

THRIFT SAVINGS FUND
Washington, DC

FINANCIAL STATEMENTS
December 31, 2018 and 2017

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INDEPENDENT AUDITORS' REPORT

Members of the Board and Executive Director
Federal Retirement Thrift Investment Board
Washington, DC

We have audited the accompanying financial statements of Thrift Savings Fund (the Fund), which comprise the statements of net assets available for benefits as of December 31, 2018 and 2017, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Fund's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Members of the Board and Executive Director
Federal Retirement Thrift Investment Board

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Fund as of December 31, 2018 and 2017, and the changes in its net assets available for benefits for the years then ended in accordance with accounting principles generally accepted in the United States of America.

CliftonLarsonAllen LLP

CliftonLarsonAllen LLP

Baltimore, Maryland
April 17, 2019

FINANCIAL STATEMENTS

THRIFT SAVINGS FUND
 Statements of Net Assets Available for Benefits
 As of December 31, 2018 and 2017
 (In thousands)

	2018	2017
ASSETS:		
Investments, at fair value:	\$558,931,138	\$557,401,422
Receivables:		
Employer contributions	444,081	345,665
Participant contributions	1,068,011	892,349
Notes receivable from participants (loans)	9,113,943	9,058,655
Accrued interest	-	29,084
Due for securities sold	138,293	74,619
Total receivables	<u>10,764,328</u>	<u>10,400,372</u>
Fixed assets:		
Furniture, equipment, and leasehold improvements, net of accumulated depreciation and amortization of \$35,881 in 2018 and \$35,028 in 2017	7,090	3,794
Data processing software, net of accumulated amortization of \$62,795 in 2018 and \$60,419 in 2017	2,919	3,682
Total fixed assets	<u>10,009</u>	<u>7,476</u>
Other assets	294	288
Total assets	<u>569,705,769</u>	<u>567,809,558</u>
LIABILITIES:		
Accounts payable	52,616	15,637
Accrued payroll and benefits	3,892	5,225
Benefits and participant loans payable	145,274	188,004
Deferred rent and lease credits	8,709	9,222
Due for securities purchased	296,671	186,773
Cash collateral payable	23,000,000	15,000,000
Total liabilities	<u>23,507,162</u>	<u>15,404,861</u>
FUNDS RESTRICTED FOR THE PURCHASE OF FIDUCIARY INSURANCE	<u>(3,562)</u>	<u>(3,613)</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$546,195,045</u>	<u>\$552,401,084</u>

See notes to financial statements and Independent Auditors' Report.

THRIFT SAVINGS FUND

Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2018 and 2017
(In thousands)

	2018	2017
ADDITIONS:		
Investment income:		
Interest	\$6,880,556	\$5,083,173
Net appreciation (depreciation) of investments	<u>(21,710,417)</u>	<u>54,322,921</u>
Net investment income (loss)	<u>(14,829,861)</u>	<u>59,406,094</u>
Contributions:		
Participant	22,198,250	20,858,511
Employer	<u>9,667,387</u>	<u>8,971,337</u>
Total contributions	<u>31,865,637</u>	<u>29,829,848</u>
Loan administrative fees	13,619	13,923
Interest income on notes receivable from participants (loans)	<u>200,066</u>	<u>181,737</u>
Total additions, net of investment loss	<u>17,249,461</u>	<u>89,431,602</u>
DEDUCTIONS:		
Benefits paid to participants	22,790,246	19,761,846
Administrative expenses	298,700	232,651
Notes receivable from participants declared taxable distributions	<u>366,605</u>	<u>324,394</u>
Total deductions	<u>23,455,551</u>	<u>20,318,891</u>
CHANGE IN FUNDS RESTRICTED FOR THE PURCHASE OF FIDUCIARY INSURANCE		
Net increase (decrease)	<u>51</u>	<u>84</u>
Net increase (decrease)	(6,206,039)	69,112,795
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of period	<u>552,401,084</u>	<u>483,288,289</u>
End of period	<u><u>\$546,195,045</u></u>	<u><u>\$552,401,084</u></u>

See notes to financial statements and Independent Auditors' Report.

THRIFT SAVINGS FUND
NOTES TO FINANCIAL STATEMENTS
FOR YEARS ENDED DECEMBER 31, 2018 AND 2017

1. PLAN DESCRIPTION

The following description is provided for general information purposes. Participants should refer to the *Summary of the Thrift Savings Plan*, www.tsp.gov, and applicable legislation and regulations for more complete information.

General—The Thrift Savings Plan (the Plan or the TSP) is a retirement savings and investment plan for Federal employees and members of the uniformed services. It was authorized by the United States Congress in the Federal Employees' Retirement System Act of 1986 (FERSA). The Plan provides Federal employees and members of the uniformed services with a savings and tax benefit similar to what many private sector employers offer their employees under 401(k) plans. The Plan was primarily designed to be a key part of the retirement package (along with a basic annuity benefit and Social Security) for employees who are covered by the Federal Employees' Retirement System (FERS).

The Plan is administered by an independent Government agency, the Federal Retirement Thrift Investment Board (the Agency), which is charged with operating the Plan prudently and solely in the interest of the participants and their beneficiaries. Assets of the Plan are maintained in the Thrift Savings Fund (the Fund).

Federal employees, who are covered under FERS, the Civil Service Retirement System (CSRS), or equivalent retirement systems (as provided by statute) and members of the uniformed services, who are covered under the Blended Retirement System (BRS), or the legacy uniformed services retirement system, are eligible to join the Plan immediately upon hire. Generally, FERS employees are those employees hired on or after January 1, 1984, while CSRS employees are employees hired before January 1, 1984, who have not elected to convert to FERS. BRS participants are members of the uniformed services who first entered the uniformed services on or after January 1, 2018. Members covered under the legacy uniformed services retirement system were hired before January 1, 2018, with an opportunity for certain members, based on years of service, to elect coverage under BRS. Each group has different rules that govern contributions. As of December 31, 2018, there were approximately 5.5 million participants in the Plan, with approximately 3.3 million contributing through payroll deductions. As of December 31, 2017, there were approximately 5.2 million participants in the Plan, with approximately 3.1 million contributing through payroll deductions.

Contributions—The Plan is a defined contribution plan and, as such, the law specifies how much an employee may contribute and how much the employing agency must contribute to each FERS employee's or BRS member's account. No participant under age 50 may contribute more than the Internal Revenue Service (IRS) elective deferral limit of \$18,500 in 2018 and \$18,000 in 2017.¹ Participants age 50 and older who are already contributing the maximum amount of contributions for which they are eligible may make supplemental tax-deferred catch-up contributions (up to \$6,000 in both 2018 and 2017) from their basic pay. FERS and eligible BRS participants are entitled to receive agency matching contributions on the first 5 percent of basic pay that they contribute each pay period, according to a formula prescribed by FERSA (5 United States Code (U.S.C.)

¹ Members of the uniformed services who are serving in a combat zone earn tax-exempt pay. Contributions from tax-exempt pay do not count towards this elective deferral limit.

§ 8432(c)).² For FERS and eligible BRS participants, their employing agencies also contribute an agency automatic contribution equal to 1 percent of the employee's or member's basic pay each pay period, as prescribed by FERSA (5 U.S.C. § 8432(c)).³ Uniformed services members may also contribute up to 100% of designated special pay, incentive pay, and bonuses. These contributions are not eligible for matching contributions. The Federal Government or uniformed services does not match amounts contributed by CSRS employees or uniformed services members in the legacy retirement system.³ Civilian Federal Agencies and the uniformed services are required to automatically enroll newly hired (and rehired) eligible employees or members unless the employee or member makes an affirmative election not to participate in the Plan or to participate at other than the default rate of three percent.⁴

Participants may also transfer funds from traditional individual retirement accounts (IRAs) or other eligible employer plans into the Plan. The Plan also allows qualified Roth contributions and transfers from qualified Roth plans.

Investments—Pursuant to FERSA (5 U.S.C. § 8438), Plan participants are offered five investment funds: the Government Securities Investment Fund (G Fund), the Fixed Income Index Investment Fund (F Fund), the Common Stock Index Investment Fund (C Fund), the Small Capitalization Stock Index Investment Fund (S Fund), and the International Stock Index Investment Fund (I Fund). The Agency has contracted with BlackRock to act as investment manager, custodian and securities lending agent for the F, C, S, and I Fund accounts.

The TSP Lifecycle Funds are asset allocation portfolios that use the Plan's existing investment funds and target the mix based on the time horizon when the participant intends to withdraw the funds. As described in the TSP L Funds Information Sheet on the TSP website (www.tsp.gov), the L2020 Fund, the L2030 Fund and the L2040 Fund are designed for participants who will withdraw their accounts five years before or after the year in the title of the account. The L Income Fund was designed to produce current income for the participants who are already receiving money from their accounts through monthly payments. The L2050 Fund is designed for participants who will withdraw their accounts in 2045 or later. The asset allocations are based on economic assumptions regarding future investment returns, inflation, economic growth, and interest rates. These asset allocations are adjusted quarterly, moving to a more conservative mix over time. Between quarterly adjustments, the asset allocations of each fund are maintained through daily rebalancing to that fund's target allocation. With the help of an investment consultant, the Agency reviews the assumptions underlying the asset allocations regularly and typically on an annual basis.

Participants may allocate any portion of their contributions among the five individual investment funds and the five TSP Lifecycle Funds. Also, participants may reallocate their account balances among the individual investment funds and the TSP Lifecycle Funds through the interfund transfer process. In order to curb frequent trading and its associated costs to all TSP participants, the Agency restricts the number of interfund transfers a participant can make per month. The first two interfund transfers per calendar month are

² BRS participants who first entered service on or after January 1, 2018, are eligible to receive matching contributions after 2 years of service. BRS participants who first entered service on December 31, 2017, or earlier and opted into the BRS are immediately eligible to receive matching contributions.

³ BRS participants who first entered service on or after January 1, 2018, are eligible to receive the government automatic contribution after 60 days of service. The Department of the Army ran a small test matching program for soldiers who agreed to enlist for five years or more. This program is no longer open to new soldiers. However, five soldiers who took part in the test program are still serving and receiving matching contributions.

⁴ Certain members of the uniformed services are also subject to annual automatic re-enrollment every January 1 if they have stopped making contributions in the previous calendar year.

unrestricted. After that, participants may move money only from the F, C, S, and I Funds and the TSP Lifecycle Funds to the G Fund.

Vesting—Plan participants are immediately vested in all of their own contributions and attributable earnings. Participants are also immediately vested in any agency matching contributions and attributable earnings. In order to be vested in the agency automatic (1%) contributions, a FERS employee must have either 2 or 3 years of service and a BRS participant must have 2 years of service as described in section 8432(g) of FERSA. FERS and BRS employees who are not vested and who separate from the Federal Government forfeit all agency automatic contributions and attributable earnings.⁵

Forfeitures—Forfeited funds, consisting primarily of statutory forfeitures (pursuant to 5 U.S.C. §8432(g)) and agency contributions forfeited due to retirement coverage corrections, the majority of which are made under the Federal Erroneous Retirement Coverage Correction Act (FERCCA), totaled \$41,764,124 and \$48,140,043 for the twelve month period ended December 31, 2018 and 2017, respectively. Under FERCCA, when a participant's retirement coverage is corrected from FERS to CSRS, any excess agency contributions are forfeited to the Plan. All forfeitures are used by the Plan to offset accrued administrative expenses. If the forfeited funds (along with participant loan fees) are not sufficient to meet all administrative expenses, earnings on investments are then charged.

Individual Accounts—An individual account is maintained for each Plan participant. As applicable, each participant's account is credited with the participant's contributions, agency automatic and matching contributions, and loan repayments and charged with loans and withdrawals. The value of the participant's account reflects the number of shares and the daily share prices of the funds in which the participant is invested. Administrative expenses are a component of the share price calculation. The benefit to which a participant is entitled is the amount of the participant's vested account balance.

Notes Receivable From Participants (loans)—Participants may apply for loans from their accounts. There are two types of Plan loans: general purpose and residential. General purpose loans can be obtained for any purpose, with a repayment period from 1 to 5 years. Residential loans can be obtained for the purpose of purchasing a primary residence, with a repayment period from 1 to 15 years. Participant loans may only be taken from participant contributions and attributable earnings. The minimum loan amount is \$1,000 and the maximum loan amount is \$50,000. A \$50 fee is deducted from the proceeds of the loan. During the twelve month period ended December 31, 2018 and 2017, loan fees of \$13,619,000 and \$13,923,000, respectively were used to offset administrative expenses.

The interest rate for loans is the G Fund rate at the time the loan agreement is issued. The rate is fixed at this level for the life of each loan. Participant loans are valued at their unpaid balances. Interest earned on loans is allocated to the participant account as loan payments are made to that account.

By IRS regulation, the Agency must identify each calendar quarter any participant loan that is in default. The participant then has until the end of the following calendar quarter to pay the overdue amount. If not paid, a taxable distribution of the unpaid loan balance, plus accrued interest, will be declared. Taxable loan distributions also occur when a participant separates from service and does not repay an outstanding loan balance. Participants should refer to the booklet, *TSP Loans*, for more information.

Payment of Benefits—After leaving service, participants may leave their money in the TSP. If they choose to withdraw their money, they may elect benefit withdrawals in the form of a partial withdrawal or they may choose a full withdrawal as a single payment, a series of monthly payments, or a life annuity. Participants may choose to combine any two or all three of the available full withdrawal options. Participants should refer to the booklet, *Withdrawing Your TSP Account After Leaving Federal Service*, for more complete information.

⁵ Civilian and military service cannot be combined to meet the vesting requirements.

Participants should refer to the booklet, *TSP In-Service Withdrawals*, for information on withdrawal options while employed in Federal service.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting—The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America. Revenue is recognized when earned and expenses are recognized when incurred. Benefits and participant loans payable for the last three trade dates of each month are recorded when withdrawn from participants' accounts.

Investments—All investments are stated at fair value, based upon the quoted market values of the underlying securities at the end of each period. The Agency invests in (or redeems from) the Thrift Savings Fund investment funds each business day. Purchases and sales of securities are recorded on a trade-date basis.

The Plan offers its participants various investment funds that are exposed to different types and amounts of risk, including interest rate, credit, and market risk. Except for the G Fund, which is invested in a way to avoid losses, depending upon each fund's individual risk profile, the funds can be expected to experience volatility over time, thus affecting the fund balances from one period to the next.

During the twelve-month period ended December 31, 2018 and December 31, 2017, the Plan's investment funds consisted of the following (objectives of the investment funds are described in the various TSP Fund Information Sheets, available on www.tsp.gov):

The G Fund invests in short-term nonmarketable U.S. Treasury securities specially issued to the Thrift Savings Plan. By law, all investments in the G Fund earned interest at a rate that is equal to the weighted average yield on outstanding U.S. Treasury marketable securities with 4 or more years to maturity. The interest rate is set every month based on the data as of the last business day of the previous month. As of December 31, 2018 and December 30, 2017, the G Fund fair value was \$253.4 billion and \$220.4 billion, respectively.

The F Fund invests in a separate account that is passively managed and tracks the Bloomberg Barclays U.S. Aggregate Bond Index. The F Fund uses sampling to attempt to replicate the characteristics of the index. As of December 31, 2018, the separate account held \$27.6 billion of securities. As of December 31, 2017, the separate account held \$28.3 billion of securities.

The C Fund invests in a separate account that is passively managed and tracks the S&P 500 Index. The C Fund separate account holds stocks of all the companies represented in the S&P 500 Index in virtually the same weights as they are represented in the S&P 500 Index. As of December 31, 2018, the separate account held \$177.5 billion of securities. As of December 31, 2017, the separate account held \$193.8 billion of securities.

The S Fund invests in a separate account that is passively managed and tracks the Dow Jones U.S. Completion Total Stock Market Index by holding most of the stocks with larger capitalizations in virtually the same weights as they are represented in the index and by holding a representative sample of the remaining stocks in the index. As of December 31, 2018, the separate account held \$59.7 billion of securities. As of December 31, 2017, the separate account held \$67.6 billion of securities.

The I Fund invests in a separate account that is passively managed and tracks the MSCI EAFE Index. As of December 31, 2018, the separate account held \$40.7 billion of securities. As of December 31, 2017, the separate account held \$47.2 billion of securities.

Fair Market Valuations—The Plan's agent, BlackRock, follows the FASB's ASC 820-10, which provides a comprehensive framework for measuring fair value and expands disclosures which are required about fair value measurements. Specifically, FASB ASC 820-10 sets forth a definition of fair value and establishes a hierarchy prioritizing the inputs to valuation techniques.

Under FASB ASC 820-10, the fair value hierarchy prioritizes inputs to valuation techniques used to measure fair value into three broad levels: Level I, Level II, and Level III. Inputs may be based on independent market data (“observable inputs”) or they may be internally developed (“unobservable inputs”). The hierarchy gives the highest priority to quoted prices in active markets for identical assets (Level I) and the lowest priority to unobservable inputs (Level III).

An “independent market quotation” for a security or other asset is defined as a quoted price in an active market for an identical security or asset (a “Level I Price”).

As a general principle, the current “fair market value” of a security or other asset is the amount that a Fund might reasonably expect to: (i) receive upon the sale of the security or asset; or (ii) pay to transfer the liability associated with the security or asset in an orderly transaction between market participants on the date on which the security or asset is being valued. In the event that a Level I Price is not based on a quoted market price for a given type of security or asset, the fair value of the security or other asset is determined by using pricing inputs that are either directly or indirectly observable on the valuation date for the security or asset, which may include the use of models or other valuation methodologies (a “Level II Price”).

Level I Prices and Level II Prices are provided by broker dealers or by pricing providers, services, and vendors (together, “pricing sources”) approved by the BlackRock Global Valuation Committee or its delegates. The pricing sources approved by the BlackRock Global Valuation Committee vary according to security or asset type and include, but are not limited to, Thomson Reuters, FTSE TMX (formerly PC-Bond/DEX), Bloomberg, ICE Data Services (formerly Interactive Data/Standard and Poor’s Securities Evaluation Service) and IHS Markit.

The separate accounts have a readily determinable fair value as these securities transact on a daily basis without restrictions. The readily determinable fair value is used to determine net asset value per share. The net asset value is based upon the fair value of the underlying investments.

The table at Appendix 1 sets forth by level, within the fair value hierarchy and at net asset value, the Plan’s assets at fair value as of December 31, 2018 and December 31, 2017.

The F Fund, C Fund, S Fund, and I Fund include temporary investments in the same U.S. Treasury securities held by the G Fund pending daily purchase of shares in their respective index funds and to cover liquidity needs, such as loans and withdrawals from the Thrift Savings Fund.

The separate accounts incurred an investment fees payable to the investment manager for the separate account program management for the prior twelve months as follows: the F Fund (\$4.4 million and \$4.6 million as of December 31, 2018 and 2017, respectively), the C Fund (\$2.9 million and \$2.8 million as of December 31, 2018 and 2017, respectively), the S Fund (\$14.9 million and \$16.4 million as of December 31, 2018 and 2017, respectively) and I Fund (\$4.6 million and \$4.3 million as of December 31, 2018 and 2017, respectively). To the extent contemplated by the fund guidelines, the separate accounts in which the C, S, and I Funds are invested may invest in futures contracts and other derivatives. As part of the investment strategies, derivative instruments may be used to provide liquidity for daily investments or to manage currency, interest, and other exposures.

The F, C, S, and I Funds also participate in securities lending activities, under agreements between BlackRock and third parties to lend debt and equity securities in exchange for collateral. The collateral received, which is required to equal 102% of the value of the domestic securities lent and 105% of the value of international securities, is marked to market each day, and may be invested in cash collateral funds managed by BlackRock, which in turn invest in money market securities and instruments. A portion of the cash collateral for securities lending by the F,C,S, and I Funds (\$23.0 billion and \$15.0 billion as of December 31, 2018 and 2017, respectively), is invested in the G Fund, and is shown on the Statement of Net Assets as “Investments” and the corresponding cash collateral payable.

A major source of risk in any securities lending program is that the securities and instruments in which the cash collateral received (against security loans) is invested may decline in value. BlackRock’s responsibilities

include performing appropriate borrower and collateral investment credit analysis, demanding adequate types and levels of collateral and complying with applicable Department of Labor and Federal Financial Institutions Examiner Council standards regarding securities lending.

The tables at Appendix 2 show how the participants' account balances in the various investment options are allocated among the core TSP Funds as of December 31, 2018, and 2017, respectively.

Securities Lending Income—Securities lending income represents the income earned from the investment of the cash collateral, net of rebates paid to, or fees paid by, borrowers and less the fees paid to the securities lending agent. During the term of the loan, the Fund earns dividend or interest income on the securities loaned but does not receive interest income on any securities received as collateral. Loans of securities are terminable at any time and the borrower, after notice, is required to return borrowed securities within the standard time period for settlement of securities transactions. In the event that the borrower defaults on its obligation to return borrowed securities because of insolvency or for any other reason, the Fund could experience delays and costs in gaining access to the collateral. The Fund also could suffer a loss if the value of an investment purchased with cash collateral falls below the market value of loaned securities or if the value of an investment purchased with cash collateral falls below the value of the original cash collateral received.

Fixed Assets—All fixed assets were recorded at cost and are depreciated on a straight-line basis over their estimated useful lives, which range as follows:

Furniture and Equipment	3 to 10 years
Leasehold Improvements	10 years
Data Processing Software	3 to 10 years

During the twelve-month period ended December 31, 2018 and 2017, depreciation and amortization expense was approximately \$3.2 million and \$3.7 million, respectively.

Earnings Allocation—Net earnings are used to calculate the daily share price of each investment fund as defined in regulations issued by the Agency (5 Code of Federal Regulations (CFR) Part 1645).

Contributions Receivable—Contributions receivable are estimated as the amount of contributions recorded through the first 2 weeks of the month following the date of the financial statements and represent both participant and employer portions of contributions.

Estimates—The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein, and the disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Thrift Savings Plan Enhancement Act of 2009—On June 22, 2009, the Thrift Savings Plan Enhancement Act (the Act or P.L. 111-31) was signed into law. The Act provides for immediate agency automatic (1%) and matching contributions for FERS employees (implemented in August 2009). The Act also requires civilian Federal agencies to automatically enroll newly hired (and rehired) eligible employees unless the employee makes an affirmative election not to participate in the Fund or elect a deferral rate other than the deferral rate of 3 percent (implemented in August 2010). The Act also allows the Agency to establish accounts for the surviving spouses of TSP participants (implemented December 2010). In addition, the Act also gives the Federal Retirement Thrift Investment Board the authority to establish a qualified Roth contribution program (implemented in May 2012) and the authority to establish a mutual fund window.

TSP Modernization Act of 2017 – On November 17, 2017, the TSP Modernization Act (the Act or P.L. 115-84) was signed into law. The Act liberalizes the current statutory withdrawal options available to TSP participants and eliminates the current requirement for TSP participants to make an election for a full

distribution of their account at age 70 ½. Work has begun to implement this Act; the Act requires full implementation by November 17, 2019.

3. INCOME TAX STATUS

FERSA (5 U.S.C. § 8440(a)(1)) states that the Thrift Savings Fund shall be treated as a trust described in section 401(a) of the Internal Revenue Code (I.R.C. or Code), which is exempt from taxation under section 501(a) of the Code. This status was reaffirmed in the Tax Reform Act of 1986, Section 1147 (codified at I.R.C. § 7701(j)). It is not necessary for the Plan to apply for a tax status determination letter as it is qualified by statute.

4. COMMITMENTS AND CONTINGENCIES

The Agency has contracted with Science Applications International Corporation (SAIC) to provide a broad range of IT and IT-related recordkeeping support services, including program management and cross functional services, infrastructure and operations (data center, data network, service desk, voice network, end user services), application services, and recordkeeping. During the twelve-month period ended December 31, 2018 and 2017, the cost of all recordkeeping systems and operations support is approximately \$191.5 million and \$126.5 million, respectively.

The Agency has contracted with Serco to provide a contact center in Virginia and with RA Outdoors, LLC to provide a contact center in Maryland and Texas. During the twelve-month period ended December 31, 2018 and 2017, the cost of the Serco contact center contract is approximately \$33.3 million and \$28.1 million, respectively. During the twelve-month period ended December 31, 2018 and 2017, the cost of the RA Outdoors, LLC contract is approximately \$16.7 million and \$8.0 million, respectively.

The Agency leases the office space it occupies in Washington, DC and the call center space in Virginia.

The current Washington, DC operating lease ends September 2026. Monthly base rental payments under the current lease range from approximately \$397,212 to \$488,214. The Agency subleases office space in the same building it occupies in Washington, D.C. The current subleases end March 2023. Monthly base rental payments under the current subleases range from approximately \$350,733 to \$392,973.

The call center operating lease in Virginia has monthly base rental payments of \$12,548.

Future minimum lease commitments (through calendar year 2026) under the operating leases are:

Calendar Year	Amount
2019	\$9,398,581
2020	9,553,708
2021	9,859,794
2022	10,128,888
Thereafter	<u>22,368,586</u>
Total	<u>\$61,309,557</u>

Rent expense is recorded on a straight-line basis over the lease terms. During the twelve-month period ended December 31, 2018 and 2017 rent expense under the leases was approximately \$9.4 million and \$6.9 million, respectively.

5. FIDUCIARY INSURANCE

FERSA (5 U.S.C. § 8479(b)(1)) provides that the Executive Director may assess Federal agencies for the purpose of buying fiduciary insurance. The Agency's Executive Director exercised this authority in 1987 and required agencies to submit an amount equal to 1 percent of their agency automatic contributions. Such sums were collected during 1987 and 1988 and are invested to the extent not currently required to purchase fiduciary

insurance. In February 1988, the Executive Director instructed agencies to discontinue the 1 percent fiduciary insurance contributions. The balance of funds available for the purchase of fiduciary insurance as of December 31, 2018 and 2017 was \$3,561,594 and \$3,612,764, respectively. These funds are invested in the same securities held by the G Fund and are included in total investments on the accompanying statements of net assets available for benefits, with a corresponding reduction in the net assets available for benefits. By statute, such amounts cannot be allocated to participants' accounts. The Agency has determined that the current insurance reserve is adequate to fund coverage needs for the foreseeable future.

6. SUBSEQUENT EVENTS

Agency management evaluated subsequent events through April 17, 2019, the date the financial statements were available to be issued. Events or transactions occurring after December 31, 2018 but prior to April 17, 2019, that provided additional evidence about conditions that existed at December 31, 2018, have been recognized in the financial statements for the twelve-month period ending December 31, 2018. Events or transactions that provided evidence about conditions that did not exist at December 31, 2018, but arose before the financial statements were available to be issued, have not been recognized in the financial statements for the twelve-month period ended December 31, 2018.

Appendix 1

Fair Value Measurements as of December 31, 2018				
(in thousands)				
	Quoted Prices in Active Markets for Identical Assets	Significant Other Observable Inputs	Significant Unobservable Inputs	
Description	(Level 1)	(Level 2)	(Level 3)	Total
U.S. Government Securities Investment Account	\$253,356,456	\$ -	\$ -	\$253,356,456
TSP F Fund – U.S. Debt Index Account	-	27,635,348	-	27,635,348
TSP C Fund - Equity Index Account	-	177,548,440	-	177,548,440
TSP S Fund- Extended Equity Index Account	-	59,698,026	-	59,698,026
TSP I Fund- EAFE Equity Index Account	-	40,692,868	-	40,692,868
Total assets at fair value	\$253,356,456	\$305,574,682	\$ -	\$558,931,138

Fair Value Measurements as of December 31, 2017				
(in thousands)				
	Quoted Prices in Active Markets for Identical Assets	Significant Other Observable Inputs	Significant Unobservable Inputs	
Description	(Level 1)	(Level 2)	(Level 3)	Total
U.S. Government Securities Investment Account	\$220,422,873	\$ -	\$ -	\$220,422,873
TSP F Fund – U.S. Debt Index Account	-	28,286,180	-	28,286,180
TSP C Fund - Equity Index Account	-	193,825,423	-	193,825,423
TSP S Fund- Extended Equity Index Account	-	67,640,939	-	67,640,939
TSP I Fund- EAFE Equity Index Account	-	47,226,007	-	47,226,007
Total assets at fair value	\$220,422,873	\$336,978,549	\$ -	\$557,401,422

Appendix 2

Investment Summary by Fund as of December 31, 2018 (in thousands)						
Investment Options	G Fund Investment	F Fund Investment	C Fund Investment	S Fund Investment	I Fund Investment	Total
G Fund	\$188,385,889	-	-	-	-	\$188,385,889
F Fund	-	\$20,200,611	-	-	-	20,200,611
C Fund	-	-	\$144,773,331	-	-	144,773,331
S Fund	-	-	-	\$50,064,889	-	50,064,889
I Fund	-	-	-	-	\$22,600,852	22,600,852
L Income	6,514,146	529,303	994,157	248,726	530,343	8,816,675
L 2020	16,760,554	1,688,948	4,533,578	1,181,115	2,438,468	26,602,663
L 2030	11,135,932	2,342,999	11,170,949	3,167,305	6,120,053	33,937,238
L 2040	5,551,097	1,945,570	10,304,253	3,128,653	5,733,664	26,663,237
L 2050	1,490,290	922,827	5,741,763	1,882,469	3,254,147	13,291,496
Differences (*)	23,518,548	5,090	30,409	24,869	15,341	23,594,257
Statement of Net Assets	<u>\$253,356,456</u>	<u>\$27,635,348</u>	<u>\$177,548,440</u>	<u>\$59,698,026</u>	<u>\$40,692,868</u>	<u>\$558,931,138</u>

(*) Differences are a result of timing differences, including investment transactions not settled as of December 31, 2018. These differences may not be allocated down to the L Funds until the following business day. The differences in the G Fund is largely due to the securities lending program for the F, C, S and I Funds.

Investment Summary by Fund as of December 31, 2017 (in thousands)						
Investment Options	G Fund Investment	F Fund Investment	C Fund Investment	S Fund Investment	I Fund Investment	Total
G Fund	\$165,419,304	-	-	-	-	\$165,419,304
F Fund	-	\$21,384,382	-	-	-	21,384,382
C Fund	-	-	\$160,525,412	-	-	160,525,412
S Fund	-	-	-	\$57,823,445	-	57,823,445
I Fund	-	-	-	-	\$28,583,842	28,583,842
L Income	6,286,902	510,336	946,484	236,244	511,530	8,491,496
L 2020	15,716,705	1,769,752	5,537,964	1,457,486	3,025,559	27,507,466
L 2030	10,781,965	2,188,642	11,279,419	3,211,335	6,269,322	33,730,683
L 2040	5,488,384	1,763,205	10,315,259	3,154,651	5,827,898	26,549,397
L 2050	1,381,324	677,126	5,168,558	1,701,160	2,972,186	11,900,354
Differences (*)	15,348,289	(7,263)	52,327	56,618	35,670	15,485,641
Statement of Net Assets	<u>\$220,422,873</u>	<u>\$28,286,180</u>	<u>\$193,825,423</u>	<u>\$67,640,939</u>	<u>\$47,226,007</u>	<u>\$557,401,422</u>

(*) Differences are a result of timing differences, including investment transactions not settled as of December 31, 2017. These differences may not be allocated down to the L Funds until the following business day. The differences in the G Fund is largely due to the securities lending program for the F, C, S and I Funds.

This information is an integral part of the accompanying financial statements.