

VERMONT HIGHER EDUCATION INVESTMENT PLAN PERFORMANCE TABLES

The performance tables below show each Age Band's and Investment Option's returns over the specified time period. Performance is calculated from the day on which funds were first invested in an Age Band or Investment Option after it was made available (the "Inception Date"). With the exception of the Interest Income Option, all of the Investment Options invest in Institutional Class shares of certain TIAA-CREF Institutional Mutual Funds (individually and collectively referred to below as the "underlying mutual fund(s)").

Managed Allocation Option

Average Annual Total Returns for the Managed Allocation Option¹

For the Period Ending May 31, 2009

Age Band ²	Inception Date	Year-to-Date	1 Year	3 Year	5 Year	Since Inception	Estimated Expense Ratio of Underlying Mutual Funds ⁴	Plan Manager Fees ⁵
0-3	December 14, 2005	2.63%	-28.13%	-6.02%	N/A	-4.56%	0.26%	0.54%
Blended Index ³	—	3.57%	-27.99%	-5.80%	N/A	-4.30%	—	—
4-7	December 14, 2005	2.76%	-19.95%	-2.93%	N/A	-2.07%	0.27%	0.53%
Blended Index ³	—	3.56%	-20.54%	-2.68%	N/A	-1.79%	—	—
8-11	December 14, 2005	2.72%	-16.35%	-1.39%	N/A	-0.85%	0.28%	0.52%
Blended Index ³	—	3.48%	-16.55%	-0.93%	N/A	-0.41%	—	—
12-14	December 14, 2005	2.32%	-11.27%	0.99%	N/A	1.00%	0.29%	0.51%
Blended Index ³	—	3.36%	-12.23%	1.13%	N/A	1.20%	—	—
15-17	December 14, 2005	1.89%	-8.94%	1.56%	N/A	1.53%	0.27%	0.53%
Blended Index ³	—	2.87%	-8.55%	2.14%	N/A	2.07%	—	—
18 and Over	December 14, 2005	1.29%	-3.63%	2.80%	N/A	2.65%	0.23%	0.57%
Blended Index ³	—	1.85%	-3.17%	3.22%	N/A	3.06%	—	—

The performance data quoted represent past performance and are net of all fees and expenses, including the estimated expense ratio of the underlying mutual funds and the Plan Manager Fee. Past performance is not a guarantee of future results. Your returns and the principal value of your Account will fluctuate so your investment may be worth more or less than the original value when you withdraw your money. Current performance may be lower or higher than the performance quoted above.

¹ All performance figures in the table, with the exception of the performance figures in the Year-to-Date column, represent the average annual compound rate of total return. All figures in the Year-to-Date column represent cumulative, non-annualized returns.

² These Age Bands have limited operating histories, so the returns cited above may not be a good indication of how they may perform over a long time period. Beneficiaries are moved from one Age Band to the next Age Band on the first "rolling date" following their fourth, eighth, twelfth, fifteenth and eighteenth birthdays. The "rolling dates" are March 20, June 20, September 20 and December 20 (or the first business day thereafter).

³ The Blended Indexes are customized benchmarks that combine the fund benchmarks of each underlying mutual fund held in an Age Band according to the Age Band's asset allocation during the relevant time period. The Blended Indexes are used to compare the performance of the corresponding Age Band. They are unmanaged and do not reflect the deduction of any fees or expenses.

⁴ For each Age Band, the estimated annual expense ratio is based on a weighted average of each underlying mutual fund's expense ratio as of February 1, 2009 (the "Estimated Underlying Fund Expenses") in accordance with the Age Band's asset allocation among the underlying mutual funds.

⁵ For its services as Plan Manager, each Age Band pays TFI an annual management fee of between 0.51% and 0.57% (depending on the Age Band) of the average daily net assets held by that Age Band (the "Plan Manager Fee"). For any Age Band, if the corresponding estimated annual expense ratio increases, the Plan Manager Fee for such Age Band will decrease so that the sum of the estimated annual expense ratio and the Plan Manager Fee does not exceed 0.80%.

Additional Investment Options

Average Annual Total Returns for the 100% Equity Option¹ For the Period Ending May 31, 2009

Investment Option	Inception Date	Year-to-Date	1 Year	3 Year	5 Year	Since Inception	Estimated Expense Ratio of Underlying Mutual Funds ³	Plan Manager Fees ⁴
100% Equity Option	September 27, 2001	6.07%	-35.25%	-9.01%	-1.58%	0.18%	0.38%	0.42%
Blended Index²	—	3.41%	-35.08%	-8.94%	-1.57%	1.14%	—	—

The performance data quoted represent past performance and are net of all fees and expenses, including the estimated expense ratio of the underlying mutual funds and the Plan Manager Fee. Past performance is not a guarantee of future results. Your returns and the principal value of your Account will fluctuate so your investment may be worth more or less than the original value when you withdraw your money. Current performance may be lower or higher than the performance quoted above.

¹ All performance figures in the table, with the exception of the performance figures in the Year-to-Date column, represent the average annual compound rate of total return. All figures in the Year-to-Date column represent cumulative, non-annualized returns.

² The Blended Index is a customized benchmark that combines the fund benchmarks of each underlying mutual fund held in the 100% Equity Option according to the 100% Equity Option's asset allocation during the relevant time period. The Blended Index is used to compare the performance of the 100% Equity Option. It is unmanaged and does not reflect the deduction of any fees or expenses.

³ The estimated annual expense ratio for the 100% Equity Option is based on a weighted average of each underlying mutual fund's expense ratio as of February 1, 2009 (the "Estimated Underlying Fund Expenses") in accordance with the Investment Option's asset allocation among the underlying mutual funds.

⁴ For its services as Plan Manager, the 100% Equity Option pays TFI an annual management fee of 0.42% (the "Plan Manager Fee"). If the estimated annual expense ratio for the 100% Equity Option increases, the Plan Manager Fee will decrease so that the sum of the estimated annual expense ratio and the Plan Manager Fee does not exceed 0.80%.

**Average Annual Total Returns for the Interest Income Option¹
For the Period Ending May 31, 2009**

For the period April 1, 2009 – June 30, 2009 the interest rate will be credited at 0.23%.

The performance data quoted represents the current credited rate and is net of management fees and all other fees and expenses. Past performance is not a guarantee of future results. Your returns and the principal value of your Account will fluctuate so your investment may be worth more or less than the original value when you withdraw your money. Current performance may be lower or higher than the performance quoted above.

¹The interest on funds invested in the Interest Income Option of the Vermont Higher Education Investment Plan accrues daily and is posted quarterly. Each quarter, the interest rate is set based upon the average of the bond-equivalent rates of the 91-day United States Treasury Bills auctioned during the preceding quarter. **For the period April 1, 2009 – June 30, 2009 the interest rate will be credited at 0.23%.**

Consider the investment objectives, risks, charges and expenses before investing in the Vermont Higher Education Investment Plan. For details, refer to the [Disclosure Booklets](#) for all three Investment Options, which contains this information. Read it carefully before you invest.

Before investing in a 529 plan, you should consider whether the state you or your designated beneficiary reside in or have taxable income in has a 529 plan that offers favorable state income tax or other benefits that are only available if you invest in that state's 529 plan.

The Vermont Higher Education Investment Plan ("VHEIP") is administered by the Vermont Student Assistance Corporation. ("VSAC"). TIAA-CREF Tuition Financing, Inc. (TFI) serves as Plan Manager. TFI's affiliate, TIAA-CREF Individual & Institutional Services, LLC, is the distributor. The VHEIP Web site contains information about the Managed Allocation Option, 100% Equity Option and the Interest Income Option. Investment management for the Managed Allocation and 100% Equity Options is provided by TFI while investment management of the Interest Income Option is provided by VSAC.

TFI's affiliate broker dealer, TIAA-CREF Individual & Institutional Services, LLC, member [FINRA](#), distributes the VHEIP. The State of Vermont, its agencies, VSAC, the VSAC Board of Directors, TIAA-CREF Tuition Financing, Inc., Teachers Insurance and Annuity Association of America and its affiliates do not insure any Account or guarantee its principal or investment return. Account value will fluctuate based upon a number of factors, including general market conditions.