Financial Statements June 30, 2016



Combined Financial Statements and Supplemental Information

Year ended June 30, 2016

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Report of Independent Auditors

To the Trustees of

New Jersey Better Educational Savings Trust Program - Franklin Templeton Managed Investment Options

We have audited the accompanying combined financial statements, which are comprised of the combined statement of fiduciary net position of the New Jersey Better Educational Savings Trust Program - Franklin Templeton Managed Investment Options (the "Trust") as of June 30, 2016, and the related combined statement of changes in fiduciary net position for the year then ended, and the related notes to the combined financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity 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 of material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

Opinion

In our opinion, the combined financial statements referred to above present fairly, in all material respects, the combined financial position of the New Jersey Better Educational Savings Trust Program - Franklin Templeton Managed Investment Options at June 30, 2016, and the combined changes in fiduciary net position for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis on pages 4 through 9 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Government Accounting Standards Board, who considers it to be an essential part of the financial reporting for placing the basic financial statements in an appropriate operational, economic or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquires, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.



Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the combined financial statements as a whole. The Supplemental Information including the statement of each portfolio's fiduciary net position as of June 30, 2016, and the statement of changes in fiduciary net position indicated therein are presented for purposes of additional analysis and are not a required part of the combined financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the combined financial statements. The information has been subjected to the auditing procedures applied in the audit of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or to the combined financial statements themselves and other additional procedures, in accordance with auditing standards generally accepted in the United States. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the combined financial statements as a whole.

Ernst & Young LLP

October 17, 2016

Management's Discussion and Analysis (unaudited)

The New Jersey Better Educational Savings Trust Program ("Program") includes investment portfolios managed by the New Jersey Department of Treasury, Division of Investments for accounts open prior to March 17, 2003 and portfolios managed by Franklin Templeton Investments ("FTI") for accounts opened after March 17, 2003. The financial data for the Program for the year ended June 30, 2016 is contained in two separate audited financial reports: 1) the New Jersey Division of Investments Managed Investment Options and 2) the Franklin Templeton Managed Investments Options (the "Franklin Templeton Options").

These financial statements pertain solely to the Franklin Templeton Options and offer readers of the financial statements this discussion and analysis of the financial performance for the year ended June 30, 2016. Readers should consider the information presented in this section in conjunction with the combined financial statements and notes to combined financial statements. The Franklin Templeton Options consist of twenty six (26) investment portfolios (the "Portfolios") in which account owners ("Account Owners") may invest.

Overview of the Combined Financial Statements

The Franklin Templeton Options combined financial statements are prepared in accordance with the Government Accounting Standards Board Statement No. 34, Basic Financial Statements- and Management's Discussion and Analysis- for State and Local Governments, as amended.

The Combined Statement of Fiduciary Net Position presents information on the Franklin Templeton Options assets and liabilities, with the difference between the two reported as net position as of June 30, 2016. This statement, along with all of the Franklin Templeton Options combined financial statements, is prepared using the accrual basis of accounting. Contributions are recognized when enrollment in the Franklin Templeton Options are finalized; subsequent subscriptions and redemptions are recognized on trade date; expenses and liabilities are recognized when services are provided regardless of when cash is disbursed.

The Combined Statement of Changes in Fiduciary Net Position presents information showing how the Franklin Templeton Options assets changed during the most recent fiscal period. Changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will result in cash flows in future fiscal years.

The Notes to the Combined Financial Statements provide additional information that is essential to a full understanding of the data provided in the basic combined financial statements.

Management's Discussion and Analysis (unaudited) (continued)

Financial Analysis

The following are condensed Statements of Fiduciary Net Position as of June 30, 2016 and 2015:

	 2016	 2015
Investments	\$ 4,281,542,631	\$ 4,297,596,183
Cash	4,236,204	3,398,960
Receivables	3,622,336	3,105,756
Total Assets	 4,289,401,171	4,304,100,899
Payables	 7,234,338	6,829,124
Total Liabilities	 7,234,338	6,829,124
Total Net Position held in trust for Account Owners in the Program	\$ 4,282,166,833	\$ 4,297,271,775

Net position represents total contributions from Account Owners, plus the net increases (decreases) from operations, less withdrawals and expenses.

The investments in the twenty six (26) Portfolios of the Program comprise 99.8% of total assets. Other assets consist of cash, receivables for securities sold, receivables for shares sold and receivables for accrued income. Liabilities consist of payables for securities purchased, payables for shares redeemed and accrued expenses.

Management's Discussion and Analysis (unaudited) (continued)

Financial Analysis (continued)

The following are condensed Statements of Changes in Fiduciary Net Position for the years ended June 30, 2016 and 2015:

		2016	2015
Additions:	-		
Subscriptions	\$	1,187,551,701	\$ 1,327,926,334
Net increase resulting from operations		202,039,194	258,811,312
Total Additions		1,389,590,895	1,586,737,646
Deductions:			
Redemptions		1,064,376,890	1,147,028,156
Net decrease resulting from operations		340,318,947	204,349,696
Total Deductions		1,404,695,837	1,351,377,852
Changes in Net Position held in trust for Account			
Owners in the Program		(15,104,942)	235,359,794
Net position - beginning of year		4,297,271,775	4,061,911,981
Net position - end of year	\$	4,282,166,833	\$ 4,297,271,775

The Franklin Templeton Options received \$123.2 million in net contributions from Account Owners during the year ended June 30, 2016.

The Franklin Templeton Options earned \$81.7 million of investment income and incurred \$23.7 million of operating expenses during the year ended June 30, 2016.

Management's Discussion and Analysis (unaudited) (continued)

Financial Highlights

for the year ended June 30, 2016

	Class A ^{a,b}	Class B ^{a,b}	Class C ^{a,b}	Direct ^b
Franklin Growth Allocation				
Newborn - 8 Years 529 Portfolio Total return Expense ratio ^c	(4.79)% 0.50%	(5.48)% 1.25%	(5.48)% 1.25%	(4.38)% 0.10%
Age 9 - 12 Years 529 Portfolio Total return Expense ratio ^c	(3.74)% 0.50%	(4.43)% 1.25%	(4.45)% 1.25%	(3.33)% 0.10%
Age 13 - 16 Years 529 Portfolio Total return Expense ratio ^c	(2.84)% 0.50%	(3.55)% 1.25%	(3.54)% 1.25%	(2.45)% 0.10%
Age 17+ Years 529 Portfolio Total return Expense ratio ^c	(1.92)% 0.50%	(2.63)% 1.25%	(2.64)% 1.25%	(1.48)% 0.10%
Franklin Conservative Allocations				
Newborn - 8 Years 529 Portfolio Total return Expense ratio ^c	(3.21)% 0.50%	(3.91)% 1.25%	(3.98)% 1.25%	(2.80)% 0.10%
Age 9 - 12 Years 529 Portfolio Total return Expense ratio ^c	(1.74)% 0.50%	(2.44)% 1.25%	(2.45)% 1.25%	(1.33)% 0.10%
Age 13 - 16 Years 529 Portfolio Total return Expense ratio ^c	(0.86)% 0.50%	(1.61)% 1.25%	(1.61)% 1.25%	(0.59)% 0.10%
Age 17+ Years 529 Portfolio Total return Expense ratio ^c	(0.70)% 0.50%	(1.35)% 1.25%	(1.46)% 1.25%	(0.29)% 0.10%

^aTotal return does not reflect sales commissions or contingent deferred sales charges.

^bDoes not include expenses of the Underlying Funds in which the Portfolio invests.

^cExpense ratios are based on average net assets.

Management's Discussion and Analysis (unaudited) (continued)

Financial Highlights (continued)

for the year ended June 30, 2016

	Class A ^{a,b}	Class B ^{a,b}	Class C ^{a,b}	Direct ^b
Franklin Moderate Allocations				
Newborn - 8 Years 529 Portfolio				
Total return	(3.77)%	(4.44)%	(4.45)%	(3.38)%
Expense ratio ^c	0.50%	1.25%	1.25%	0.10%
Age 9 - 12 Years 529 Portfolio				
Total return	(2.78)%	(3.54)%	(3.53)%	(2.38)%
Expense ratio ^c	0.50%	1.25%	1.25%	0.10%
Age 13 - 16 Years 529 Portfolio				
Total return	(1.84)%	(2.63)%	(2.55)%	(1.50)%
Expense ratio ^c	0.50%	1.25%	1.25%	0.10%
Age 17+ Years 529 Portfolio				
Total return	(0.77)%	(1.51)%	(1.51)%	(0.34)%
Expense ratio ^c	0.50%	1.25%	1.25%	0.10%
Objective-Based Allocations				
Franklin Corefolio 529 Portfolio				
Total return	(5.26)%	(6.00)%	(5.96)%	(4.88)%
Expense ratio ^c	0.50%	1.25%	1.25%	0.10%
Franklin Founding Funds 529 Portfolio				
Total return	(4.85)%	(5.55)%	(5.55)%	-
Expense ratio ^c	0.50%	1.25%	1.25%	-
Franklin Growth Allocation 529 Portfolio		4	4	4
Total return	(4.80)%	(5.55)%	(5.56)%	(4.41)%
Expense ratio ^c	0.50%	1.25%	1.25%	0.10%
Franklin Growth & Income Allocation 529 Portfolio	()-((2 -2)	(= ==>=	(2 2 N 2)
Total return	(3.03)%	(3.73)%	(3.78)%	(2.61)%
Expense ratio ^c	0.50%	1.25%	1.25%	0.10%
Franklin Income Allocation 529 Portfolio	/0.0E\0;	(4.50)0((4.40)04	(0.07)01
Total return	(0.85)%	(1.50)%	(1.49)%	(0.37)%
Expense ratio ^c	0.50%	1.25%	1.25%	0.10%

^aTotal return does not reflect sales commissions or contingent deferred sales charges.

^bDoes not include expenses of the Underlying Funds in which the Portfolio invests.

^cExpense ratios are based on average net assets.

Management's Discussion and Analysis (unaudited) (continued)

Financial Highlights (continued)

for the year ended June 30, 2016

	Class A ^{a,b}	Class B ^{a,b}	Class C ^{a,b}	Direct ^b
Individual Portfolios				
Franklin Growth 529 Portfolio				
Total return	(0.11)%	(0.86)%	(0.88)%	-
Expense ratio ^c	0.50%	1.25%	1.25%	-
Franklin Income 529 Portfolio				
Total return	(1.45)%	(2.14)%	(2.15)%	-
Expense ratio ^c	0.50%	1.25%	1.25%	-
Franklin Small-Mid Cap Growth 529 Portfolio				
Total return	(9.27)%	(9.99)%	(9.97)%	-
Expense ratio ^c	0.50%	1.25%	1.25%	-
Franklin Mutual Shares 529 Portfolio	45	4		
Total return	(2.53)%	(3.29)%	(3.27)%	-
Expense ratio ^c	0.50%	1.25%	1.25%	-
S&P 500 Index 529 Portfolio				
Total return	3.32%	2.52%	2.57%	3.73%
Expense ratio ^c	0.50%	1.25%	1.25%	0.10%
Templeton Growth 529 Portfolio	(40.47)0/	(44.40)0/	(44.40)0/	
Total return	(10.47)%	(11.18)%	(11.12)%	-
Expense ratio ^c	0.50%	1.25%	1.25%	-
Franklin Mutual Global Discovery 529 Portfolio	(0.4.4)0/		(0.04)0/	
Total return	(6.14)%	-	(6.84)%	-
Expense ratio ^c	0.50%	-	1.25%	-
Templeton Global Bond 529 Portfolio Total return	(4.70)0/		/F FC\0/	
	(4.70)%	-	(5.56)%	-
Expense ratio ^c	0.50%	-	1.25%	-
Franklin U.S. Government Money 529 Portfolio Total return	0.00%	0.00%	0.00%	0.00%
Expense ratio ^c	0.00%	0.00%	0.00%	0.00%
Expondo ratio	0.0076	0.0076	0.0070	0.0070

^aTotal return does not reflect sales commissions or contingent deferred sales charges.

^bDoes not include expenses of the Underlying Funds in which the Portfolio invests.

^cExpense ratios are based on average net assets.

Combined Financial Statements

Combined Statement of Fiduciary Net Position June 30, 2016

Assets:	
Cash	\$ 4,236,204
Investments, at fair value (Cost: \$4,285,778,775)	4,281,542,631
Dividends receivable	75,258
Receivable from investment securities sold	700,000
Receivable for shares sold	2,847,078
Total assets	4,289,401,171
Liabilities:	
Accrued expenses	3,575,608
Payable for investment securities purchased	2,041,589
Payable for shares redeemed	1,617,141
Total liabilities	7,234,338
Fiduciary Net Position held in trust for Account Owners in the Program	\$ 4,282,166,833

Combined Financial Statements (continued)

Combined Statement of Changes in Fiduciary Net Position for the year ended June 30, 2016

Additions:	
Subscriptions	\$ 1,187,551,701
Increase from investment enerations:	
Increase from investment operations: Dividend income	81,665,699
Net Realized gain from sales of Underlying Funds	5,897,990
Net Realized gain on distributions by Underlying Funds	111,552,622
Net change in unrealized appreciation on investments in Underlying Funds	2,922,883
Net increase in net position resulting from operations	 202,039,194
Total Additions	1,389,590,895
	 , , ,
Deductions:	
Redemptions	1,064,376,890
Decrease from investment operations:	
Net Realized loss from sales of Underlying Funds	8,725,212
Net change in unrealized depreciation on investments in Underlying Funds	307,889,421
Program management fees (Note 2)	8,719,201
Sales fees (Note 2)	14,985,113
Net decrease in net position resulting from operations	 340,318,947
Total Deductions	1,404,695,837
Changes in Fiduciary Net Position held in trust for Account Owners in the Program	(15,104,942)
Fiduciary Net Position - beginning of year	4,297,271,775
Fiduciary Net Position - end of year	\$ 4,282,166,833
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Notes to Combined Financial Statements

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

The State of New Jersey (the "State") established the New Jersey Better Educational Savings Trust Program (the "Program") to allow Account Owners and beneficiaries under the Program to qualify for federal tax benefits as participants in a qualified tuition program under Section 529 of the Internal Revenue Code of 1986, as amended. The New Jersey Higher Education Student Assistance Authority ("HESAA") is responsible for establishing and maintaining the Program on behalf of the State. HESAA serves as a trustee of the Program, administers the Program and is authorized to establish investment policies, select investment managers and the Program Manager, and adopt regulations and provide for the performance of other functions necessary for the operation of the Program.

Pursuant to a service agreement, Franklin Templeton Distributors, Inc. ("FTDI"), a wholly-owned subsidiary of Franklin Resources, Inc., serves as the Program Manager. FTDI provides, directly or through affiliates, certain distribution, investment management and administrative services relating to the Program. Franklin Mutual Advisers, LLC. ("Franklin Templeton"), an affiliate of FTDI, serves as the Investment Manager for the Program.

The Program is a private-purpose trust fund, which is a type of fiduciary fund. Fiduciary funds are used to report assets held in a trustee or agency capacity for others and therefore cannot be used to support a government's own programs. Revenues are mainly derived from investment income. Because the Program is a fiduciary fund, the Programs combined financial statements are prepared using the flow of economic resources measurement focus and the accrual basis of accounting in conformity with U.S. Generally Accepted Accounting Principles (U.S. GAAP) as prescribed by the Governmental Accounting Standards Board (GASB). Under this method of accounting, revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows.

These combined financial statements provide the combined financial results of the Franklin Templeton Managed Investment Options (the "Portfolios") offered to Account Owners under the plan names: NJBEST 529 College Savings Plan, and Franklin Templeton 529 College Savings Plan ("Plans"). The supplemental information provides the financial results of the individual Portfolios.

Under the Plans, an Account Owner establishes an Account in the name of a Beneficiary and may elect to allocate contributions among the Portfolios of the three types of investment options, known as the Franklin Asset Allocations, Objective-Based Allocations, and Individual Portfolios. Within each Franklin Asset Allocations (Growth, Conservative or Moderate), contributions are allocated among four age bands, based on the age of the Beneficiary. Each Franklin Asset Allocation Investment Option invests in certain Franklin/Templeton/Mutual Series Mutual Funds and/or Exchange Traded Funds (ETFs) ("the Underlying Funds") in varying percentages, as determined by HESAA. The Objective-Based Allocations portfolios each offer a distinctive investment strategy. The Individual Portfolios invest solely in a single Underlying Fund. The portfolios under these investment options, grouped by type, are as follows:

Notes to Combined Financial Statements (continued)

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

Franklin Growth Allocations
Newborn - 8 Years 529 Portfolio
Age 9 - 12 Years 529 Portfolio
Age 13 - 16 Years 529 Portfolio
Age 17+ Years 529 Portfolio

Franklin Conservative Allocations
Newborn - 8 Years 529 Portfolio
Age 9 - 12 Years 529 Portfolio
Age 13 - 16 Years 529 Portfolio
Age 17+ Years 529 Portfolio

Franklin Moderate Allocations
Newborn - 8 Years 529 Portfolio
Age 9 - 12 Years 529 Portfolio
Age 13 - 16 Years 529 Portfolio
Age 17+ Years 529 Portfolio

Objective-Based Allocations
Franklin Corefolio 529 Portfolio
Franklin Founding Funds 529 Portfolio
Franklin Growth Allocation 529 Portfolio
Franklin Growth & Income Allocation 529 Portfolio
Franklin Income Allocation 529 Portfolio

Individual Portfolios
Franklin Growth 529 Portfolio
Franklin Income 529 Portfolio
Franklin Small-Mid Cap Growth 529 Portfolio
Franklin Mutual Shares 529 Portfolio
S&P 500 Index 529 Portfolio
Templeton Growth 529 Portfolio
Franklin Mutual Global Discovery 529 Portfolio

Templeton Global Bond 529 Portfolio
*Franklin U.S. Government Money 529 Portfolio

The Franklin Growth, Moderate and Conservative Allocations and Objective-Based Allocations, excluding the Franklin Founding Funds 529 Portfolio, offer four classes of Trust Shares: Class A, Class B, Class C and Direct sold Trust Shares. Within the Individual Portfolios, the S&P 500 Index 529 Portfolio and the Franklin U.S. Government Money 529 Portfolio also offer four classes of Trust Shares. Franklin Mutual Global Discovery 529 Portfolio and Templeton Global Bond 529 Portfolio offer two classes: Class A and C. The remaining Individual Portfolios, as well as Franklin Founding Funds 529 Portfolio, offer three classes of shares: Class A, Class B and Class C shares. Each class of shares differs by its initial sales load, contingent deferred sales charges and annual asset-based sales fees.

The Direct sold Trust Shares class is only available to New Jersey residents who invest in the NJBEST 529 College Savings Plan without a financial advisor.

Effective April 1, 2012, the Program no longer offers Class B Shares, including to existing owners. Existing owners may exchange Class B Shares of any portfolio for Class B of any other portfolios to the extent permitted.

The following summarizes the Program's significant accounting policies.

a. Financial Instrument Valuation

The Portfolios' investments in financial instruments are carried at fair value daily. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date. The Portfolios calculate the net asset value (NAV) per share as of 4 p.m. Eastern time each day the New York Stock Exchange (NYSE) is open for trading. Investments in the open end mutual funds are valued at their closing NAV each trading day. Exchange traded funds (ETFs) listed on an exchange or on the NASDAQ National Market System are valued at the last quoted sale price or the official closing price of the day, respectively.

^{*}Effective November 1, 2015, Franklin Money 529 Portfolio was renamed to Franklin U.S. Government Money 529 Portfolio.

Notes to Combined Financial Statements (continued)

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

b. Income Tax

The Program is established to be a qualified tuition program under Section 529 of the Internal Revenue Code, which is exempt from federal and state income tax, and does not expect to have any unrelated business income subject to tax. Accordingly, no provision has been made for income taxes.

The Portfolios may recognize an income tax liability related to its uncertain tax positions under U.S. GAAP when the uncertain tax position has a less than 50% probability that it will be sustained upon examination by the tax authorities based on its technical merits. As of June 30, 2016, the Portfolios have determined that no tax liability is required in its combined financial statements related to uncertain tax positions for any open tax years (or expected to be taken on future tax returns). Open tax years are those that remain subject to examination and are based on each tax jurisdiction's statute of limitation.

c. Security Transactions, Investment Income, Expenses

Security transactions are accounted for on trade date. Realized gains and losses on security transactions are determined on an average cost basis. Estimated expenses are accrued daily. Dividend income and realized gain distributions by Underlying Funds are recorded on the ex-dividend date.

The Portfolios indirectly bear their proportionate share of expenses from the Underlying Funds and ETFs. Since the Underlying Funds and ETFs have varied expense levels and the Portfolios may own different proportions of the Underlying Funds and ETFs at different times, the amount of expenses incurred indirectly by the Portfolios will vary.

Realized and unrealized gains and losses and net investment income, not including class specific expenses, are allocated daily to each class of shares based upon the relative proportion of net assets of each class.

d. Accounting Estimates

The preparation of combined financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

e. Guarantees and Indemnifications

Under the Program's organizational documents, its trustee is indemnified by the Program against certain liabilities arising out of the performance of its duties to the Program. Additionally, in the normal course of business, the Program, on behalf of the Portfolios, enters into contracts with service providers that contain general indemnification clauses. The Program's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Program that have not yet occurred. Currently, the Program expects the risk of loss to be remote.

Notes to Combined Financial Statements (continued)

2. MANAGEMENT AGREEMENTS

The Portfolios pay an annual Program management fee based on the average daily net assets of each portfolio as follows:

	i otai Program
Investment Option	Management Fee
Class A, B, & C	0.25%
Direct Trust Shares	0.10%

The Program Manager and HESSA has set the current rate of the program management fee for the Franklin U.S. Government Money 529 Portfolio to zero for all share classes until further notice.

Except for the Franklin U.S. Government Money 529 Portfolio, the Portfolios pay an annual asset-based sales fee to FTDI of up to 0.25%, 1.00%, and 1.00% per year of their average daily net assets of Class A, Class B and Class C, respectively, for costs incurred in marketing of the Portfolios' shares.

Franklin Templeton Services, LLC ("FTS") an affiliate of FTDI provides accounting services for the Program. Franklin Templeton Investor Services, LLC, ("FTI"), an affiliate of FTDI and FTS performs transfer agency services for the Program. No fees are paid by the Portfolios for accounting or transfer agency services.

3. INVESTMENTS

As of June 30, 2016, net unrealized depreciation of portfolio investments was \$4,236,144 consisting of gross unrealized appreciation of \$185,165,171 and gross unrealized depreciation of \$189,401,316. The value of the investments comprise 99.8% of the Portfolios' total assets.

Purchases and sales of Portfolio securities (excluding short term securities) for the year ended June 30, 2016, aggregated \$721,353,442 and \$459,026,701, respectively.

For a list of each Portfolio's investments at June 30, 2016, please see the Statement of Fiduciary Net Position for each Portfolio in the Supplemental Information.

Notes to Combined Financial Statements (continued)

3. INVESTMENTS (continued)

As of June 30, 2016, the investments held by the Portfolios consist of the following:

<u> </u>	Units	Cost	Value
Open End Mutual Funds			
Franklin Flex Cap Growth Fund, Advisor Class	4,818,659	\$ 215,805,691	\$ 216,213,326
Franklin Growth Fund, Advisor Class	4,155,804	245,356,088	
Franklin Growth Opportunities Fund, Advisor Class	5,656,667	172,527,480	, ,
Franklin Income Fund, Advisor Class	118,471,592	271,070,310	
Franklin International Small Cap Growth Fund, Advisor Class	10,044,071	212,594,065	
Franklin Mutual European Fund, Class Z	9,452,276	197,682,038	, ,
Franklin Mutual Shares Fund, Class Z	17,610,596	418,707,751	
Franklin Rising Dividends Fund, Advisor Class	3,592,549	172,837,553	
Franklin Small-Mid Cap Growth Fund, Advisor Class	6,635,237	238,969,555	, ,
Franklin Strategic Income Fund, Advisor Class	13,960,811	141,054,144	
Franklin Total Return Fund, Advisor Class	20,417,255	204,002,247	, ,
Franklin U.S. Government Securities Fund, Advisor Class	40,886,251	270,562,386	
Franklin Utilities Fund, Advisor Class	5,582,026	85,570,576	
Mutual Global Discovery Fund, Class Z	319,385	10,327,766	, ,
Templeton Foreign Fund, Advisor Class	28,197,447	199,477,294	
Templeton Global Bond Fund, Advisor Class	34,732,357	439,181,665	
Templeton Growth Fund Inc., Advisor Class	8,961,430	191,853,699	, ,
Tompleton Crown and mor, haviour ordeo	0,001,100	101,000,000	100,100,001
Exchange Traded Funds			
Franklin Liberty Short Duration U.S. Government ETF	638,386	62,568,704	62,452,728
iShares Core S&P 500 ETF	744,800	143,088,609	156,929,360
Short Term Investment			
Institutional Fiduciary Trust Money Market Portfolio	392,541,154	392,541,154	392,541,154
		\$ 4,285,778,775	\$ 4,281,542,631

4. INVESTMENT RISKS

Certain investments are subject to a variety of investment risks based on the amount of risk in the Underlying Funds. GASB requires that entities disclose certain essential risk information about deposits and investments.

a. Credit Risk

Certain Underlying Funds invest in fixed-income securities. Investing in fixed-income securities may involve certain risks, including the credit quality of individual issuers, possible prepayments, market or economic developments and yields and share price fluctuations due to changes in interest rates. The Underlying Funds in which the Portfolios invest are not rated by any nationally recognized statistical rating organization.

Notes to Combined Financial Statements (continued)

4. INVESTMENT RISKS (continued)

b. Custodial Credit Risk

Custodial credit risk is the risk that in the event of a failure, the Portfolios' deposits and investments may not be returned. The Portfolios' investments consist of shares of the Underlying Funds, rather than individual securities and therefore are not subject to custodial credit risk under GASB Statement No. 40.

c. Interest Rate Risk

Interest rate risk is the risk that the value of investments will decrease as a result of a rise in interest rates. The exposure to interest rate risk is greater with Underlying Funds with longer average maturity. The Underlying Funds listed below have significant investments exposed to interest rate risk. At June 30, 2016, the average weighted maturities are as follows:

		Average Weighted
Investment	Value	Maturity
Open End Mutual Funds		
Franklin Income Fund, Advisor Class	\$ 255,898,641	7.0 years
Franklin Strategic Income Fund, Advisor Class	131,371,229	5.0 years
Franklin Total Return Fund, Advisor Class	203,151,688	7.5 years
Franklin U.S. Government Securities Fund, Advisor Class	261,263,144	4.0 years
Templeton Global Bond Fund, Advisor Class	393,170,272	3.3 years
Exchange Traded Funds		
Franklin Liberty Short Duration U.S. Government ETF	62,452,728	4.7 years

d. Foreign Currency Risk

Foreign currency risk is the risk that changes in exchange rates will adversely affect the fair value of investments in foreign securities. The Portfolios do not have any direct investment in foreign securities. Certain Portfolios allocate assets to underlying mutual funds that are exposed to foreign currency risk. At June 30, 2016, the value of investments in underlying mutual funds that invest in foreign denominated investments are as follows:

Investment	Value
Franklin Growth Fund, Advisor Class	\$ 309,690,512
Franklin International Small Cap Growth Fund, Advisor Class	172,255,821
Franklin Mutual European Fund, Class Z	169,101,224
Franklin Mutual Shares Fund, Class Z	477,247,149
Franklin Strategic Income Fund, Advisor Class	131,371,229
Mutual Global Discovery Fund, Class Z	9,402,697
Templeton Foreign Fund, Advisor Class	177,643,915
Templeton Global Bond Fund, Advisor Class	393,170,268
Templeton Growth Fund Inc., Advisor Class	190,430,382

Notes to Combined Financial Statements (continued)

5. FAIR VALUE MEASUREMENTS

The Program follows a fair value hierarchy that distinguishes between market data obtained from independent sources (observable inputs) and the Program's own market assumptions (unobservable inputs). These inputs are used in determining the value of the Program's financial instruments and are summarized in the following fair value hierarchy:

- Level 1 quoted prices in active markets for identical financial instruments
- Level 2 other significant observable inputs (including quoted prices for similar financial instruments, interest rates, prepayment speed, credit risk, etc.)
- Level 3 significant unobservable inputs (including the Program's own assumptions in determining the fair value of financial instruments)

The input levels are not necessarily an indication of the risk or liquidity associated with financial instruments at that level.

For movements between the levels within the fair value hierarchy, the Funds have adopted a policy of recognizing the transfers as of the date of the underlying event which caused the movement.

At June 30, 2016, all of the Portfolio's investments in financial instruments carried at fair value were valued using Level 1 inputs.

SUPPLEMENTAL INFORMATION
The following information is presented for purposes of additional analysis and is not a required part of the basic combined financial statements of the New Jersey Better Educational Savings Trust Program, Franklin Templeton Managed Investment Options. It shows financial information relating to the Portfolios, which are included in the Program during the year ended June 30, 2016.

Schedules of Fiduciary Net Position June 30, 2016

Franklin Growth Allocations

				Turnkiiri Grou				
	Newborn - 8 years 529 Portfolio			Age 9 - 12 years 529 Portfolio		ge 13 - 16 years 529 Portfolio		Age 17+ years 529 Portfolio
Assets								
Investments, at fair value:								
Open End Mutual Funds								
Franklin Flex Cap Growth Fund, Advisor Class	\$	40,815,795	\$	45,337,612	\$	27,318,925	\$	10,948,827
Franklin Growth Fund, Advisor Class		42,375,208		50,222,076		31,111,982		12,528,720
Franklin Growth Opportunities Fund, Advisor Class		41,401,054		48,198,659		30,589,892		11,639,443
Franklin Income Fund, Advisor Class		-		-		-		-
Franklin International Small Cap Growth Fund, Advisor Class		38,852,802		47,358,499		28,389,638		11,320,241
Franklin Mutual European Fund, Class Z		40,457,835		43,086,721		27,738,320		11,714,265
Franklin Mutual Shares Fund, Class Z		63,832,269		73,004,688		40,120,673		17,079,366
Franklin Rising Dividends Fund, Advisor Class		43,005,500		51,797,932		29,082,999		11,896,523
Franklin Small-Mid Cap Growth Fund, Advisor Class		40,876,811		46,683,459		27,430,803		11,514,151
Franklin Strategic Income Fund, Advisor Class		-		16,149,306		30,194,665		36,792,626
Franklin Total Return Fund, Advisor Class		-		26,214,853		45,911,219		56,909,049
Franklin U.S. Government Securities Fund, Advisor Class		-		33,209,599		59,447,876		72,927,341
Franklin Utilities Fund, Advisor Class		24,064,906		28,698,114		16,701,516		7,524,835
Mutual Global Discovery Fund, Class Z		-		-		-		-
Templeton Foreign Fund, Advisor Class		42,368,873		46,179,980		29,314,348		12,034,287
Templeton Global Bond Fund, Advisor Class		-		49,438,964		89,024,647		110,632,699
Templeton Growth Fund Inc., Advisor Class				-				
Subtotal		418,051,053		605,580,462		512,377,503		395,462,373
Exchange Traded Funds Franklin Liberty Short Duration U.S. Government ETF		_		8,061,411		14,684,735		17,264,880
iShares Core S&P 500 ETF		_		0,001,411		14,004,700		-
Subtotal		-		8,061,411		14,684,735		17,264,880
Short Term Investment								
Institutional Fiduciary Trust Money Market Portfolio		874,840		34,817,247		60,912,387		69,146,070
Total Investments		418,925,893		648,459,120		587,974,625		481,873,323
Cash		_		_		_		-
Dividends receivable		-		9,714		17,696		20,805
Receivable from investment securities sold		-		· -		· <u>-</u>		-
Receivable from shares sold		342,558		125,679		292,961		144,971
Total Assets		419,268,451		648,594,513	_	588,285,282		482,039,099
1.54.990								
Liabilities		405.000		470 700		404 770		005.055
Accrued expenses		405,369		473,768		464,770		385,855
Payable for investment securities purchased		300,000		-		40.750		407.050
Payable for shares redeemed		143,137	_	50,002		43,753 508,523		467,650
Total Liabilities		848,506	_	523,770		508,523	_	853,505
Fiduciary Net Position held in trust for Account Owners in the Program	\$	418,419,945	\$	648,070,743	\$	587,776,759	\$	481,185,594
g		,,		0.10,01.0,1.10			<u> </u>	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Computation of Net Position Value Class A:								
Net assets, at value	\$	255,734,309	\$	320,115,262	\$	291,578,564	\$	230,870,066
Shares outstanding	•	9,055,057	•	12,812,435		13,105,941	•	12,930,580
Net asset value per share	\$	28.24	\$	24.98	\$	22.25	\$	17.85
Maximum offering price per share								
(Net asset value per share / 94.25%)	\$	29.97	\$	26.51	\$	23.61	\$	18.94
(Net asset value per share / 95.75%)		-		-				-
,								
Computation of Net Position Value Class B:								
Net assets, at value	\$	11,691,031	\$	23,068,895	\$	18,506,201	\$	13,066,475
Shares outstanding		457,974		1,027,154		932,246		803,048
Net asset value per share	\$	25.53	\$	22.46	\$	19.85	\$	16.27
Computation of Not Position Value Class C:								
Computation of Net Position Value Class C:	•	64.346.696	•	07 202 022	•	404 005 005	Φ.	440 004 000
Net assets, at value	\$		\$	87,382,939	\$	104,695,685	\$	113,934,339
Shares outstanding Net asset value per share	•	2,487,158	•	3,835,737	r	5,268,902	•	6,877,266
·	\$	25.87	\$	22.78	\$	19.87	\$	16.57
Computation of Net Position Value Direct:								
Net assets, at value	\$	86,647,909	\$	217,503,647	\$	172,996,308	\$	123,314,714
Shares outstanding		2,938,530		8,335,218		7,488,774		6,409,871
Net asset value per share	\$	29.49	\$	26.09	\$	23.10	\$	19.24
	_		_		_		_	
Investments at cost	\$	421,420,016	\$	652,906,902	\$	595,343,301	\$	502,635,199

Schedules of Fiduciary Net Position (continued) June 30, 2016

Franklin Conservative Allocations

		wborn - 8 years 529 Portfolio		ge 9 - 12 years 529 Portfolio		ge 13 - 16 years 529 Portfolio		ge 17+ years 529 Portfolio
			-					
Assets Investments, at fair value:								
Open End Mutual Funds								
Franklin Flex Cap Growth Fund, Advisor Class	\$	1,045,042	\$	399,545	\$	-	\$	-
Franklin Growth Fund, Advisor Class		1,166,232		477,090		-		-
Franklin Growth Opportunities Fund, Advisor Class		1,147,282		443,198		-		-
Franklin Income Fund, Advisor Class		-		-		-		-
Franklin International Small Cap Growth Fund, Advisor Class Franklin Mutual European Fund, Class Z		1,084,014 1,182,341		446,502 416,928		-		-
Franklin Mutual Shares Fund, Class Z		1,685,771		633,419		-		-
Franklin Rising Dividends Fund, Advisor Class		1,155,100		408,270		_		_
Franklin Small-Mid Cap Growth Fund, Advisor Class		1,086,734		405,178		-		-
Franklin Strategic Income Fund, Advisor Class		1,257,044		1,366,475		2,235,754		1,953,125
Franklin Total Return Fund, Advisor Class		1,862,409		2,044,385		3,549,623		2,896,579
Franklin U.S. Government Securities Fund, Advisor Class Franklin Utilities Fund, Advisor Class		2,300,428 628,067		2,666,780 227,061		4,501,083		3,847,654
Mutual Global Discovery Fund, Class Z		-		-		-		-
Templeton Foreign Fund, Advisor Class		1,274,152		428,830		-		-
Templeton Global Bond Fund, Advisor Class		3,607,416		3,994,460		6,747,959		5,663,057
Templeton Growth Fund Inc., Advisor Class		-		-		-		-
Subtotal		20,482,032		14,358,121		17,034,419		14,360,415
Freehouse Tended Freeds								
Exchange Traded Funds Franklin Liberty Short Duration U.S. Government ETF		559,289		628,552		978,291		918,909
iShares Core S&P 500 ETF		559,269		-		970,291		910,909
Subtotal		559,289		628,552		978,291		918,909
				,		, -		,
Short Term Investment								
Institutional Fiduciary Trust Money Market Portfolio		2,339,676		2,650,263		4,540,423		22,605,202
Total Investments		23,380,997		17,636,936		22,553,133		37,884,526
Cash		161.258		93,693		195,598		_
Dividends receivable		674		757		1,179		1,107
Receivable from investment securities sold		-		-		-		-
Receivable from shares sold		28,264		30,752		32,988		45,546
Total Assets		23,571,193		17,762,138		22,782,898		37,931,179
Liabilities								
Accrued expenses		16,087		13,304		18,923		32,660
Payable for investment securities purchased		-		-		-		-
Payable for shares redeemed		-		-		23,920		123,783
Total Liabilities		16,087		13,304		42,843		156,443
Fiduciary Not Decition hold in trust for Account								
Fiduciary Net Position held in trust for Account Owners in the Program	\$	23,555,106	\$	17,748,834	\$	22,740,055	\$	37,774,736
Owners in the Frogram	Ψ	23,333,100	Ψ	17,740,034	Ψ	22,740,033	Ψ	37,774,730
Computation of Net Position Value Class A:								
Net assets, at value	\$	14,386,678	\$	10,483,416	\$	10,565,405	\$	16,445,540
Shares outstanding		1,014,433		808,796		914,355		1,654,469
Net asset value per share	\$	14.18	\$	12.96	\$	11.56	\$	9.94
Maximum offering price per share	•	45.05	æ	40.75	•	40.00	Φ.	10.55
(Net asset value per share / 94.25%) (Net asset value per share / 95.75%)	\$	15.05	\$	13.75	\$	12.26	\$	10.55
(Not about value per share / 50.7570)								
Computation of Net Position Value Class B:								
Net assets, at value	\$	237,260	\$	236,062	\$	270,863	\$	233,510
Shares outstanding	_	17,531	_	19,070	_	24,556	_	24,614
Net asset value per share	\$	13.53	\$	12.38	\$	11.03	\$	9.49
Computation of Net Position Value Class C:								
Net assets, at value	\$	3,326,680	\$	3,257,131	\$	6,015,980	\$	12,159,122
Shares outstanding		245,965		263,498		545,251		1,282,275
Net asset value per share	\$	13.52	\$	12.36	\$	11.03	\$	9.48
		_	_	_	_	_	_	_
Computation of Net Position Value Direct:	_	F 00 1 10=	•	0.770.005	•	F 007 005	•	0.000 =0.1
Net assets, at value	\$	5,604,487	\$	3,772,227	\$	5,887,808	\$	8,936,564
Shares outstanding Net asset value per share	\$	384,576 14.57	\$	283,211 13.32	\$	496,867 11.85	\$	876,468 10.20
account failed por critario	Ψ	14.57	Ψ	10.02	Ψ	11.03	Ψ	10.20
Investments at cost	\$	24,335,907	\$	18,461,956	\$	23,847,382	\$	38,777,396

$New\ Jersey\ Better\ Educational\ Savings\ Trust\ Program$ $\textit{Franklin}\ \textit{Templeton}\ \textit{Managed}\ \textit{Investment}\ \textit{Options}$

Supplemental Information

Schedules of Fiduciary Net Position (continued) June 30, 2016

Franklin Moderate Allocations

		wborn - 8 years 529 Portfolio		ge 9 - 12 years 529 Portfolio	A	ge 13 - 16 years 529 Portfolio		ge 17+ years 529 Portfolio
Assats					_			
Assets Investments, at fair value:								
Open End Mutual Funds								
Franklin Flex Cap Growth Fund, Advisor Class	\$	9,324,895	\$	4,533,359	\$	2,664,647	\$	-
Franklin Growth Fund, Advisor Class	•	10,027,087	•	5,186,323	·	3,083,720	•	-
Franklin Growth Opportunities Fund, Advisor Class		10,433,739		5,143,355		2,842,720		-
Franklin Income Fund, Advisor Class		-		-		-		-
Franklin International Small Cap Growth Fund, Advisor Class		9,312,659		4,746,047		2,768,902		-
Franklin Mutual European Fund, Class Z		9,166,033		4,846,843		2,920,279		-
Franklin Mutual Shares Fund, Class Z		14,284,162		7,260,690		3,987,673		-
Franklin Rising Dividends Fund, Advisor Class		9,945,347		4,945,609		2,996,851		-
Franklin Small-Mid Cap Growth Fund, Advisor Class Franklin Strategic Income Fund, Advisor Class		9,487,750		4,607,960		2,746,805 9.069.689		8,939,406
Franklin Total Return Fund, Advisor Class		3,424,034 5,279,226		5,151,691 7,694,475		14,098,751		13,333,549
Franklin U.S. Government Securities Fund, Advisor Class		6,642,782		10,052,869		17,345,922		17,242,579
Franklin Utilities Fund, Advisor Class		5,842,660		2,907,892		1,622,953		-
Mutual Global Discovery Fund, Class Z		-		-,,		-		_
Templeton Foreign Fund, Advisor Class		9,676,565		5,113,924		3,147,800		-
Templeton Global Bond Fund, Advisor Class		10,057,229		14,934,111		26,965,506		25,808,910
Templeton Growth Fund Inc., Advisor Class		-		-		-		-
Subtotal		122,904,168		87,125,148		96,262,218		65,324,444
Exchange Traded Funds								
Franklin Liberty Short Duration U.S. Government ETF		1,605,278		2,325,006		4,331,677		3,890,761
iShares Core S&P 500 ETF								
Subtotal		1,605,278		2,325,006		4,331,677		3,890,761
Short Term Investment								
Institutional Fiduciary Trust Money Market Portfolio		6,540,319		9,776,648		17,791,170		16,647,997
Total Investments		131,049,765	_	99.226.802		118,385,065		85,863,202
Total investments		101,040,700		00,220,002		110,000,000		00,000,202
Cash		1,152,748		-		764,123		_
Dividends receivable		1,934		2,802		5,220		4,689
Receivable from investment securities sold		-		· -		-		· -
Receivable from shares sold		151,058		14,370		68,690		66,874
Total Assets		132,355,505		99,243,974		119,223,098		85,934,765
Liabilities		400 704		04 500		444.500		00.500
Accrued expenses		102,794		81,580		111,503		86,523
Payable for investment securities purchased Payable for shares redeemed		13,356		44,272		-		40,508
Total Liabilities		116,150		125,852		111,503		127,031
Total Liabilities		110,130		123,032		111,505		127,031
Fiduciary Net Position held in trust for Account								
Owners in the Program	\$	132,239,355	\$	99,118,122	\$	119,111,595	\$	85,807,734
Computation of Net Position Value Class A:								
Net assets, at value	\$	87,800,046	\$	65,334,894	\$	66,682,052	\$	37,722,845
Shares outstanding		5,725,829		4,667,395		5,213,962		3,257,187
Net asset value per share	\$	15.33	\$	14.00	\$	12.79	\$	11.58
Maximum offering price per share			_		_		_	
(Net asset value per share / 94.25%)	\$	16.27	\$	14.85	\$	13.57	\$	12.29
(Net asset value per share / 95.75%)		-		-				-
Computation of Not Position Value Class By								
Computation of Net Position Value Class B: Net assets, at value	\$	1,670,198	\$	1,506,594	\$	1,700,708	\$	857,810
Shares outstanding	Ψ	114,161	Ψ	112,776	Ψ	139,157	Ψ	77,554
Net asset value per share	\$	14.63	\$	13.36	\$	12.22	\$	11.06
Trot doods value per onaire		1		10.00			<u> </u>	11.00
Computation of Net Position Value Class C:								
Net assets, at value	\$	23,083,763	\$	20,023,255	\$	35,463,326	\$	35,511,625
Shares outstanding		1,580,771		1,496,840		2,905,128		3,210,783
Net asset value per share	\$	14.60	\$	13.38	\$	12.21	\$	11.06
								·
Computation of Net Position Value Direct:								
Net assets, at value	\$	19,685,348	\$	12,253,379	\$	15,265,509	\$	11,715,453
Shares outstanding		1,251,936		853,491		1,161,916		985,255
Net asset value per share	\$	15.72	\$	14.36	\$	13.14	\$	11.89
Investments at cost	•	122 020 040	¢	102 202 274	٠	124 050 420	¢.	90 612 670
Investments at cost	_\$	132,830,910	\$	102,298,071	\$	124,050,438	\$	89,613,678

Schedules of Fiduciary Net Position (continued) June 30, 2016

Objective-Based Allocation

Parable Character Para											
Non-part				Fr	Funds	F	Allocation		come Allocation		Allocation
Non-part	Acceta							-		-	
Control Munial Funds											
Frankish Growth Frank, Arkvisro Class	·										
Practical Growth Opportunises Fund, Advisor Class	Franklin Flex Cap Growth Fund, Advisor Class	\$	45,534,185	\$	-	\$	20,212,093	\$	8,078,401	\$	-
Frankish Insomer Fund, Advisor Class			45,755,861		-						-
Frankish International Small Cup Growth Fund, Advance Class			-		-		21,325,632		8,583,695		-
Frinkish Mutaul European Fund, Class Z Frinkish Mutaul European Fund, Class Z Frinkish Rating Dividende Fund, Advisor Class Frinkish States Fund, Class S Frinkish States Fund, Advisor Class S Frinkish Utilises Fund, Advisor Class S Frinkish States Fund, European Fund, Euro					81,706,615		10 022 250		9 054 267		-
Frankish Mutual Shares Fund, Class			-		-						-
Frankis Smalf-McCag Cincent Fund, Advisor Class			46,062,716		82,008,158						-
Frankin Strategic Income Fund, Advisor Class	Franklin Rising Dividends Fund, Advisor Class		-		-		21,986,965		9,016,639		-
Franklin Total Return Fund, Advisor Class			-		-		20,293,986				-
Frankln U.S. Government Securities Fund, Advisor Class 1			-		-		-				
Frank Utaline Fund, Advisor Class			-		-		-				
Templeton Foreing Fund, Advisor Class 1.0			-		-		12 419 970				14,313,799
Templeton Foreign Fund, Advisor Class			-		-		-		-,010,001		-
Templeton Global Bond Fund, Advisor Class 181,709,602 242,077,326 211,947,112 142,492,255 51,542,755 141,047,014 142,492,255 51,542,755 141,047,014 142,492,255 51,542,755 142,492,255 51,542,755 142,492,255 51,542,755 142,492,255 51,542,755 142,492,255 51,542,755 142,492,255 51,542,755 142,492,255 51,542,755 142,492,255 51,542,755 142,492,255 142,492,492,255 142,			-		-		21,238,438		6,866,718		-
Exchange Traded Funds			-		-		-		23,732,004		19,758,261
Exchange Traded Funds							-		-		-
Parabin Liberty Short Duration U.S. Government ETF 1.	Subtotal		181,709,602		242,077,926		211,947,112		142,492,253		51,542,753
Parabin Liberty Short Duration U.S. Government ETF 1.	Freshanna Tradad Fresda										
Shares Core S&P 500 ETF									4 046 906		2 157 042
Short Term Investment Institutional Fiduciary Trust Money Market Portfolio 135,728 32,420 518,258 17,031,956 13,812,569 Total Investments 181,845,330 242,110,346 212,465,370 163,571,105 68,512,365 Cash			-		-		-		4,040,050		3,137,043
Short Term Investment				_	_	_	_		4.046.896		3.157.043
Statisticional Friduciary Trust Money Market Portfolio 135,728 32,420 518,288 17,031,956 13,812,589 17,031,956 13,812,589 17,031,956 13,812,589 18,845,330 242,110,346 212,465,370 163,571,105 68,512,365 18,845,330 18,84									,,		-, - ,
Total Investments 181,845,330 242,110,346 212,465,370 163,571,105 68,512,365 Cash . <t< td=""><td>Short Term Investment</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></t<>	Short Term Investment										
Cash Dividends receivable Receivable from investment securities sold 1 1 4,877 3,804 Receivable from investment securities sold 300,000 400,000 1 4,877 3,804 Receivable from shares sold 52,226 89,797 43,221 50,468 39,155 Total Assets 162,197,566 242,600,143 212,506,591 163,626,450 66,555,324 Liabilities 2 164,530 246,257 144,722 154,053 55,826 Payable for investment securities purchased 47,831 161,031 57,454 114,058 42,521 Total Liabilities 212,361 407,288 202,176 268,111 98,347 Flutuainy Net Position held in trust for Account Owners in the Program \$181,985,205 \$242,192,855 \$212,306,415 \$163,358,339 \$68,456,977 Computation of Net Position Value Class A: Net asset, at value											
Dividends receivable Securities sold Signature	Total Investments		181,845,330		242,110,346		212,465,370		163,571,105		68,512,365
Dividends receivable Securities sold Signature	Cach		_		_		_		_		_
Receivable from investment securities sold S226 89,797 43,221 50,468 39,152 10,161 10,			_		-		-		4.877		3.804
Total Assets 182,197,566 242,600,143 212,508,591 163,626,450 68,555,324 Liabilities			300,000		400,000		-		-		-
Papable for investment securities purchased 164,530 246,257 144,722 154,053 55,826 Payable for investment securities purchased 47,831 161,031 57,454 114,058 42,521 Payable for sharter redeemed 47,831 161,031 57,454 114,058 42,521 Payable for sharter redeemed 47,831 161,031 57,454 114,058 42,521 Payable for sharter redeemed 47,831 161,031 57,454 114,058 42,521 Payable for sharter redeemed 47,831 161,031 57,454 114,058 42,521 Payable for sharter redeemed 47,831 161,031 57,454 114,058 42,521 Payable for sharter redeemed 47,831 Payable for sharter redeem	Receivable from shares sold		52,236		89,797		43,221		50,468		39,155
Accured expenses 164,50 246,257 144,722 154,050 55,826 Payable for investment securities purchased 47,831 161,031 57,454 114,058 42,521 Total Liabilities 212,2361 407,288 202,176 268,111 98,347 Fiduciary Net Position held in trust for Account Owners in the Program \$181,985,205 \$242,192,855 \$212,306,415 \$163,358,339 \$68,456,977 Computation of Net Position Value Class A: \$88,959,656 \$161,559,616 \$91,472,752 \$76,025,632 \$31,271,604 Shares outstanding 3,362,514 10,160,941 3,246,548 3,495,404 2,052,732 Net asset value per share \$2,264 \$15,90 \$2,818 \$2,175 \$15,23 Net asset value per share of 94,25%) \$2,807 \$16,87 \$2,889 \$2,889 \$2,889 (Net asset value per share of 94,25%) \$2,807 \$16,87 \$2,889 \$2,868,264 \$1,30,285 (Net asset value per share of 94,25%) \$3,936,250 \$7,637,077 \$3,278,669 \$2,868,264 \$1,30,285	Total Assets		182,197,566		242,600,143		212,508,591		163,626,450		68,555,324
Accured expenses 164,50 246,257 144,722 154,050 55,826 Payable for investment securities purchased 47,831 161,031 57,454 114,058 42,521 Total Liabilities 212,2361 407,288 202,176 268,111 98,347 Fiduciary Net Position held in trust for Account Owners in the Program \$181,985,205 \$242,192,855 \$212,306,415 \$163,358,339 \$68,456,977 Computation of Net Position Value Class A: \$88,959,656 \$161,559,616 \$91,472,752 \$76,025,632 \$31,271,604 Shares outstanding 3,362,514 10,160,941 3,246,548 3,495,404 2,052,732 Net asset value per share \$2,264 \$15,90 \$2,818 \$2,175 \$15,23 Net asset value per share of 94,25%) \$2,807 \$16,87 \$2,889 \$2,889 \$2,889 (Net asset value per share of 94,25%) \$2,807 \$16,87 \$2,889 \$2,868,264 \$1,30,285 (Net asset value per share of 94,25%) \$3,936,250 \$7,637,077 \$3,278,669 \$2,868,264 \$1,30,285	12-1390										
Payable for investment securities purchased 47,831 161,031 57,454 114,058 42,521 10,500			164 530		246 257		1// 722		15/ 053		55 826
Payable for shares redeemed 47,831 161,031 57,454 114,058 42,521 104 121,058 104,058 1			-		-		-		-		-
Total Liabilities 212,361 407,288 202,176 268,111 98,347			47,831		161,031		57,454		114,058		42,521
Owners in the Program \$ 181,985,205 \$ 242,192,855 \$ 212,306,415 \$ 163,358,339 \$ 68,456,977 Computation of Net Position Value Class A: Net assets, at value Shares outstanding	Total Liabilities		212,361		407,288				268,111		98,347
Owners in the Program \$ 181,985,205 \$ 242,192,855 \$ 212,306,415 \$ 163,358,339 \$ 68,456,977 Computation of Net Position Value Class A: Net assets, at value Shares outstanding											
Computation of Net Position Value Class A: 88,959,656 \$ 161,559,616 \$ 91,472,752 \$ 76,025,632 \$ 31,271,604 Shares outstanding 3,362,514 10,160,941 3,246,549 3,495,440 2,052,732 Net asset value per share \$ 26,46 \$ 15.90 \$ 28.18 \$ 21,75 \$ 15.23 Maximum offering price per share (Net asset value per share / 94.25%) \$ 28.07 \$ 16.87 \$ 29.89 \$ 23.08 (Net asset value per share / 95.75%) \$ 15.91 Computation of Net Position Value Class B: \$ 3,936,250 \$ 7,637,077 \$ 3,278,669 \$ 2,868,264 \$ 1,130,282 Shares outstanding 167,336 521,538 128,421 146,240 81,976 Net asset value per share \$ 23.52 14.64 \$ 25.53 19.61 \$ 13.79 Computation of Net Position Value Class C: \$ 35,482,672 7 2,996,162 \$ 32,766,823 \$ 14,299,857 15,503,421 Shares outstanding 1,480,222 4,989,423 1,278,338 2,134,968 1,120,587		•	101 005 005	•	040 400 055	•	040 000 445	•	100 050 000	•	00 450 077
Net assets, at value \$ 88,959,666 street \$ 161,559,616 street \$ 91,472,752 street \$ 76,025,632 street \$ 31,271,604 street Shares outstanding 3,362,514 street 10,160,941 street 3,246,549 street 3,495,440 street 2,052,732 street Maximum offering price per share \$ 26.46 street \$ 15.90 street \$ 28.18 street \$ 21.75 street \$ 15.23 street (Net asset value per share / 94.25%) \$ 28.07 street \$ 29.89 street \$ 23.08 street \$ 2.868,264 street \$ 15.90 street Computation of Net Position Value Class B: \$ 3,936,250 street \$ 7,637,077 street \$ 3,278,669 street \$ 2,868,264 street \$ 1,130,282 street Shares outstanding 167,336 street \$ 21,538 street 128,421 street \$ 14,6240 street \$ 1,30,282 street Computation of Net Position Value Class C: \$ 23,52 street \$ 14,64 street \$ 13,79 street \$ 1,480,222 street \$ 32,766,823 street \$ 1,961 street \$ 15,503,421 street Shares outstanding \$ 1,480,222 street \$ 4,989,423 street \$ 1,278,338 street \$ 1,213,986 street \$ 1,20,587 street Net asset value per share \$ 33,666,628 s	Owners in the Program	\$	181,985,205	\$	242,192,855	\$	212,306,415	\$	163,358,339	\$	68,456,977
Net assets, at value \$ 88,959,666 street \$ 161,559,616 street \$ 91,472,752 street \$ 76,025,632 street \$ 31,271,604 street Shares outstanding 3,362,514 street 10,160,941 street 3,246,549 street 3,495,440 street 2,052,732 street Maximum offering price per share \$ 26.46 street \$ 15.90 street \$ 28.18 street \$ 21.75 street \$ 15.23 street (Net asset value per share / 94.25%) \$ 28.07 street \$ 29.89 street \$ 23.08 street \$ 2.868,264 street \$ 15.90 street Computation of Net Position Value Class B: \$ 3,936,250 street \$ 7,637,077 street \$ 3,278,669 street \$ 2,868,264 street \$ 1,130,282 street Shares outstanding 167,336 street \$ 21,538 street 128,421 street \$ 14,6240 street \$ 1,30,282 street Computation of Net Position Value Class C: \$ 23,52 street \$ 14,64 street \$ 13,79 street \$ 1,480,222 street \$ 32,766,823 street \$ 1,961 street \$ 15,503,421 street Shares outstanding \$ 1,480,222 street \$ 4,989,423 street \$ 1,278,338 street \$ 1,213,986 street \$ 1,20,587 street Net asset value per share \$ 33,666,628 s	Computation of Net Position Value Class A:										
Shares outstanding 3,362,514 10,160,941 3,246,549 3,495,440 2,052,732 Net asset value per share \$ 26.46 \$ 15.90 \$ 28.18 \$ 21.75 \$ 15.23 Maximum offering price per share (Net asset value per share / 94.25%) \$ 28.07 \$ 16.87 \$ 29.89 \$ 23.08 — (Net asset value per share / 95.75%) \$ 28.07 \$ 16.87 \$ 29.89 \$ 23.08 — Computation of Net Position Value Class B: \$ 3,936,250 \$ 7,637,077 \$ 3,278,669 \$ 2,868,264 \$ 1,130,282 Shares outstanding 167,336 521,538 128,421 146,240 81,976 Net asset value per share \$ 23.52 \$ 14.64 \$ 25.53 \$ 19.61 \$ 13.79 Computation of Net Position Value Class C: Net assets, at value \$ 35,482,672 \$ 72,996,162 \$ 32,766,823 \$ 41,299,857 \$ 15,503,421 Shares outstanding 1,480,222 4,989,423 1,278,338 2,134,968 1,120,587 Net asset value per share \$ 23.97 14.63 25.63 19.34		\$	88.959.656	\$	161.559.616	\$	91.472.752	\$	76.025.632	\$	31.271.604
Net asset value per share \$ 26.46 \$ 15.90 \$ 28.18 \$ 21.75 \$ 15.23		•		•	. ,	•		•		•	
(Net asset value per share / 94.25%) \$ 28.07 \$ 16.87 \$ 29.89 \$ 23.08 — (Net asset value per share / 95.75%) -		\$	26.46	\$	15.90	\$	28.18	\$	21.75	\$	15.23
(Net asset value per share / 95.75%) - - - \$ 15.91 Computation of Net Position Value Class B: Net assets, at value \$ 3,936,250 \$ 7,637,077 \$ 3,278,669 \$ 2,868,264 \$ 1,130,282 Shares outstanding Net asset value per share \$ 23.52 \$ 14.64 \$ 25.53 \$ 19.61 \$ 13.79 Computation of Net Position Value Class C: Net assets, at value Shares outstanding Net asset value per share \$ 35,482,672 \$ 72,996,162 \$ 32,766,823 \$ 41,299,857 \$ 15,503,421 Shares outstanding Net asset value per share \$ 35,482,672 \$ 72,996,162 \$ 32,766,823 \$ 41,299,857 \$ 15,503,421 Computation of Net Position Value Direct: Net asset value per share \$ 23.97 \$ 14.63 \$ 25.63 \$ 19.34 \$ 13.84 Computation of Net Position Value Direct: Net assets, at value \$ 53,606,628 \$ - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding Net asset value per share \$ 23,877,388 1,894,826 1,287,250 Net asset value per share \$ 27,66 \$ - \$ 29,47 \$ 22,78 \$ 15.97			<u>.</u>								<u> </u>
Computation of Net Position Value Class B: Net assets, at value Shares outstanding Net asset value per share Sasset value Per share		\$	28.07	\$	16.87	\$	29.89	\$	23.08	_	
Net assets, at value \$ 3,936,250 \$ 7,637,077 \$ 3,278,669 \$ 2,868,264 \$ 1,130,282 Shares outstanding 167,336 521,538 128,421 146,240 81,976 Net asset value per share \$ 23.52 14.64 \$ 25.53 19.61 \$ 13.79 Computation of Net Position Value Class C: Net assets, at value \$ 35,482,672 \$ 72,996,162 \$ 32,766,823 \$ 41,299,857 \$ 15,503,421 Shares outstanding 1,480,222 4,989,423 1,278,338 2,134,968 1,120,587 Net asset value per share \$ 23.97 \$ 14.63 \$ 25.63 \$ 19.34 \$ 13.84 Computation of Net Position Value Direct: Net assets, at value \$ 53,606,628 \$ - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding 1,938,088 - \$ 2,877,388 1,894,826 1,287,250 Net asset value per share \$ 27.66 \$ - \$ 29.47 \$ 22.78 \$ 15.97	(Net asset value per share / 95./5%)			_		_	<u>-</u>			\$	15.91
Net assets, at value \$ 3,936,250 \$ 7,637,077 \$ 3,278,669 \$ 2,868,264 \$ 1,130,282 Shares outstanding 167,336 521,538 128,421 146,240 81,976 Net asset value per share \$ 23.52 14.64 \$ 25.53 19.61 \$ 13.79 Computation of Net Position Value Class C: Net assets, at value \$ 35,482,672 \$ 72,996,162 \$ 32,766,823 \$ 41,299,857 \$ 15,503,421 Shares outstanding 1,480,222 4,989,423 1,278,338 2,134,968 1,120,587 Net asset value per share \$ 23.97 \$ 14.63 \$ 25.63 \$ 19.34 \$ 13.84 Computation of Net Position Value Direct: Net assets, at value \$ 53,606,628 \$ - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding 1,938,088 - \$ 2,877,388 1,894,826 1,287,250 Net asset value per share \$ 27.66 \$ - \$ 29.47 \$ 22.78 \$ 15.97	Computation of Net Position Value Class R:										
Shares outstanding Net asset value per share 167,336 521,538 128,421 146,240 81,976 Computation of Net Position Value Class C: \$ 23,52 \$ 14,64 \$ 25,53 \$ 19,61 \$ 13,79 Net assets, at value Shares outstanding Net asset value per share \$ 35,482,672 \$ 72,996,162 \$ 32,766,823 \$ 41,299,857 \$ 15,503,421 Net asset value per share \$ 23,97 \$ 14.63 \$ 25.63 \$ 19,34 \$ 13,84 Computation of Net Position Value Direct: Net assets, at value \$ 53,606,628 \$ - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding 1,938,088 - 2,877,388 1,894,826 1,287,250 Net asset value per share \$ 27.66 \$ - \$ 29.47 \$ 22.78 \$ 15.97	•	\$	3.936.250	\$	7.637.077	\$	3.278.669	\$	2.868.264	\$	1.130.282
Net asset value per share \$ 23.52 \$ 14.64 \$ 25.53 \$ 19.61 \$ 13.79 Computation of Net Position Value Class C: Net assets, at value \$ 35,482,672 \$ 72,996,162 \$ 32,766,823 \$ 41,299,857 \$ 15,503,421 Shares outstanding 1,480,222 4,989,423 1,278,338 2,134,968 1,120,587 Net asset value per share \$ 23.97 \$ 14.63 \$ 25.63 \$ 19.34 \$ 13.84 Computation of Net Position Value Direct: Net assets, at value \$ 53,606,628 \$ - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding 1,938,088 - 2,877,388 1,894,826 1,287,250 Net asset value per share \$ 27.66 \$ - \$ 29.47 \$ 22.78 \$ 15.97		•		•		•		•		•	
Net assets, at value Shares outstanding Shares outstanding Net asset value per share \$ 35,482,672 \$72,996,162 \$32,766,823 \$41,299,857 \$15,503,421 \$1,480,222 \$4,989,423 \$1,278,338 \$2,134,968 \$1,120,587 \$1,205,875 \$1,2	Net asset value per share	\$	23.52	\$	14.64	\$	25.53	\$	19.61	\$	13.79
Net assets, at value Shares outstanding Shares outstanding Net asset value per share \$ 35,482,672 \$72,996,162 \$32,766,823 \$41,299,857 \$15,503,421 \$1,480,222 \$4,989,423 \$1,278,338 \$2,134,968 \$1,120,587 \$1,205,875 \$1,2											
Shares outstanding Net asset value per share 1,480,222 4,989,423 1,278,338 2,134,968 1,120,587 Net asset value per share \$ 23.97 \$ 14.63 \$ 25.63 \$ 19.34 \$ 13.84 Computation of Net Position Value Direct: Net assets, at value \$ 53,606,628 \$ - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding 1,938,088 - 2,877,388 1,894,826 1,287,250 Net asset value per share \$ 27.66 \$ - \$ 29.47 \$ 22.78 \$ 15.97					=======================================			_		_	
Net asset value per share \$ 23.97 \$ 14.63 \$ 25.63 \$ 19.34 \$ 13.84 Computation of Net Position Value Direct: Net assets, at value \$ 53,606,628 \$ - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding 1,938,088 - 2,877,388 1,894,826 1,287,250 Net asset value per share \$ 27.66 \$ - \$ 29.47 \$ 22.78 \$ 15.97		\$		\$		\$		\$		\$	
Computation of Net Position Value Direct: Net assets, at value \$ 53,606,628 \$ - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding 1,938,088 - 2,877,388 1,894,826 1,287,250 Net asset value per share \$ 27.66 \$ - \$ 29.47 \$ 22.78 \$ 15.97		•		\$		\$		•		•	
Net assets, at value \$ 53,606,628 - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding 1,938,088 - 2,877,388 1,894,826 1,287,250 Net asset value per share \$ 27.66 \$ - \$ 29,47 \$ 22.78 \$ 15.97	Hot dodet value per ariare	Ψ	23.31	φ	14.03	φ	20.03	φ	15.54	φ	13.04
Net assets, at value \$ 53,606,628 - \$ 84,788,171 \$ 43,164,585 \$ 20,551,669 Shares outstanding 1,938,088 - 2,877,388 1,894,826 1,287,250 Net asset value per share \$ 27.66 \$ - \$ 29,47 \$ 22.78 \$ 15.97	Computation of Net Position Value Direct:										
Net asset value per share \$ 27.66 \$ - \$ 29.47 \$ 22.78 \$ 15.97		\$	53,606,628	\$	-	\$	84,788,171	\$	43,164,585	\$	20,551,669
Investments at cost <u>\$ 156,923,439</u> <u>\$ 241,483,062</u> <u>\$ 212,328,236</u> <u>\$ 165,872,932</u> <u>\$ 72,140,048</u>	Net asset value per share	\$	27.66	\$	<u> </u>	\$	29.47	\$	22.78	\$	15.97
invesiments at cost \$\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	Investments at cost	•	156 000 400	٠	244 492 000	•	242 220 222	۴	165 970 000	•	70 140 040
	myestments at cost	<u> </u>	100,923,439	Ф	241,463,062	Ф	Z1Z,3Z8,Z38	Ф	100,072,932	Ф	12,140,048

Schedules of Fiduciary Net Position (continued) June 30, 2016

Individual Portfolios

						audi i ortione				
		anklin Growth 529 Portfolio		ranklin Income 529 Portfolio		nklin Small-Mid Cap Growth 529 Portfolio		ranklin Mutual Shares 529 Portfolio		6&P 500 Index 529 Portfolio
Assets										
Investments, at fair value:										
Open End Mutual Funds	•		•		•		•		•	
Franklin Flex Cap Growth Fund, Advisor Class Franklin Growth Fund, Advisor Class	\$	- 77,464,941	\$	-	\$	-	\$	-	\$	-
Franklin Growth Opportunities Fund, Advisor Class		77,464,941		-		-		-		-
Franklin Income Fund, Advisor Class		_		174,192,026		_		_		-
Franklin International Small Cap Growth Fund, Advisor Class		-		-		-		-		-
Franklin Mutual European Fund, Class Z		-		-		-		-		-
Franklin Mutual Shares Fund, Class Z		-		-		-		83,282,169		-
Franklin Rising Dividends Fund, Advisor Class		-		-		- 55.670.117		-		-
Franklin Small-Mid Cap Growth Fund, Advisor Class Franklin Strategic Income Fund, Advisor Class		-		-		55,670,117		-		-
Franklin Total Return Fund, Advisor Class		-		-		-		-		
Franklin U.S. Government Securities Fund, Advisor Class		_		-		_		-		-
Franklin Utilities Fund, Advisor Class		-		-		-		-		-
Mutual Global Discovery Fund, Class Z		-		-		-		-		-
Templeton Foreign Fund, Advisor Class		-		-		-		-		-
Templeton Global Bond Fund, Advisor Class		-		-		-		-		-
Templeton Growth Fund Inc., Advisor Class Subtotal		77,464,941	-	174,192,026		55,670,117		83,282,169		
Gubiotai		77,404,341		174,132,020		33,070,117		03,202,103		_
Exchange Traded Funds										
Franklin Liberty Short Duration U.S. Government ETF		-		-		-		-		-
iShares Core S&P 500 ETF								-		156,929,360
Subtotal		-		-		-		-		156,929,360
Object Term Investment										
Short Term Investment Institutional Fiduciary Trust Money Market Portfolio										
Total Investments		77,464,941		174,192,026		55,670,117	_	83,282,169	-	156.929.360
Total invostricities		77,404,041		174,102,020		00,070,117		00,202,100		100,020,000
Cash		-		-		-		-		1,827,030
Dividends receivable		-		-		-		-		-
Receivable from investment securities sold										.
Receivable from shares sold		60,636		158,853		20,076		14,513		403,181
Total Assets		77,525,577	-	174,350,879		55,690,193		83,296,682		159,159,571
Liabilities										
Accrued expenses		78,870		208,023		55,795		99,252		76,583
Payable for investment securities purchased		-		-		-		-		1,741,589
Payable for shares redeemed		513		30,674		4,664		26,157		16,638
Total Liabilities		79,383		238,697		60,459		125,409		1,834,810
Fiducian, Not Desition hold in trust for Account										
Fiduciary Net Position held in trust for Account Owners in the Program	\$	77,446,194	\$	174,112,182	\$	55,629,734	\$	83,171,273	\$	157,324,761
Cwild in the Fregram		77,440,104	Ψ	17-4,112,102	Ψ	00,020,704	Ψ	00,171,270	Ψ	107,024,701
Computation of Net Position Value Class A:										
Net assets, at value	\$	58,284,367	\$	113,743,047	\$	41,905,406	\$	60,371,506	\$	42,200,294
Shares outstanding		2,227,258		4,632,646		1,310,094		2,375,326		1,507,251
Net asset value per share	\$	26.17	\$	24.55	\$	31.99	\$	25.42	\$	28.00
Maximum offering price per share	•	07.77			•	00.04	•	00.07	•	00.74
(Net asset value per share / 94.25%) (Net asset value per share / 95.75%)	\$	27.77	\$	25.64	\$	33.94	\$	26.97	\$	29.71
(Net asset value per share / 95.75 %)			Ψ	25.04						
Computation of Net Position Value Class B:										
Net assets, at value	\$	1,701,333	\$	3,367,585	\$	1,811,131	\$	2,413,834	\$	1,751,333
Shares outstanding		73,784		150,302		62,410		106,570		73,022
Net asset value per share	\$	23.06	\$	22.41	\$	29.02	\$	22.65	\$	23.98
Computation of Not Position Value Class Co.										
Computation of Net Position Value Class C: Net assets, at value	\$	17,460,495	\$	57,001,550	\$	11,913,196	\$	20,385,933	\$	16,936,037
Net assets, at value Shares outstanding	Þ	707,914	Ф	2,561,277	Ф	412,049	Ф	20,385,933 896,170	Ф	16,936,037 652,212
Net asset value per share	\$	24.66	\$	22.26	\$	28.91	\$	22.75	\$	25.97
Computation of Net Position Value Direct:										
Net assets, at value	\$	-	\$	-	\$	-	\$	-	\$	96,437,098
Shares outstanding			_		_					3,241,353
Net asset value per share	\$	-	\$		\$		\$		\$	29.75
Investments at cost	\$	56,739,355	œ.	182,363,805	\$	59,817,567	\$	73,588,413	¢	143,088,609
Solitono di Goot	Ψ	00,700,000	Ψ	102,000,000	Ψ	00,017,007	Ψ	70,000,713	Ψ	. 40,000,000

Schedules of Fiduciary Net Position (continued) June 30, 2016

Individual Portfolios (continued)

						•			
		npleton Growth 529 Portfolio		lin Mutual Global Discovery 529 Portfolio		npleton Global Bond 29 Portfolio	Go	Franklin U.S. overnment Money 529 Portfolio	TOTAL
								-	
Assets									
Investments, at fair value:									
Open End Mutual Funds									
Franklin Flex Cap Growth Fund, Advisor Class	\$	-	\$	-	\$	-	\$	-	\$ 216,213,326
Franklin Growth Fund, Advisor Class		-		-		-		-	309,690,512 181,748,669
Franklin Growth Opportunities Fund, Advisor Class Franklin Income Fund, Advisor Class		-		-		-		-	255,898,641
Franklin International Small Cap Growth Fund, Advisor Class									172,255,821
Franklin Mutual European Fund, Class Z		_		_		_		_	169,101,224
Franklin Mutual Shares Fund, Class Z		-		_		-		_	477,247,149
Franklin Rising Dividends Fund, Advisor Class		-		-		-		_	186,237,735
Franklin Small-Mid Cap Growth Fund, Advisor Class		-		-		-		-	229,181,075
Franklin Strategic Income Fund, Advisor Class		-		-		-		-	131,371,229
Franklin Total Return Fund, Advisor Class		-		-		-		-	203,151,688
Franklin U.S. Government Securities Fund, Advisor Class		-		-		-		-	261,263,144
Franklin Utilities Fund, Advisor Class		-		-		-		-	105,611,911
Mutual Global Discovery Fund, Class Z		-		9,402,697		-		-	9,402,697
Templeton Foreign Fund, Advisor Class		-		-		-		-	177,643,915
Templeton Global Bond Fund, Advisor Class				-		2,805,049		-	393,170,272
Templeton Growth Fund Inc., Advisor Class Subtotal		67,710,388 67,710,388		9,402,697		2,805,049	_		190,430,381 3,669,619,389
Subtotal		67,710,388		9,402,697		2,805,049		-	3,009,019,389
Exchange Traded Funds									
Franklin Liberty Short Duration U.S. Government ETF								_	62,452,728
iShares Core S&P 500 ETF		-		_		-		_	156,929,360
Subtotal		_				_	_		219,382,088
									,,
Short Term Investment									
Institutional Fiduciary Trust Money Market Portfolio		<u> </u>		-		<u> </u>		112,367,981	392,541,154
Total Investments		67,710,388		9,402,697		2,805,049		112,367,981	4,281,542,631
Cash		-		-		-		41,754	4,236,204
Dividends receivable		-		-		-		-	75,258
Receivable from investment securities sold									700,000
Receivable from shares sold		2,802		34,019		28,244		505,166	2,847,078
Total Assets		67,713,190		9,436,716		2,833,293		112,914,901	4,289,401,171
Liabilities									
Accrued expenses		87,553		8,537		2,471		_	3,575,608
Payable for investment securities purchased		-		0,007		2,711		_	2,041,589
Payable for shares redeemed		27,700		14,218		13,851		109,450	1,617,141
Total Liabilities		115,253		22,755		16,322		109,450	7,234,338
						-,-	_		
Fiduciary Net Position held in trust for Account									
Owners in the Program	\$	67,597,937	\$	9,413,961	\$	2,816,971	\$	112,805,451	\$ 4,282,166,833
			-						
Computation of Net Position Value Class A:									
Net assets, at value	\$	50,570,638	\$	7,011,920	\$	2,112,018	\$	45,477,326	
Shares outstanding		2,292,130		705,751		226,730		45,477,225	
Net asset value per share	\$	22.06	\$	9.94	\$	9.32	\$	1.00	
Maximum offering price per share									
(Net asset value per share / 94.25%)	\$	23.41	\$	10.54					
(Net asset value per share / 95.75%)				-	\$	9.73			
Computation of Net Position Value Class B:									
Net assets, at value	\$	1,797,054	\$		\$		\$	2,901,189	
Shares outstanding	Ψ	90,811	Ψ	_	Ψ	_	Ψ	2,901,183	
Net asset value per share	\$	19.79	\$		\$		\$	1.00	
The adder value per oriale		10.10	<u> </u>		<u> </u>		<u> </u>	1.00	
Computation of Net Position Value Class C:									
Net assets, at value	\$	15,230,245	\$	2,402,040	\$	704,952	\$	26,070,131	
Shares outstanding		777,874		245,032		76,800		26,069,939	
Net asset value per share	\$	19.58	\$	9.80	\$	9.18	\$	1.00	
•									
Computation of Net Position Value Direct:									
Net assets, at value	\$	-	\$	-	\$	-	\$	38,356,804	
Shares outstanding		-						38,356,789	
Net asset value per share	\$	-	\$	-	\$		\$	1.00	
	_		_		_				
Investments at cost	\$	69,251,434	\$	10,327,766	\$	2,964,972	\$	112,367,981	\$ 4,285,778,775

Schedules of Changes in Fiduciary Net Position for the year ended June 30, 2016

Franklin Growth Allocations

		ewborn - 8 years 529 Portfolio		Age 9 - 12 years 529 Portfolio	Age 13 - 16 years 529 Portfolio			Age 17+ years 529 Portfolio
Additions:								
Subscriptions	\$	97,601,603	\$	196,374,611	\$	214,630,524	\$	174,411,532
Increase from investment operations:								
Dividend income		5,559,107		10,257,553		10,631,847		10,280,585
Net Realized gain from sales of Underlying Funds		1,208,899		-		-		-
Net Realized gain on distributions by Underlying Funds		20,109,320		22.675.377		13,195,704		5,559,808
Net change in unrealized appreciation on investments		.,,.		,,-		-,, -		-,,
in Underlying Funds		_		_		_		_
Net increase in net position resulting from operations	-	26,877,326		32.932.930		23.827.551		15.840.393
Total Additions	-	124,478,929		229,307,541		238,458,075		190,251,925
Deductions:								
Redemptions		147,239,813		187,382,637		161,166,531		148,882,358
Decrease from investment operations:								
Net Realized loss from sales of Underlying Funds		_		1,293,941		1,107,975		2,011,614
Net change in unrealized depreciation on investments				,,-		, - ,-		
in Underlying Funds		47.378.540		52.660.689		35.300.050		19,821,813
Program management fees (Note 2)		978.619		1.286.933		1.147.204		932,896
Sales fees (Note 2)		,		.,,		.,,=		,
Class A		666.689		777,339		684,458		516,047
Class B		164,479		277,120		211,287		147,615
Class C		687,768		877,817		1,018,904		1,072,116
Net decrease in net position resulting from operations	-	49,876,095		57,173,839		39,469,878		24,502,101
Total Deductions		197,115,908		244,556,476		200,636,409		173,384,459
Changes in Fiduciary Net Position held in trust for Account								
Owners in the Program	\$	(72,636,979)	\$	(15,248,935)	\$	37,821,666	\$	16,867,466
Fiduciary Net Position - beginning of year		491,056,924	663,319,67			549,955,093		464,318,128
Fiduciary Net Position - end of year	\$	418,419,945	\$	648,070,743	\$	587,776,759	\$	481,185,594
	_							-

Schedules of Changes in Fiduciary Net Position (continued)

for the year ended June 30, 2016

Franklin Conservative Allocations

		rborn - 8 years 29 Portfolio		ge 9 - 12 years 529 Portfolio		ge 13 - 16 years 529 Portfolio		ge 17+ years 29 Portfolio
Additions:								
Subscriptions	\$	6,661,709	\$	7,932,001	\$	12,021,826	\$	19,844,515
Increase from investment operations:								
Dividend income		451,528		382,006		593,930		434,982
Net Realized gain from sales of Underlying Funds		-		-		-		-
Net Realized gain on distributions by Underlying Funds		548,251		182,524		-		-
Net change in unrealized appreciation on investments								
in Underlying Funds		-		-		-		
Net increase in net position resulting from operations		999,779		564,530		593,930		434,982
Total Additions		7,661,488		8,496,531		12,615,756		20,279,497
Deductions:								
Redemptions		5,102,130		5,133,845		10,482,837		13,247,104
Decrease from investment operations:								
Net Realized loss from sales of Underlying Funds		18,206		60,045		165.757		96.165
Net change in unrealized depreciation on investments		10,200		00,043		103,737		30,103
•		1.553.990		656.861		472.416		240.250
in Underlying Funds		, ,				472,416 45.711		348,356
Program management fees (Note 2)		49,507		35,680		45,711		67,860
Sales fees (Note 2) Class A		34,844		22.040		00.404		33.324
Class B				23,046 2,749		23,484		, -
Class C		2,539 34.571		2,749 33.670		3,075 61,798		2,455 103.794
		- ,-		,	_			, -
Net decrease in net position resulting from operations Total Deductions		1,693,657 6,795,787		812,051 5.945.896		772,241 11.255.078		651,954 13.899.058
Total Deductions		6,795,787		5,945,896		11,255,078		13,899,058
Changes in Fiduciary Net Position held in trust for Account								
Owners in the Program	\$	865,701	\$	2,550,635	\$	1,360,678	\$	6,380,439
Fiduciary Net Position - beginning of year	•	22,689,405	·	15,198,199	•	21,379,377		31,394,297
Fiduciary Net Position - end of year	\$	23,555,106						37,774,736
•			<u> </u>		<u> </u>		\$	

Schedules of Changes in Fiduciary Net Position (continued) for the year ended June 30, 2016

Franklin Moderate Allocations

	e 17+ years 9 Portfolio	
Additions:		
Subscriptions \$ 33,641,626 \$ 39,622,815 \$ 46,661,673 \$	40,395,836	
Increase from investment operations:		
Dividend income 2,058,877 1,826,555 2,597,149	1,943,118	
Net Realized gain from sales of Underlying Funds	-	
Net Realized gain on distributions by Únderlying Funds 4,536,691 2,234,395 1,429,684	-	
Net change in unrealized appreciation on investments		
in Underlying Funds	-	
Net increase in net position resulting from operations 6,595,568 4,060,950 4,026,833	1,943,118	
Total Additions 40,237,194 43,683,765 50,688,506	42,338,954	
Deductions:		
Redemptions 25,620,281 29,730,535 35,930,387	22,109,724	
Decrease from investment operations:		
Net Realized loss from sales of Underlying Funds 475,597 286,821 388,448	386,626	
Net change in unrealized depreciation on investments	•	
in Underlying Funds 10,161,870 5,708,804 5,092,093	1.565,281	
Program management fees (Note 2) 295,249 218,409 261,998	163,365	
Sales fees (Note 2)	,	
Class A 214,440 154,159 154,469	76,455	
Class B 18,322 15,247 16,965	8,408	
Class C 230,989 194,845 356,479	301,120	
Net decrease in net position resulting from operations 11,396,467 6,578,285 6,270,452	2,501,255	
Total Deductions 37,016,748 36,308,820 42,200,839	24,610,979	
Changes in Fiduciary Net Position held in trust for Account	47 707 075	
Owners in the Program \$ 3,220,446 \$ 7,374,945 \$ 8,487,667 \$	17,727,975	
Fiduciary Net Position - beginning of year 129,018,909 91,743,177 110,623,928	68,079,759	
Fiduciary Net Position - end of year \$\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	85,807,734	

Schedules of Changes in Fiduciary Net Position (continued)

for the year ended June 30, 2016

Objective-Based Allocation

	Franklin Corefoli 529 Portfolio		Franklin Founding Funds 529 Portfolio			ranklin Growth Allocation 529 Portfolio	Franklin Growth & Income Allocation 529 Portfolio			anklin Income Allocation 529 Portfolio
Additions:										
Subscriptions	\$ 24,117,	161	\$	28,345,503	\$	34,073,435	\$	24,960,735	\$	12,951,825
Increase from investment operations:										
Dividend income	2.249.0	073		7.906.698		2.626.880		3,156,840		1,831,434
Net Realized gain from sales of Underlying Funds	2,340,			352.394		_,,,,		-		-
Net Realized gain on distributions by Underlying Funds	9,623,6			5,033,203		9,678,450		4.077.885		_
Net change in unrealized appreciation on investments										
in Underlying Funds		-		-		-		-		-
Net increase in net position resulting from operations	14,212,9	924		13,292,295		12,305,330		7,234,725		1,831,434
Total Additions	38,330,0	085		41,637,798		46,378,765		32,195,460		14,783,259
Deductions:										
	07.007.	100		20 504 707		31.327.845		27,332,511		44 700 044
Redemptions	27,037,	100		39,521,797		31,327,845		21,332,511		14,708,344
Decrease from investment operations:										
Net Realized loss from sales of Underlying Funds		-		-		489,088		369,855		246,461
Net change in unrealized depreciation on investments						•		,		,
in Underlying Funds	23.432.7	721		24.964.425		21,248,795		11.196.685		1.806.711
Program management fees (Note 2)	376,2	242		608,227		397,648		341,882		137,218
Sales fees (Note 2)	,					,,,,,,		,		- , -
Class A	219,9	906		399,069		220,140		186,743		74,752
Class B	48,9	925		95,024		38,527		33,929		14,075
Class C	361,4	149		741,027		330,625		412,936		155,680
Net decrease in net position resulting from operations	24,439,2	243		26,807,772		22,724,823		12,542,030		2,434,897
Total Deductions	51,476,3	343		66,329,569		54,052,668		39,874,541		17,143,241
Channel in Fiducian Net Bestine held in tweet for Assessed										
Changes in Fiduciary Net Position held in trust for Account Owners in the Program	\$ (13,146,2	259)	\$	(24,691,771)	\$	(7,673,903)	\$	(7,679,081)	\$	(2,359,982)
Fiduciary Net Position - beginning of year		,	φ	266,884,626	Ф	219,980,318	Ф	171,037,420	Ф	(2,359,982) 70,816,959
Fiduciary Net Position - beginning of year Fiduciary Net Position - end of year	195,131,4 \$ 181,985,2		\$	242,192,855	\$	212,306,415	\$	163,358,339	\$	68,456,977
i ladolary ivet i oslilori - eria oi year	Ψ 101,903,		Ψ	272,132,033	Ψ	212,500,415	Ψ	100,000,009	Ψ	00,430,977

Schedules of Changes in Fiduciary Net Position (continued)

for the year ended June 30, 2016

Individual Portfolios

		Franklin Growth 529 Portfolio		anklin Income 529 Portfolio	nklin Small-Mid Cap Growth 529 Portfolio	Franklin Mutual Shares 529 Portfolio			S&P 500 Index 529 Portfolio
Additions:									
Subscriptions	\$	16,830,792	\$	24,431,098	\$ 11,417,773	\$	8,650,556	\$	36,052,840
Increase from investment operations:									
Dividend income		669.311		9,737,819	_		1.733.594		3.194.848
Net Realized gain from sales of Underlying Funds		856,403		-	_		955.760		76,027
Net Realized gain on distributions by Underlying Funds		2,250,296		_	4.763.442		5,157,727		
Net change in unrealized appreciation on investments		_,,			.,		-,,		
in Underlying Funds		_		_	_		_		2.922.883
Net increase in net position resulting from operations	-	3,776,010		9,737,819	 4,763,442		7,847,081		6,193,758
Total Additions	-	20,606,802		34,168,917	 16.181.215		16,497,637		42,246,598
					 	-			, , , , , , , , , , , , , , , , , , , ,
Deductions:									
Redemptions		9,897,328		31,995,948	9,910,795		13,628,058		18,389,237
Decrease from investment operations:									
Net Realized loss from sales of Underlying Funds		_		991.402	267,154		_		-
Net change in unrealized depreciation on investments					- , -				
in Underlying Funds		3.381.921		10.932.544	9.992.178		9,885,923		_
Program management fees (Note 2)		180,821		420,710	140,072		206,962		223,579
Sales fees (Note 2)		100,021		.20,0	0,0.2		200,002		220,010
Class A		134,386		270,474	103,497		148.734		92,231
Class B		21,440		39,897	24,464		28,729		21,127
Class C		164,516		560,679	121,820		203,891		152,684
Net decrease in net position resulting from operations		3,883,084	-	13,215,706	 10,649,185	_	10,474,239	_	489,621
Total Deductions		13,780,412		45,211,654	 20,559,980	-	24,102,297		18,878,858
		,,	-	,,,	 	_		_	,
Changes in Fiduciary Net Position held in trust for Account									
Owners in the Program	\$	6,826,390	\$	(11,042,737)	\$ (4,378,765)	\$	(7,604,660)	\$	23,367,740
Fiduciary Net Position - beginning of year		70,619,804		185,154,919	 60,008,499		90,775,933		133,957,021
Fiduciary Net Position - end of year	\$	77,446,194	\$	174,112,182	\$ 55,629,734	\$	83,171,273	\$	157,324,761

Schedules of Changes in Fiduciary Net Position (continued)

for the year ended June 30, 2016

Individual Portfolios (continued)

		Templeton Growth 529 Portfolio		Franklin Mutual Global Discovery 529 Portfolio		Templeton Global Bond 529 Portfolio		Franklin U.S. Government Money 529 Portfolio		TOTAL	
Additions:											
Subscriptions	\$	7,923,959	\$	5,812,566	\$	1,708,363	\$	60,474,824	\$	1,187,551,701	
Increase from investment operations:											
		4.054.040		404.074		05.000				04 005 000	
Dividend income		1,351,612		124,371		65,982		-		81,665,699	
Net Realized gain from sales of Underlying Funds		108,321		-		-		-		5,897,990	
Net Realized gain on distributions by Underlying Funds		-		496,200		-		-		111,552,622	
Net change in unrealized appreciation on investments											
in Underlying Funds						-		-		2,922,883	
Net increase in net position resulting from operations		1,459,933		620,571		65,982				202,039,194	
Total Additions		9,383,892		6,433,137		1,774,345		60,474,824	_	1,389,590,895	
Deductions:											
Redemptions		12,006,912		1,097,786		402,454		35,092,593		1,064,376,890	
Decrease from investment operations:											
Net Realized loss from sales of Underlying Funds				50,234		19,823		_		8,725,212	
Net change in unrealized depreciation on investments				00,204		10,020				0,720,212	
in Underlying Funds		9.346.481		864.497		115.777				307.889.421	
		- , , -						-		, ,	
Program management fees (Note 2)		178,848		18,301		5,260		-		8,719,201	
Sales fees (Note 2)		101 700		40.000		4.407				E 050 000	
Class A		131,782		13,698		4,127		-		5,358,293	
Class B		25,541						-		1,261,939	
Class C		162,516		18,599		4,588				8,364,881	
Net decrease in net position resulting from operations		9,845,168		965,329		149,575		-		340,318,947	
Total Deductions		21,852,080		2,063,115		552,029		35,092,593		1,404,695,837	
Changes in Fiduciary Net Position held in trust for Account											
Owners in the Program	\$	(12,468,188)	\$	4,370,022	\$	1,222,316	\$	25,382,231	\$	(15,104,942)	
Fiduciary Net Position - beginning of year	~	80,066,125	*	5,043,939	7	1,594,655	*	87,423,220	•	4,297,271,775	
Fiduciary Net Position - end of year	\$	67,597,937	\$	9,413,961	\$	2,816,971	\$	112,805,451	\$	4,282,166,833	
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