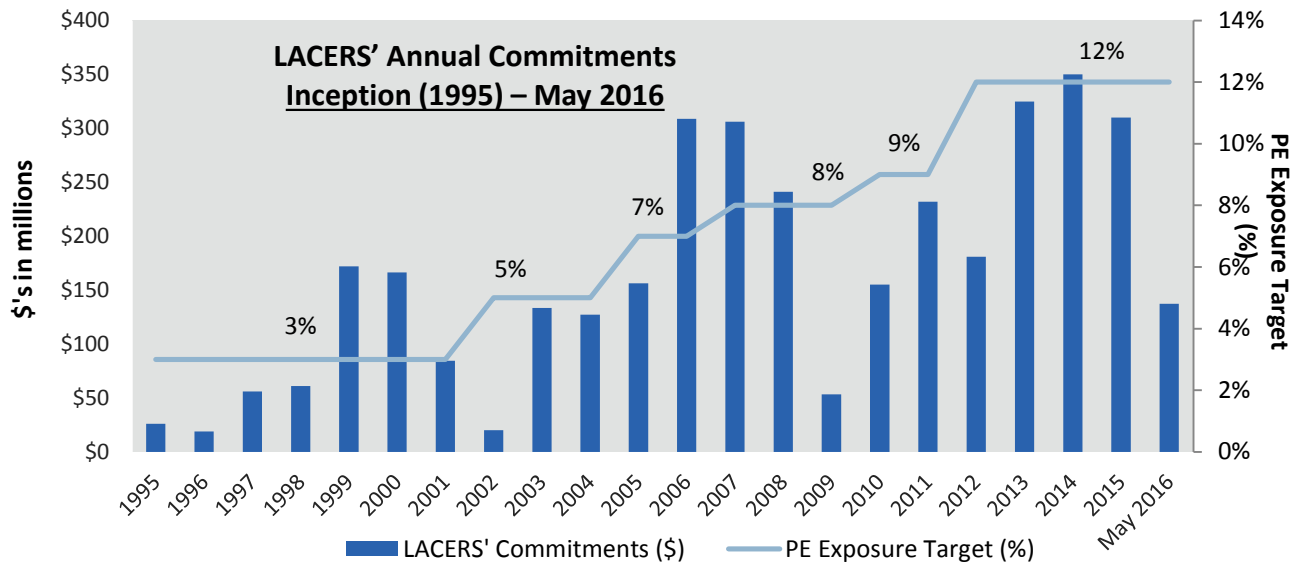
- ◆ LACERS began investing in Private Equity in 1995 with a 3% exposure target and commitments totaling \$26.0 million for that year
- ◆ Since the Program’s inception, LACERS has approved \$3,619.5 million in commitments to 215 partnerships managed by 114 sponsors as of May 31, 2016
 - Plan assets have grown to \$13,962 million at December 31, 2015 from \$3,684.9 million at June 30, 1995
- ◆ Currently, the Program has an exposure target of 12%. As of December 31, 2015, adjusted reported value¹ was \$1,399.3 million, approximately 10.0% of total Plan assets
 - Targeting approximately 10% of each year’s annual commitment pace for emerging managers



1) Adjusted Reported Value: Represents reported value as most recently reported by the General Partners, adjusted for net contribution and distribution activity

Commitment Pace

- ◆ LACERS’ historical commitment pace has been inconsistent since the Private Equity Program’s inception. Reasons for this inconsistency include:
 - Liquidity concerns – Global Financial Crisis, 2009 & 2010
 - Robust fundraising markets – Internet Bubble, 1999 & 2000; and Buyout Bubble, 2006 & 2007
 - Slow fundraising markets – 2001 & 2002, 2009 & 2010
- ◆ It is difficult to “market-time” private equity performance. As a result, PA has recommended a consistent annual commitment pace of \$325 to \$350 million per year to optimize the Portfolio’s return potential
 - By maintaining a regular pace of commitments over multiple years, LACERS will avoid over-exposure to high-priced markets and under-exposure to more attractive pricing environments. Additionally, a consistent commitment pace over time will reduce volatility in future cash flows



January thru May 2016 Commitments

- ◆ LACERS added \$137.4 million of commitments with 7 new partnerships to its Aggregate Portfolio
 - 1 commitment for \$7.5 million to an Emerging Manager was added to the Aggregate Portfolio

Commitments – 1/1/2016 – 5/31/2016						
Closing Date	Partnership	Fund Size (\$'s in millions)	New or Existing Relationship	Investment Strategy	Commitment Amount (\$'s in millions)	Demand for Offering ¹
1/25/2016	TC Growth Partners I ² (Emerging Manager)	\$310	New	Buyout	\$7.5	Oversubscribed
2/2/2016	DFJ Venture XII	\$329	Existing	Venture Capital	\$10	Oversubscribed
2/5/2016	Advent International GPE VIII	\$13,000	Existing	Buyout	\$35	Oversubscribed
2/19/2016	TCV IX	\$2,250	Existing	Venture Capital	\$10	Oversubscribed
2/19/2016	Thoma Bravo XII	\$6,000	Existing	Buyout	\$25	Oversubscribed
2/29/2016	Green Equity VII	\$9,400	Existing	Buyout	\$25	Oversubscribed
3/31/2016	Astorg VI	\$2,167	New	Buyout	\$24.9	Oversubscribed
	Average	\$4,779		Total	\$137.4	

1) An oversubscribed fund means there is more investor demand for a fund than the manager of the fund is willing to take. An oversubscribed offering typically reflects investors' desire to invest and view that a manager will achieve top quartile returns. This view is based on investors reviewing past performance and the current offering

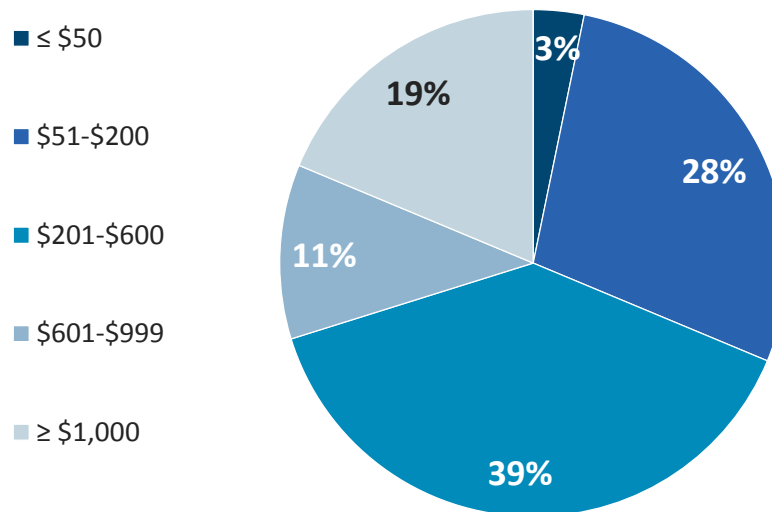
2) TC Growth Partners changed its name to Sunstone Partners

Note: Subsequent to May 31, 2016 eight new commitments were approved to six partnerships totaling \$103 million. LACERS has approved a total of \$240 million in commitments for 2016.

Deal Flow

- ◆ >1,400 new investments reviewed in the last 3 years*
- ◆ >500 new and existing manager meetings last year*
- ◆ Investments Reviewed:

By Size of Fund (\$mm)



* "Last 3 years" represents years 2013 through 2015 and "last year" represents 2015. There is no guarantee that Portfolio Advisors will have the same opportunity as in the prior three years to (i) review a comparable amount of new investment opportunities in any one or all of these investment types, (ii) review funds of comparable sizes in such investment types, or (iii) interview a comparable number of managers.



Emerging Manager Sourcing Process

- ◆ Portfolio Advisors focuses on identifying and developing relationships with emerging managers through the following approaches:
 - Proactively target and contact new emerging managers through ongoing research and networking
 - Regularly attend industry conferences to meet emerging managers, including NAIC Annual Meeting & Convention, GCM Grosvenor Small & Emerging Manager Conference, ConsortiumWEST, New York & Chicago Buyouts, the Annual Women’s Private Equity Summit, TRS & ERS Emerging Manager Conference, NYSTERS’ MWBE Conference, IMI (Investment Management Institute), ConsortiumEAST (2015 & 2016), CALPERS Diversity Forum (2015 & 2016), TRS & ERS Emerging Manager Conference, Opus Connect GP LP Emerging Manager Event and Emerging Manager Connect (week of July 19) (2015 & 2016)
 - Assign senior investment professionals to efficiently evaluate and respond to all incoming opportunities in order to streamline the investment process for managers and increase our throughput
 - Leverage referrals from large network of fund managers, placement agents, and other limited partners to ensure engagement with new emerging managers in the market
 - Actively monitor existing relationships with top-tier fund managers to remain ahead of the curve for potential spinouts
- ◆ In addition, PA maintains robust data sets dedicated specifically to emerging managers, allowing us to better:
 - Quantify and track engagement with emerging managers
 - Prioritize the highest potential emerging managers based on overall quality of offering as well as time to market
 - Develop a comprehensive landscape of the emerging manager universe



Emerging Manager Sourcing Results

- ◆ Since September 2013, Portfolio Advisors has been in dialogue with approximately 300 distinct fund managers representing potential fits with the emerging manager program
 - More than 250 calls / meetings with approximately 125 new managers
 - 25 under serious evaluation
 - 5 in advanced dialogue / due diligence
 - Approximately 150 deferred or not recommended at this time
 - As of 5/31/2016, \$67.5 million has been approved/closed to 7 funds

2016 Guidelines

- ◆ Continue to work towards 12% Private Equity exposure target
- ◆ \$325 to \$350 million commitment pace for the calendar year
- ◆ 12 to 15 commitments ranging from \$10 million to \$40 million in size
- ◆ Chart below represents LACERS' current sector exposures and Portfolio Advisors' recommended optimal range for each sector

LACERS Portfolio (12/31/2015)		
Sectors	Aggregate Portfolio Exposure ¹	Optimal Range
Buyouts	59%	55-65%
<i>Small/Mid</i>	29%	30-40%
<i>Large/Mega</i>	30%	20-30%
Distressed Debt	8%	5-15%
Mezzanine	1%	0-5%
Secondaries	1%	0-5%
Special Situations	6%	0-10%
Growth Equity	10%	5-15%
Venture Capital	15%	5-15%

1) Aggregate portfolio exposure is based on Adjusted Reported Value ("ARV") as of 12/31/2015. ARV Represents reported value as most recently reported by the General Partners, adjusted for net contribution and distribution activity



2016 Objectives

- ◆ Continue to work towards 12% Private Equity exposure target
 - Commit \$325 to \$350 million, which has been confirmed by a commitment pacing study and is consistent with the pace of commitment in 2013, 2014 and 2015
 - At a pace of \$325 to \$350 million, LACERS will potentially achieve its 12% exposure target in approximately 3 years (one fundraising cycle)
- ◆ Provide LACERS with access to top-tier sponsors, both existing relationships and new relationships
 - Emphasize middle market and lower middle market buyout managers – increase exposure to optimal range, approximately 35%
 - Selectively invest in mega buyout sponsors – reduce exposure to optimal range, approximately 25%
 - Emphasize middle market and lower middle market distressed debt for control sponsors
 - Opportunistically invest in mezzanine and secondary funds
 - Selectively invest in growth and venture capital sponsors
 - Selectively invest in European and Asian sponsors
 - PA typically targets International exposure of 15% to 35% with an emphasis on Europe and Asia, and little to no exposure to less proven markets
 - Selectively invest in emerging sponsors
- ◆ Emphasize diversification and investment manager selection
 - Forward calendar of sponsors returning to market in 2016 suggests 16 to 18 commitments ranging from \$10 to \$40 million in size

Appendix

Core Portfolio Summary as of 12/31/15

Investment Name	Vintage Year	Investment Strategy	Capital Commitment	Paid-In Capital	Capital Distributions	Reported Value ¹	Net IRR ²
1315 Capital Fund I	2015	Growth Equity	\$10,000,000	\$1,075,000	\$0	\$855,026	-49.7%
ABRY Advanced Securities III, LP	2014	Special Situations	\$20,000,000	\$7,882,391	\$0	\$7,266,308	-12.0%
ABRY Partners VIII, LP	2015	Buyout - Large	\$25,000,000	\$10,639,520	\$0	\$9,989,361	-15.9%
ACON Equity Partners III, LP	2012	Buyout - Mid	\$20,000,000	\$14,649,061	\$696,400	\$16,235,451	8.9%
ACON-Bastion Partners II, LP	2006	Buyout - Small	\$5,000,000	\$4,721,150	\$7,247,168	\$1,740,728	14.3%
Advent International Global Private Equity VII-B LP	2012	Buyout - Large	\$30,000,000	\$22,725,000	\$3,630,028	\$24,053,665	12.2%
Advent International GPE VI-A, L.P.	2008	Buyout - Large	\$20,000,000	\$19,270,000	\$18,850,315	\$20,228,475	18.8%
AION Capital Partners Ltd.	2012	Special Situations	\$20,000,000	\$5,826,140	\$1,398,018	\$4,162,388	-3.0%
Alchemy Investment Plan	1999	Buyout - Small	\$38,194,245	\$40,196,637	\$46,275,002	\$3,088,377	5.4%
American Securities VII	2015	Buyout - Large	\$25,000,000	\$0	\$0	\$0	0.0%
Angeles Equity Partners I	2016	Special Situations - Control	\$10,000,000	\$0	\$0	\$0	0.0%
Apollo Investment Fund IV, LP	1998	Buyout - Large	\$5,000,000	\$4,989,241	\$8,319,502	\$41,847	8.5%
Apollo Investment Fund VI, LP	2005	Buyout - Mega	\$15,000,000	\$14,372,999	\$19,272,078	\$5,187,406	9.5%
Apollo Investment Fund VII, LP	2008	Buyout - Mega	\$20,000,000	\$16,644,107	\$28,055,664	\$6,289,437	24.9%
Apollo Investment Fund VIII, LP	2013	Buyout - Mega	\$40,000,000	\$11,784,987	\$0	\$11,453,534	-3.7%
Ascribe Opportunities Fund II, L.P.	2010	Distressed Debt - Control	\$20,000,000	\$18,947,643	\$9,997,834	\$13,662,326	7.8%
Ascribe Opportunities Fund III, L.P.	2013	Distressed Debt - Multi	\$30,000,000	\$12,548,314	\$482,738	\$10,565,773	-26.2%
Austin Ventures VII, LP	1999	Venture Capital - Multi	\$17,000,000	\$17,000,000	\$13,537,839	\$191,709	-2.8%
Austin Ventures VIII, LP	2001	Venture Capital - Multi	\$8,300,000	\$8,300,000	\$13,367,650	\$349,953	6.9%
Avenue Europe Special Situations Fund II, L.P.	2011	Dist. Debt - Non-Control	\$28,323,908	\$28,305,005	\$9,222,466	\$20,917,407	2.4%
Avenue Special Situations IV, LP	2006	Dist. Debt - Non-Control	\$10,000,000	\$10,000,000	\$13,764,475	\$88,142	8.3%
Avenue Special Situations V, LP	2007	Dist. Debt - Non-Control	\$10,000,000	\$9,950,262	\$13,288,908	\$29,646	11.5%
Bain Capital Asia III, LP	2016	Buyout - Mid	\$15,000,000	\$0	\$0	\$0	0.0%
Baring Asia Private Equity Fund VI, LP	2015	Buyout - Large	\$25,000,000	\$4,645,226	\$0	\$4,047,674	-72.1%
BC European Capital IX, LP	2011	Buyout - Mega	\$18,010,539	\$14,106,035	\$4,113,757	\$12,351,636	7.4%

1) Reported Value: Represents reported value as most recently reported by the General Partners

2) Net IRR Since Inception as of 12/31/2015

Core Portfolio Summary as of 12/31/15

Investment Name	Vintage Year	Investment Strategy	Capital Commitment	Paid-In Capital	Capital Distributions	Reported Value ¹	Net IRR ²
BDCM Opportunity Fund IV	2015	Distressed Debt - Control	\$25,000,000	\$2,795,342	\$1,621	\$2,509,610	-17.1%
Blackstone Capital Partners V, LP	2006	Buyout - Mega	\$19,718,296	\$19,209,080	\$22,128,595	\$9,527,066	8.0%
Blackstone Capital Partners VI, LP	2011	Buyout - Mega	\$20,000,000	\$15,855,158	\$1,501,403	\$18,070,915	11.9%
Blackstone Energy Partners	2011	Buyout - Mid	\$25,000,000	\$22,748,810	\$3,664,797	\$25,654,322	15.4%
Blue Sea Capital Fund I	2013	Buyout - Small	\$10,000,000	\$2,801,739	\$0	\$2,624,143	-8.6%
Cardinal Health III, LP	2006	Venture Capital - Early	\$15,000,000	\$15,000,000	\$33,348	\$20,412,361	6.9%
Carlyle Partners IV, LP	2005	Buyout - Mega	\$20,000,000	\$19,631,268	\$37,668,707	\$2,199,438	13.1%
Carlyle Partners V, LP	2007	Buyout - Mega	\$30,000,000	\$26,176,253	\$27,595,792	\$17,817,616	13.5%
CenterGate Capital Partners I	2016	Buyout - Mid	\$10,000,000	\$0	\$0	\$0	0.0%
CGW Southeast Partners III, LP	1996	Buyout - Small	\$8,680,144	\$8,680,144	\$14,736,448	\$0	9.2%
CGW Southeast Partners IV, LP	1999	Buyout - Small	\$10,000,000	\$8,707,914	\$13,398,877	\$0	8.3%
Charterhouse Capital IX, L.P.	2009	Buyout - Large	\$18,003,404	\$16,341,288	\$14,681,167	\$8,416,515	13.7%
Charterhouse Capital Partners VIII, L.P.	2006	Buyout - Large	\$20,065,923	\$19,410,327	\$15,507,007	\$3,049,350	-0.7%
Chisholm Partners IV, LP	1999	Buyout - Small	\$9,000,000	\$8,841,055	\$9,376,669	\$0	0.7%
CHS Private Equity V, LP	2005	Buyout - Mid	\$20,000,000	\$20,037,838	\$27,721,226	\$5,810,942	9.4%
Coller International Partners VI, LP	2011	Secondaries	\$25,000,000	\$16,201,281	\$3,381,894	\$18,967,404	19.7%
CVC European Equity Partners I, LP	1996	Buyout - Mid	\$10,000,000	\$9,686,071	\$24,345,254	\$0	23.4%
CVC European Equity Partners II, L.P.	1998	Buyout - Large	\$10,000,000	\$9,212,371	\$21,909,556	\$117,038	19.1%
CVC European Equity Partners III, LP	2001	Buyout - Large	\$15,000,000	\$14,324,324	\$41,619,578	\$390,381	41.5%
CVC European Equity Partners IV, L.P. (EUR)	2005	Buyout - Mega	\$25,737,495	\$23,210,339	\$39,772,248	\$4,669,392	16.4%
CVC European Equity Partners V, LP (EUR)	2008	Buyout - Mega	\$18,775,600	\$17,947,695	\$16,883,828	\$9,822,174	12.2%
DFJ Growth 2013, L.P.	2013	Growth Equity	\$25,000,000	\$16,876,311	\$0	\$18,661,015	9.4%
EIG Energy Fund XVI	2013	Special Situations	\$25,000,000	\$9,179,420	\$294,689	\$6,539,682	-25.1%
EnCap Energy Capital Fund VIII, LP	2010	Special Situations	\$15,000,000	\$12,102,427	\$3,384,249	\$5,732,519	-12.7%
EnCap Energy Capital Fund X, L.P.	2015	Special Situations	\$35,000,000	\$2,422,599	\$0	\$1,773,628	-55.2%

1) Reported Value: Represents reported value as most recently reported by the General Partners

2) Net IRR Since Inception as of 12/31/2015



Core Portfolio Summary as of 12/31/15

Investment Name	Vintage Year	Investment Strategy	Capital Commitment	Paid-In Capital	Capital Distributions	Reported Value ¹	Net IRR ²
EnCap Energy IX	2013	Special Situations	\$30,000,000	\$18,447,122	\$580,798	\$19,262,091	6.2%
Energy Capital Partners II-A, LP	2010	Special Situations	\$20,000,000	\$13,835,205	\$11,744,434	\$9,636,009	13.2%
Energy Capital Partners III-A, LP	2014	Special Situations	\$40,000,000	\$9,956,723	\$0	\$9,056,728	-8.7%
Enhanced Equity Fund II, L.P.	2010	Buyout - Small	\$10,000,000	\$7,855,930	\$1,819,296	\$4,581,939	-8.6%
Enhanced Equity Fund, L.P.	2006	Buyout - Small	\$10,000,000	\$10,000,000	\$5,943,920	\$9,791,205	7.2%
Essex Woodlands Health Ventures IV, LP	1998	Venture Capital - Early	\$4,000,000	\$4,000,000	\$4,959,470	\$600,076	7.4%
Essex Woodlands Health Ventures V, LP	2000	Venture Capital - Multi	\$10,000,000	\$10,000,000	\$10,591,086	\$2,936,135	6.0%
Essex Woodlands Health Ventures VI, LP	2004	Venture Capital - Multi	\$15,000,000	\$14,587,500	\$7,176,040	\$9,876,532	2.3%
FIMI Opportunity V	2012	Buyout - Small	\$20,000,000	\$13,073,850	\$802,736	\$16,730,000	23.4%
First Reserve Fund X, LP	2004	Buyout - Mid	\$20,000,000	\$20,000,000	\$36,485,800	\$102,297	30.8%
First Reserve Fund XI, LP	2006	Buyout - Mega	\$30,000,000	\$30,000,000	\$18,354,162	\$3,638,842	-7.6%
First Reserve Fund XII, LP	2008	Buyout - Mega	\$25,000,000	\$24,589,216	\$11,539,107	\$8,041,675	-6.2%
Gilde Buyout Partners V, LP	2016	Buyout - Mid	\$24,980,300	\$0	\$0	\$0	0.0%
Glendon Opportunities Fund, L.P.	2014	Dist. Debt - Non-Control	\$20,000,000	\$11,990,996	\$0	\$10,443,048	-14.1%
Golder, Thoma, Cressey, Rauner Fund V LP	1997	Buyout - Mid	\$10,000,000	\$10,000,000	\$18,226,074	\$0	11.0%
Green Equity Investors V, LP	2007	Buyout - Large	\$20,000,000	\$18,268,906	\$22,058,527	\$13,619,622	19.1%
Green Equity Investors VI, LP	2012	Buyout - Large	\$20,000,000	\$13,109,635	\$571,296	\$15,170,249	12.6%
GTCR Fund IX, LP	2006	Buyout - Mid	\$15,000,000	\$13,907,987	\$23,501,848	\$1,665,762	14.1%
GTCR Fund VI, LP	1998	Buyout - Mid	\$10,000,000	\$10,000,000	\$8,645,950	\$244,605	-3.9%
GTCR Fund VII, LP	2000	Buyout - Mid	\$18,750,000	\$18,609,375	\$43,841,047	\$0	22.0%
GTCR Fund VII/A, LP	2000	Buyout - Mid	\$6,250,000	\$4,140,625	\$11,565,815	\$0	78.9%
GTCR Fund VIII, LP	2003	Buyout - Mid	\$20,000,000	\$18,520,960	\$30,315,502	\$1,259,310	22.6%
Halifax Capital Partners II, LP	2005	Buyout - Small	\$10,000,000	\$8,005,287	\$7,606,273	\$6,990,705	13.9%
Harvest Partners VII, LP	2016	Buyout - Mid	\$20,000,000	\$0	\$0	\$0	0.0%
Hellman & Friedman Capital Partners V, LP	2004	Buyout - Large	\$10,463,972	\$9,931,388	\$26,403,121	\$244,372	27.9%

1) Reported Value: Represents reported value as most recently reported by the General Partners

2) Net IRR Since Inception as of 12/31/2015



Core Portfolio Summary as of 12/31/15

Investment Name	Vintage Year	Investment Strategy	Capital Commitment	Paid-In Capital	Capital Distributions	Reported Value ¹	Net IRR ²
Hellman & Friedman Capital Partners VI, LP	2007	Buyout - Mega	\$20,000,000	\$19,189,335	\$29,917,290	\$4,812,483	13.1%
Hellman & Friedman Capital Partners VII, LP	2011	Buyout - Mega	\$20,000,000	\$16,264,816	\$6,111,464	\$17,030,762	16.9%
Hellman & Friedman Capital Partners VIII, LP	2015	Buyout - Mega	\$20,000,000	\$0	\$0	\$0	0.0%
High Road Capital Partners II	2013	Buyout - Small	\$25,000,000	\$7,941,368	\$0	\$7,348,110	-5.2%
Highbridge Principal Strategies Senior Loan Fund II	2010	Special Situations	\$50,000,000	\$40,883,273	\$47,651,965	\$0	8.0%
Hony Capital Fund V, L.P.	2011	Buyout - Mid	\$25,000,000	\$20,419,638	\$0	\$31,004,713	25.7%
Insight Venture Partners IX, LP	2015	Venture Capital - Late	\$25,000,000	\$6,495,088	\$6,337	\$5,725,960	-20.3%
Insight Venture Partners VIII, LP	2013	Growth Equity	\$20,000,000	\$18,939,416	\$108,517	\$23,738,964	14.8%
Institutional Venture Partners XV, LP	2015	Venture Capital - Late	\$20,000,000	\$3,600,000	\$0	\$3,467,936	-11.4%
InterWest Partners VI, LLC	1996	Venture Capital - Early	\$5,000,000	\$5,000,000	\$14,858,749	\$0	48.9%
J.H. Whitney IV, LP	1999	Growth Equity	\$22,448,463	\$22,448,463	\$8,713,071	\$693,821	-11.1%
J.H. Whitney VI, LP	2005	Buyout - Small	\$15,000,000	\$14,859,266	\$12,136,192	\$4,463,535	2.2%
J.H. Whitney VII, LP	2010	Buyout - Small	\$25,000,000	\$20,397,219	\$6,336,779	\$20,436,569	11.6%
Kelso Investment Associates VI, LP	1998	Buyout - Mid	\$4,309,418	\$4,309,418	\$5,982,794	\$0	9.3%
Kelso Investment Associates VII, LP	2004	Buyout - Mid	\$18,000,000	\$17,116,520	\$28,963,129	\$659,523	12.7%
Kelso Investment Associates VIII, LP	2007	Buyout - Large	\$20,000,000	\$18,329,040	\$8,527,924	\$16,714,389	9.3%
Khosla Ventures IV, L.P.	2011	Venture Capital - Early	\$20,000,000	\$18,100,000	\$1,777,769	\$25,688,983	20.8%
KKR 1996 Fund LP	1996	Buyout - Mega	\$25,000,000	\$26,194,438	\$46,838,314	\$0	13.2%
KKR 2006 Fund, LP	2006	Buyout - Mega	\$30,000,000	\$29,996,460	\$28,520,952	\$20,424,264	9.1%
KKR European Fund II	2005	Buyout - Large	\$15,000,000	\$15,568,631	\$16,845,354	\$4,691,406	5.1%
KPS Special Situations IV	2013	Buyout - Mid	\$25,000,000	\$1,389,295	\$0	\$1,886,078	15.8%
Levine Leichtman Capital Partners III, LP	2003	Buyout - Small	\$20,000,000	\$21,392,254	\$24,741,137	\$9,190,652	10.8%
Levine Leichtman Capital Partners IV, LP	2008	Buyout - Mid	\$20,000,000	\$15,173,500	\$18,543,604	\$11,342,341	20.6%
Levine Leichtman V	2013	Buyout - Mid	\$30,000,000	\$17,767,891	\$1,072,523	\$19,328,562	13.9%
Lindsay Goldberg & Bessemer II, LP	2006	Buyout - Large	\$20,000,000	\$18,554,731	\$23,697,575	\$4,236,276	8.2%

1) Reported Value: Represents reported value as most recently reported by the General Partners

2) Net IRR Since Inception as of 12/31/2015



Core Portfolio Summary as of 12/31/15

Investment Name	Vintage Year	Investment Strategy	Capital Commitment	Paid-In Capital	Capital Distributions	Reported Value ¹	Net IRR ²
Lindsay Goldberg III, LP	2008	Buyout - Large	\$20,000,000	\$18,553,044	\$10,321,525	\$12,846,988	8.2%
Madison Dearborn Capital Partners III, LP	1999	Buyout - Large	\$16,000,000	\$16,000,000	\$24,398,778	\$0	8.6%
Madison Dearborn Capital Partners IV, LP	2000	Buyout - Large	\$25,000,000	\$25,174,337	\$46,040,774	\$3,469,864	14.7%
Menlo Ventures IX, LP	2001	Venture Capital - Multi	\$20,000,000	\$20,000,000	\$17,071,351	\$2,770,918	-0.1%
Menlo Ventures VII, LP	1997	Venture Capital - Multi	\$5,000,000	\$5,000,000	\$23,552,033	\$0	136.0%
Menlo Ventures VIII, LP	1999	Venture Capital - Multi	\$18,000,000	\$18,000,000	\$8,980,234	\$0	-9.0%
Nautic Partners V, LP	2000	Buyout - Mid	\$15,000,000	\$14,422,752	\$29,527,694	\$1,266,094	17.3%
New Enterprise Associates 15, LP	2015	Venture Capital - Multi	\$20,000,000	\$5,600,000	\$0	\$5,801,060	8.1%
New Enterprise Associates XIII, LP	2009	Venture Capital - Multi	\$15,000,000	\$14,475,000	\$10,086,436	\$16,495,388	19.6%
New Mountain Partners III, LP	2007	Buyout - Large	\$20,000,000	\$17,929,310	\$10,876,240	\$18,219,252	11.4%
New Water Capital Partners, L.P.	2015	Special Situations - Control	\$10,000,000	\$385,449	\$0	\$265,664	-61.6%
Newbridge Asia IV, LP	2005	Growth Equity	\$10,000,000	\$9,866,795	\$20,692,337	\$1,105,538	17.0%
NGP Natural Resources XI, LP	2014	Special Situations	\$25,000,000	\$3,068,722	\$0	\$2,491,814	-46.8%
Nordic Capital V, L.P.	2004	Buyout - Mid	\$14,043,460	\$14,297,565	\$41,413,160	\$1,091,143	21.0%
Oak HC / FT Partners, L.P.	2014	Venture Capital - Late	\$10,000,000	\$3,961,455	\$0	\$4,143,194	8.0%
Oak Investment Partners XII, LP	2006	Growth Equity	\$15,000,000	\$15,000,000	\$10,316,793	\$6,699,679	2.3%
Oaktree Opportunities Fund X	2015	Dist. Debt - Non-Control	\$7,500,000	\$1,125,000	\$0	\$1,026,351	-27.2%
Oaktree Opportunities Fund Xb, LP	2015	Dist. Debt - Non-Control	\$17,500,000	\$0	\$0	\$0	0.0%
OCM Opportunities Fund II, LP	1997	Dist. Debt - Non-Control	\$11,000,000	\$11,000,000	\$16,628,641	\$0	8.5%
OCM Opportunities Fund III, LP	1999	Dist. Debt - Non-Control	\$10,000,000	\$10,000,000	\$14,925,671	\$133,328	11.9%
OCM Opportunities Fund V, LP	2004	Dist. Debt - Non-Control	\$7,100,000	\$7,100,000	\$11,493,501	\$244,192	14.2%
OCM Opportunities Fund VII, LP	2007	Dist. Debt - Non-Control	\$10,000,000	\$10,000,000	\$12,505,408	\$1,216,368	7.5%
OCM Opportunities Fund VIIb, LP	2008	Dist. Debt - Non-Control	\$9,000,000	\$9,000,000	\$14,461,679	\$874,219	16.7%
OCM Opportunities Fund, LP	1996	Dist. Debt - Non-Control	\$11,000,000	\$10,972,896	\$18,030,431	\$0	10.3%
OCM Opportunities IV, LP	2001	Dist. Debt - Non-Control	\$10,000,000	\$10,000,000	\$16,472,801	\$29,795	28.6%

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2) Net IRR Since Inception as of 12/31/2015

Core Portfolio Summary as of 12/31/15

Investment Name	Vintage Year	Investment Strategy	Capital Commitment	Paid-In Capital	Capital Distributions	Reported Value ¹	Net IRR ²
Olympus Growth Fund IV, LP	2003	Buyout - Small	\$7,700,000	\$7,660,045	\$11,646,710	\$201,286	8.6%
Onex Partners, LP	2003	Buyout - Mid	\$20,000,000	\$18,992,045	\$54,401,638	\$3,024,802	38.7%
Palladium Equity Partners IV, LP	2012	Buyout - Mid	\$25,000,000	\$11,595,126	\$635,767	\$10,984,498	0.2%
Permira Europe III (EUR), LP	2004	Buyout - Large	\$21,506,160	\$21,506,160	\$35,386,464	\$1,369,862	26.0%
Permira Europe IV (EUR), LP	2006	Buyout - Mega	\$14,903,568	\$14,413,737	\$15,197,739	\$7,125,913	8.4%
Pharos Capital Partners II-A, LP	2005	Buyout - Small	\$5,000,000	\$4,950,000	\$2,989,714	\$4,092,966	6.4%
Platinum Equity Capital Partners III, LP	2012	Buyout - Mid	\$25,000,000	\$12,450,820	\$8,372,064	\$11,387,593	34.8%
Polaris Venture Partners V, LP	2006	Venture Capital - Multi	\$15,000,000	\$14,700,000	\$9,972,995	\$12,652,988	9.0%
Polaris Venture Partners VI, LP	2010	Venture Capital - Multi	\$15,000,000	\$12,075,000	\$2,854,037	\$17,378,864	31.4%
Polaris Venture Partners VII, LP	2014	Venture Capital - Multi	\$25,000,000	\$7,937,500	\$0	\$8,748,623	13.0%
Providence Debt Fund III, LP	2013	Dist. Debt - Non-Control	\$30,000,000	\$20,912,263	\$1,065,478	\$21,059,863	6.0%
Providence Equity Partners V, LP	2005	Buyout - Large	\$18,000,000	\$16,406,565	\$16,043,291	\$5,695,534	4.1%
Providence Equity Partners VI, LP	2007	Buyout - Mega	\$30,000,000	\$27,709,907	\$21,574,632	\$17,904,916	6.7%
Providence TMT Debt Opportunity Fund II, LP	2010	Distressed Debt - Control	\$20,000,000	\$17,130,596	\$14,465,219	\$10,829,007	10.7%
Richland Ventures III, LP	1999	Venture Capital - Late	\$18,000,000	\$18,000,000	\$15,261,276	\$0	-3.0%
Searchlight Capital Partners II, L.P.	2015	Special Situations	\$25,000,000	\$2,022,946	\$0	\$2,022,946	0.0%
Spark Capital Growth Fund, L.P.	2014	Growth Equity	\$10,000,000	\$4,450,000	\$0	\$4,123,142	-8.9%
Spark Capital I, LP	2005	Venture Capital - Early	\$9,000,000	\$8,775,000	\$11,588,212	\$995,999	8.8%
Spark Capital II, LP	2008	Venture Capital - Early	\$9,750,000	\$9,684,188	\$34,636,671	\$4,159,324	52.6%
Spark Capital III, LP	2011	Venture Capital - Early	\$10,000,000	\$9,275,000	\$7,689,329	\$10,147,765	32.5%
Spire Capital Partners III, LP	2014	Buyout - Small	\$10,000,000	\$3,390,464	\$0	\$2,693,584	-20.1%
SSG Capital Partners II, LP	2012	Distressed Debt - Multi	\$15,914,286	\$15,025,491	\$4,700,994	\$13,715,009	10.0%
Stripes Growth Partners III, LP	2014	Growth Equity	\$10,000,000	\$3,210,823	\$0	\$3,021,412	-14.4%
TA X, LP	2006	Growth Equity	\$6,000,000	\$6,186,689	\$6,846,689	\$1,073,399	5.1%
TA XI, LP	2010	Growth Equity	\$20,000,000	\$18,400,000	\$10,450,000	\$18,587,564	19.0%

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2) Net IRR Since Inception as of 12/31/2015

Core Portfolio Summary as of 12/31/15

Investment Name	Vintage Year	Investment Strategy	Capital Commitment	Paid-In Capital	Capital Distributions	Reported Value ¹	Net IRR ²
TA XII-A, LP	2016	Buyout - Mid	\$25,000,000	\$0	\$0	\$0	0.0%
TCV VIII, LP	2014	Growth Equity	\$30,000,000	\$17,311,127	\$0	\$18,358,773	8.3%
TCW/Crescent Mezzanine Partners IV, LP	2006	Mezzanine	\$10,000,000	\$8,712,805	\$9,513,589	\$475,601	2.9%
TCW/Crescent Mezzanine Partners V, LP	2008	Mezzanine	\$10,000,000	\$9,305,245	\$9,759,625	\$2,670,353	10.1%
Technology Crossover Ventures V, LP	2004	Venture Capital - Multi	\$19,500,000	\$19,334,250	\$26,900,978	\$8,595,136	11.4%
Technology Crossover Ventures VII, LP	2008	Growth Equity	\$20,000,000	\$19,520,000	\$20,121,255	\$19,874,750	21.7%
The Resolute Fund, LP	2002	Buyout - Mid	\$20,000,000	\$18,971,737	\$40,615,838	\$5,019,255	16.6%
Thoma Bravo Special Opportunities Fund II	2015	Buyout - Mid	\$10,000,000	\$5,992,878	\$0	\$6,475,249	19.4%
Thoma Bravo XI	2014	Buyout - Mid	\$15,000,000	\$10,947,286	\$0	\$11,559,958	7.7%
Thoma Cressey Fund VI, LP	1998	Buyout - Small	\$5,000,000	\$4,845,000	\$4,933,985	\$61,448	0.4%
Thomas H. Lee Equity Fund V, LP	2000	Buyout - Large	\$15,000,000	\$15,260,867	\$26,333,190	\$0	14.2%
Tibbar Holdings, LLC (FKA TH Lee IV)	1998	Buyout - Large	\$7,000,000	\$6,314,197	\$5,484,109	\$0	-2.6%
TPG Growth II, LP	2011	Buyout - Mid	\$30,000,000	\$25,877,296	\$707,818	\$46,406,029	35.2%
TPG Partners III, LP	1999	Buyout - Large	\$21,458,107	\$22,442,286	\$56,102,887	\$789,054	24.6%
TPG Partners IV, LP	2003	Buyout - Large	\$23,256,237	\$27,436,973	\$47,152,414	\$7,263,467	15.9%
TPG Partners V, LP	2006	Buyout - Mega	\$28,726,546	\$31,415,182	\$25,576,980	\$16,476,877	5.1%
TPG Partners VI, LP	2008	Buyout - Mega	\$22,500,000	\$22,981,078	\$17,166,964	\$16,334,725	11.8%
TPG Star, LP	2007	Buyout - Mid	\$20,000,000	\$20,124,823	\$20,132,509	\$12,204,363	12.0%
Trident Capital Fund V, LP (LACERS Secondary)	2003	Venture Capital - Multi	\$3,781,680	\$3,374,683	\$4,399,163	\$1,430,054	11.0%
Trident Capital Fund VI, LP	2004	Venture Capital - Multi	\$8,500,000	\$8,500,000	\$2,826,118	\$5,779,202	0.2%
Trident Capital Fund-V, LP	2000	Venture Capital - Multi	\$10,587,999	\$10,627,045	\$14,920,636	\$4,003,886	8.8%
VantagePoint Venture Partners IV (Q), LP	2000	Venture Capital - Multi	\$15,000,000	\$15,000,000	\$11,991,754	\$2,308,923	-0.7%
Vestar Capital Partners IV, LP	1999	Buyout - Mid	\$16,806,233	\$16,585,106	\$29,175,867	\$311,991	13.5%
Vista Equity Fund IV	2012	Buyout - Mid	\$30,000,000	\$25,992,749	\$10,084,885	\$36,254,948	23.2%
Vista Equity Fund V	2014	Buyout - Large	\$40,000,000	\$26,957,152	\$14,741	\$30,745,678	18.2%

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2) Net IRR Since Inception as of 12/31/2015

Core Portfolio Summary as of 12/31/15

Investment Name	Vintage Year	Investment Strategy	Capital Commitment	Paid-In Capital	Capital Distributions	Reported Value ¹	Net IRR ²
Vista Equity Partners Fund III, LP	2007	Buyout - Mid	\$25,000,000	\$23,720,116	\$53,679,445	\$11,356,239	28.5%
Vista Foundation Fund II, LP	2013	Buyout - Small	\$10,000,000	\$7,109,730	\$0	\$7,500,600	5.4%
Welsh, Carson, Anderson & Stowe IX, LP	2000	Buyout - Large	\$15,000,000	\$14,850,000	\$24,673,868	\$8,622	11.1%
Welsh, Carson, Anderson & Stowe VII, LP	1995	Buyout - Large	\$15,000,000	\$15,000,000	\$32,633,357	\$0	17.7%
Welsh, Carson, Anderson & Stowe VIII, LP	1998	Buyout - Large	\$15,000,000	\$15,000,000	\$19,300,384	\$19,999	3.1%
Weston Presidio Capital IV, LP	2000	Growth Equity	\$15,000,000	\$14,764,721	\$16,893,220	\$229,518	2.8%
Weston Presidio Capital IV, LP (LACERS Secondary)	2003	Growth Equity	\$2,826,000	\$2,772,810	\$3,425,526	\$45,811	5.0%
Whitney V, LP	2000	Buyout - Mid	\$9,957,358	\$11,558,159	\$22,375,756	\$0	23.1%
Wynnchurch Capital Partners IV, L.P.	2014	Special Situations - Control	\$10,000,000	\$688,891	\$0	\$688,891	0.0%
Yucaipa American Alliance Fund II, LP	2008	Buyout - Mid	\$20,000,000	\$19,803,689	\$8,877,990	\$21,288,695	9.4%
Total Portfolio			\$3,290,829,341	\$2,446,029,108	\$2,394,559,793	\$1,300,064,112	11.6%

1) Reported Value: Represents reported value as most recently reported by the General Partners

2) Net IRR Since Inception as of 12/31/2015

Specialized Portfolio Summary as of 12/31/15

Investment Name	Vintage Year	Investment Strategy	Focus	Capital Commitment	Paid-In Capital	Capital Distributions	Reported Value ¹	Net IRR ²
Angeleno Investors III, LP	2010	Venture Capital	Energy/Clean Tech	\$10,000,000	\$7,549,271	\$78,389	\$7,884,973	2.1%
Ares Special Situations Fund, LP	2008	Distressed Debt	Distressed Debt	\$10,000,000	\$10,166,166	\$16,915,156	\$470,448	13.1%
Carpenter Community BancFund-A, LP	2008	Growth Equity	Community Banks	\$10,000,000	\$9,667,309	\$5,712,616	\$9,038,244	8.1%
Craton Equity Investors I, L.P.	2006	Growth Equity	Clean Tech	\$10,000,000	\$9,973,980	\$717,523	\$1,873,068	-22.1%
DFJ Element, L.P.	2006	Venture Capital	Clean Tech	\$8,000,000	\$7,846,106	\$2,388,418	\$3,474,980	-4.3%
DFJ Frontier Fund II, L.P.	2007	Venture Capital	Clean Tech	\$5,000,000	\$4,752,783	\$1,217,314	\$3,783,617	1.1%
Element Partners II, LP	2008	Venture Capital	Underserved California	\$10,000,000	\$8,359,719	\$146,402	\$10,270,570	5.6%
NGEN II	2005	Venture Capital	Clean Tech: Materials	\$7,750,702	\$7,750,702	\$499,810	\$131,851	-43.9%
NGEN III	2008	Venture Capital	Clean Tech: Materials	\$10,000,000	\$9,476,706	\$771,193	\$6,566,317	-7.0%
Nogales Investors Fund II, LP	2006	Buyout	Lower Middle Market	\$4,100,000	\$3,595,200	\$0	\$933,226	-19.8%
Palladium Equity Partners III, LP	2004	Buyout	Hispanic-oriented	\$10,000,000	\$9,799,065	\$13,385,836	\$4,397,829	12.4%
Reliant Equity Partners	2002	Buyout	Minority Focused	\$7,920,417	\$8,008,449	\$55,772	\$0	-100.0%
Rustic Canyon/Fontis Partners, LP	2006	Growth Equity	Underserved Markets	\$5,000,000	\$3,671,248	\$1,851,835	\$1,299,793	-2.7%
Saybrook Corporate Opportunity Fund, LP	2008	Distressed Debt	Distressed Debt	\$6,192,813	\$6,117,481	\$4,208,702	\$4,139,590	10.9%
Sector Performance Fund, LP	2007	Buyout	Energy, Food & Media	\$9,297,735	\$9,502,443	\$8,466,553	\$0	-2.9%
Spire Capital Partners II, LP	2007	Buyout	BIMC Sectors	\$10,000,000	\$8,852,981	\$12,900,243	\$3,410,419	14.8%
St. Cloud Capital Partners II, LP	2007	Mezzanine	Lower Middle Market	\$5,000,000	\$4,855,592	\$2,104,999	\$3,532,276	3.8%
Starvest Partners II, LP	2007	Venture Capital	Later Stage	\$5,000,000	\$4,826,733	\$174,685	\$4,052,747	-3.3%
StepStone Pioneer Capital I, LP	2004	Special Situations	Small end of market	\$10,000,000	\$9,751,866	\$8,956,342	\$4,951,069	6.6%
StepStone Pioneer Capital II, LP	2006	Special Situations	Small end of market	\$10,000,000	\$9,421,683	\$6,570,225	\$9,164,835	9.0%
Sterling Venture Partners II, LP	2005	Venture Capital	Expansion Stage	\$8,000,000	\$8,006,256	\$5,898,184	\$5,259,876	5.8%
Vicente Capital Partners Growth Equity Fund, LP (FKA KH Growth Equity)	2007	Growth Equity	Later Stage	\$10,000,000	\$9,590,568	\$4,353,997	\$10,126,333	10.6%
Yucaipa American Alliance Fund I, LP	2005	Buyout	Upper-Middle Market	\$10,000,000	\$10,000,000	\$7,435,017	\$4,436,251	3.7%
Total Portfolio				\$191,261,667	\$181,542,307	\$104,809,211	\$99,198,312	2.5%

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2) Net IRR Since Inception as of 12/31/2015

Disclosure Statement

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Disclosure Statement (continued)

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