3Q14 Small Cap Equity Quarterly Summary

Franklin Regional Retirement System



Market Analysis

The equity indices took a breather in the third quarter, and value stocks were especially vulnerable after their relative outperformance over growth issues in the first half of 2014.

Investors looked past sustained, favorable domestic economic trends in the third quarter amid negative economic data out of Europe and Asia.

Our Small Cap Equity strategy outperformed both the Russell 2000® Index and the Russell 2000® Value Index in the third quarter.

Stock selection accounted for all of our outperformance versus the Russell 2000, as the stocks in our portfolio outpaced those in the benchmark in 9 of the 10 economic sectors.

Our overweight to the Energy sector reduced our outperformance for the quarter.

Amid the sluggish economic recovery here in the U.S. and geopolitical uncertainty abroad, we continue to pursue our balanced approach to security selection and portfolio construction.

Comments above relating to portfolio results are based upon composite performance data, and may not be representative of individual client portfolio performance due to a number of factors, including but not limited to, account specific restrictions and timing of client cash flows.

Further, the views and the assumptions underlying Systematic's comments are subject to change. The comments and opinions contained herein may be based on or derived from third party sources and/or Systematic's internal analysis of financial data, public filings and/or our fundamental research efforts. We believe the third party sources from which information is derived to be accurate and dependable however, we are not responsible for errors by them on which we reasonably rely.

The companies held in the portfolio have been classified in accordance with S&P/MSCI GICS. The Global Industry Classification Standard ("GICS") was developed by and is the exclusive property and service mark of MSCI Inc. ("MSCI") and Standard & Poor's Financial Services LLC ("S&P"), and is licensed for use by Systematic "as such".

Performance (Gross of Fees)

	3Q14	YTD	1 Year	3 Year	5 Year	Since Inception*
Total Portfolio	-6.06%		_	_	_	-5.53%
Russell 2000®	-7.36%	-4.41%	3.93%	21.24%	14.28%	-6.71%
Russell 2000® Value	-8.58%	-4.74%	4.13%	20.59%	13.02%	-7.47%

*Inception date: 3/31/2014

Market Value

	Trade Date Market Value
Total Portfolio	\$5,585,452
Equity	\$5,506,338
Cash	\$79,114

Past performance does not guarantee future results and current performance may be lower or higher than the past performance data quoted. All performance and market value information is preliminary, pending reconciliation to custodial statements. Performance provided is gross of fees, which does not reflect the deduction of advisory fees and other expenses that may be incurred in the management of this account. Advisory fees are described in the Firm Brochure. Performance for periods over one year is annualized. Performance may differ slightly when compared to other performance reports released by Systematic due to different methods of rounding employed by performance reporting systems.

The performance of an index is not an exact representation of any particular investment, as you cannot invest directly in an index. Financial indices assume reinvestment of dividends and other earnings but do not reflect the impact of fees, applicable taxes, or trading costs, which may reduce the returns shown. The financial indices referenced herein are provided for informational purposes only.

Russell Investment Group is the source and owner of the Russell Index data contained or reflected in this material and all trademarks and copyrights related thereto. The presentation may contain confidential information and unauthorized use, disclosure, copying, dissemination or redistribution is strictly prohibited. This is a presentation of Systematic Financial Management, L.P. Russell Investment Group is not responsible for the formatting or configuration of this material or for any inaccuracy in Systematic's presentation thereof