STATE OF TENNESSEE STATEMENT OF CHANGES IN PLAN NET ASSETS PENSION TRUST FUND FOR THE YEARS ENDED JUNE 30, 1997 AND 1996

(Expressed in Thousands)

	TEAC EDUCA PE	TE EMPLOYEES, CHERS, HIGHER TION EMPLOYEES INSION PLAN SETHEEPP)	_	POLITICAL SUBDIVISIONS PENSION PLAN (PSPP)	_	TOTAL JUNE 30, 1997	_	TOTAL JUNE 30, 1996
ADDITIONS: CONTRIBUTIONS:								
MEMBER CONTRIBUTIONS	\$	110.697	\$	32.959	\$	143.656	\$	133,603
EMPLOYER CONTRIBUTIONS		278,417		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		278,417		290,222
POLITICAL SUBDIVISION CONTRIBUTIONS			_	59,167	_	59,167	_	54,878
TOTAL CONTRIBUTIONS		389,114	_	92,126	_	481,240	_	478,703
INVESTMENT INCOME:								
NET APPRECIATION(DEPRECIATION) IN								
FAIR VALUE OF INVESTMENTS		1,499,296		212,126		1,711,422		1,035,814
INTEREST DIVIDENDS		596,369 110,218		84,368 15,593		680,737 125,811		641,615 129,290
SECURITIES LENDING		76,749		10,858		87,607		107,580
SECONTES EEL SENO		70,712	-	10,020	_	07,007	-	107,500
TOTAL INVESTMENT INCOME		2,282,632		322,945		2,605,577		1,914,299
LESS: INVESTMENT EXPENSES		7,632		1,088		8,720		4,715
SECURITIES LENDING EXPENSES		71,753	_	10,151	_	81,904	_	102,910
NET INVESTMENT INCOME		2,203,247	_	311,706	_	2,514,953	_	1,806,674
TOTAL ADDITIONS		2,592,361	_	403,832	_	2,996,193	_	2,285,377
DEDUCTIONS:								
ANNUITY BENEFITS:								
RETIREMENT BENEFITS		379,599		54,253		433,852		400,481
COST OF LIVING		73,751		10,540		84,291		78,322
DEATH BENEFITS REFUNDS		2,395		801		3,196		3,225
ADMINISTRATIVE EXPENSES		11,444 2,221		12,389 1,636		23,833 3,857		20,722 3,911
ADMINISTRATIVE EXIENSES		2,221	-	1,030	_	3,637	-	3,911
TOTAL DEDUCTIONS		469,410	_	79,619	_	549,029	_	506,661
NET INCREASE		2,122,951		324,213		2,447,164		1,778,716
NET ASSETS HELD IN TRUST FOR PENSION BENEFITS:								
JULY 1		14,092,392	_	1,979,785	_	16,072,177	_	14,293,461
JUNE 30	\$	16,215,343	\$_	2,303,998	\$_	18,519,341	\$_	16,072,177

See accompanying Notes to the Financial Statements