# Goldman Sachs Variable Insurance Trust

## Goldman Sachs Structured Small Cap Equity Fund

Annual Report
December 31, 2009

**INVESTMENT OBJECTIVE**

The Fund seeks long-term growth of capital. The Fund seeks this objective through a broadly diversified portfolio of equity investments in U.S. issuers.

# Portfolio Management Discussion and Analysis

*Below, the Goldman Sachs Quantitative Investment Strategies Team discusses the Fund's performance and positioning for the twelve-months ended December 31, 2009.*

***How did the Goldman Sachs Structured Small Cap Equity Fund (the "Fund") perform during the annual period ended December 31, 2009 (the "Reporting Period")?***

During the Reporting Period, the Fund's Institutional and Service Shares generated average annual total returns of 27.67% and 27.26%, respectively. These returns compare to the 27.17% average annual total return of the Fund's benchmark, the Russell 2000 Index (with dividends reinvested) (the "Russell Index") during the same time period.

***What economic and market factors most influenced the equity markets as a whole during the Reporting Period?***

The performance of the U.S. equity markets can be divided into two distinct portions during the Reporting Period. Through early March 2009, the U.S. equity markets were characterized by negativity and soaring volatility, as the equity markets reacted to a litany of bad economic news. Investor concerns were fostered by rising unemployment and a still-fragile housing market as well as by continued financial disruptions. Underlying this uncertainty was the fact that the U.S. economy had moved into a recession, as evidenced by waning consumer spending and a dimming export sector, which, until recently, had been a rare bright spot in the U.S. economic picture. Global financial institutions cut back lending as other major financial institutions dealt with the after-shocks of bankruptcy, merger or government take-over. Together, these factors fostered heightened investor risk aversion and fear. The result was that investors sold off all types of equity assets in a flight to the relative safety of U.S. Treasuries.

Then, economic news became less bad and "green shoots" even began to appear in early March. Investor sentiment improved. The Treasury Department finally revealed details on key parts of its financial rescue plans, and investors recognized that the government was not interested in nationalizing companies that could be viable as privately-owned enterprises. Gross Domestic Product ("GDP") declined less than expected in the second quarter of 2009, and U.S. equities rallied strongly. Although the equity markets stalled somewhat in June, the rally resumed with vigor again in July, such that most of the major U.S. equity indices enjoyed gains for seven months in a row through September 2009. October saw choppy equity market results, as economic data remained mixed and investors questioned how long one of the biggest equity market recoveries ever could last. November and December then saw a rebound in the equity markets. In all, given the astonishing rally since early March, both the Dow Jones Industrial Index and the S&P 500 Index ended 2009 with their best annual gains since 2003, though still significantly down from their 2007 peaks. The equity market rally was broad based across sectors within the U.S. equity indices, and international equities rose sharply as well.

For the Reporting Period overall, the U.S. small-cap equity market, as measured by the Russell 2000 Index, modestly lagged its large-cap counterparts, as measured by the Russell 1000 Index. Within the U.S. small-cap equity segment, growth stocks significantly outperformed value stocks during the twelve-month period. The Russell 2000 Growth Index returned 34.47% for the Reporting Period compared to the 20.58% return of the Russell 2000 Value Index. The Russell 2000 Growth Index has a heavier weighting in the information technology sector, which performed strongly during the Reporting Period.

***What key factors were responsible for the Fund's performance during the Reporting Period?***

As expected, and in keeping with our investment approach, our quantitative model and its six investment themes — Valuation, Profitability, Quality, Management, Momentum and Sentiment — had the greatest impact on relative performance. We use these themes to take a long-term view of market patterns and look for inefficiencies, selecting stocks for the Fund and overweighting or underweighting the ones chosen by the model. Over time and by design, the performance of any one of the model's investment themes tends to have a low correlation with the model's other themes, demonstrating the diversification benefit of the Fund's theme-driven quantitative model. The variance in performance supports our research indicating that the diversification provided by the Fund's different investment themes is a significant investment advantage over the long term, even though the Fund may experience underperformance in the short term.

Overall, the Fund outperformed the Russell Index during the Reporting Period, with the Fund's Momentum theme by far the best performer during the Reporting Period. The Momentum theme seeks to predict drifts in stock prices caused by under-reaction to company-specific information. Also, adding value were Sentiment and Valuation. Sentiment reflects selected investment views and decisions of individuals and financial intermediaries. Valuation attempts to capture potential mispricings of securities, typically by comparing a measure of the company's intrinsic value to its market value.

The Management theme detracted the most from the Fund's relative results, followed by Profitability. The Management theme assesses the characteristics, policies and strategic decisions of company management. The Profitability theme assesses whether a company is earning more than its cost of capital. Quality, which evaluates whether the company's earnings are coming from more persistent, cash-based sources, as opposed to accruals, also negatively impacted relative returns, though to a lesser extent.

***How did the Fund's sector allocations affect relative performance?***

In constructing the Fund's portfolio, we focus on picking stocks rather than making industry or sector bets. Consequently, the Fund is similar to its benchmark, the Russell 2000 Index, in terms of its sector allocation and style. However, we seek to outpace the Russell Index by overweighting stocks that we expect to outperform and underweighting those that we think may lag. We also build positions based on our thematic views. For example, the Fund aims to hold a basket of stocks with more favorable Momentum characteristics than the benchmark index. We manage the Fund's industry and sector exposure by including industry factors in our risk model and by explicitly penalizing industry and sector deviations from the benchmark index in optimization. Sector weights generally do not have a meaningful impact on relative performance.

All that said, stock selection in the industrials, financials and energy sectors made the biggest positive contribution to the Fund's results relative to the Russell Index. Conversely, stock selection in the consumer discretionary, information technology and consumer staples sectors detracted most from the Fund's results relative to its benchmark index.

***Which individual stock positions contributed the most to the Fund's relative returns during the Reporting Period?***

The Fund benefited most from overweight positions in human resources firm MPS Group, crude oil refiner Western Refining and subscription-based personal video recording service provider TiVo. We chose to overweight MPS Group because of our positive views on Quality and Profitability. The overweights in Western Refining and TiVo were the result of our positive views on Profitability and Sentiment.

***Which individual positions detracted from the Fund's results during the Reporting Period?***

Detracting most from the Fund's results relative to its benchmark index were overweight positions in immunobiotics manufacturer Emergent BioSolutions and commercial banks Cathay General Bancorp and First Bancorp. Our positive views on Profitability and Valuation led us to overweight Emergent BioSolutions. The Fund had overweighted positions in Cathay General Bancorp and First Bancorp because of our positive views on Valuation and Management.

***Did you make any enhancements to your quantitative models during the Reporting Period?***

We continuously look for ways to improve our investment process. Accordingly, during the Reporting Period, we introduced a number of enhancements to the proprietary quantitative model we use in the Fund. During the first quarter of 2009, we added a new factor to our global models, which extends the Fund's Momentum theme by examining additional relationships across firms. This enhancement is part of our ongoing research effort in developing cross-company linkage signals. We believe that this new factor has predictive ability and should further add value to our process over time.

During the second quarter of 2009, we introduced an enhanced risk model to our process. The key features are the dynamic adjustment of volatility decay rates based on the market environment, as well as the decomposition of factor exposures into different lags and the inclusion of short interest as a control factor. The expected benefits of these rather complex features are the ability to react to changing markets in a timelier manner, avoiding stale exposures and better controlling active exposure to heavily shorted companies.

We continued our extensive ongoing research process, but did not implement significant model enhancements in the third quarter of 2009. During the fourth quarter of 2009, we implemented several enhancements to our U.S. equity models. We continued to refine our process to properly adjust for crowding, which, if not controlled, has the potential to shorten the horizon over which updated signal values are effective. Crowding is a phenomenon in which quantitative managers look for similar stock traits using similar investment themes. We also continued to improve our cross-company linkage signals by examining the relationship between companies that are economically linked on a global basis. Further, we introduced two new signals within the Management theme. The first seeks to capture select actions of managers of hard-to-value companies, while the other identifies companies where managers have an incentive that is tied to shareholder value. Lastly, we continued our sector-specific research and implemented a signal that measures the efficiency and profitability of airline companies. We believe these enhancements have predictive ability and should further add value to our process over time.

***What was the Fund's sector positioning relative to its benchmark index at the end of the Reporting Period?***

As of December 31, 2009, the Fund was overweight the materials, information technology, health care and consumer staples sectors relative to the Russell Index. The Fund was underweight the financials, energy, telecommunication service and utilities sectors compared to the benchmark index on the same date. The Fund was relatively neutral in the consumer discretionary and industrials sectors at the end of the Reporting Period.

***What is your strategy going forward for the Fund?***

In the coming months, we believe that less expensive stocks should outpace more expensive stocks, and that stocks with good momentum are likely to outperform those with poor momentum. Our focus will remain on companies with increasingly strong fundamentals, good profitability, sustainable earnings and a track record of using capital to enhance shareholder value. As such, we anticipate remaining fully invested with long-term performance likely to be the result of stock selection rather than sector or size allocations.

We stand behind our investment philosophy that sound economic investment principles, coupled with a disciplined quantitative approach, can provide strong, uncorrelated returns over the long run. Our research agenda is robust, and we continue to enhance our existing models, add new proprietary forecasting signals, and improve our trading execution as we seek to provide the most value to our shareholders.

**CHANGES MADE TO THE TEAM'S MANAGEMENT**

Mark Carhart and Ray Iwanowski, formerly co-heads of Quantitative Investment Strategies ("QIS"), have retired, each to pursue separate personal and professional objectives. Giorgio De Santis, co-head of QIS Research, also decided to retire.

Carolina Minio-Paluello, Managing Director, has accepted a new opportunity within the firm. Gary Chropuvka, Managing Director, has assumed Carolina's responsibilities and has become the Head of Global Client Portfolio Management and Product Strategy for QIS. Gary has been with the QIS team for more than 10 years and has extensive experience with the team's U.S. client effort. Additionally, Michael Cooper, Vice President and research analyst on our equity research team, has left the firm. Michael joined the QIS team in January 2008 and has returned to the David Eccles School of Business at the University of Utah, where he was previously an Associate Professor of Finance. Michael's research responsibilities have been assumed by the existing QIS equity research team.

In November 2009, Claira Kim joined the QIS team as a Vice President and will assist Veronica Foo, who is our Chief Operating Officer. We were also pleased to welcome six new analysts and an associate to the team during the Reporting Period. They will assume various functions within the QIS team.

After 23 years of distinguished service, Robert B. Litterman, the chairman of GSAM's QIS Group, retired from the firm at the end of 2009. Additionally, Bob Jones, previously co-CIO of the QIS equity business, decided to become an advisory director of QIS. After running our equity business for almost 20 years, Bob stepped away from actively managing portfolios in 2007. In his new role as advisory director, he spends his time focusing on special research projects, particularly in the quantitative equity space. Katinka Domotorffy will remain as Chief Investment Officer and the Head of QIS, continuing to work alongside Kent Daniel and Bill Fallon, co-CIOs of our equity and macro-fixed income businesses, respectively. The QIS team of over 120 professionals and 30-plus information technologists remains dedicated to research excellence as we enter 2010.

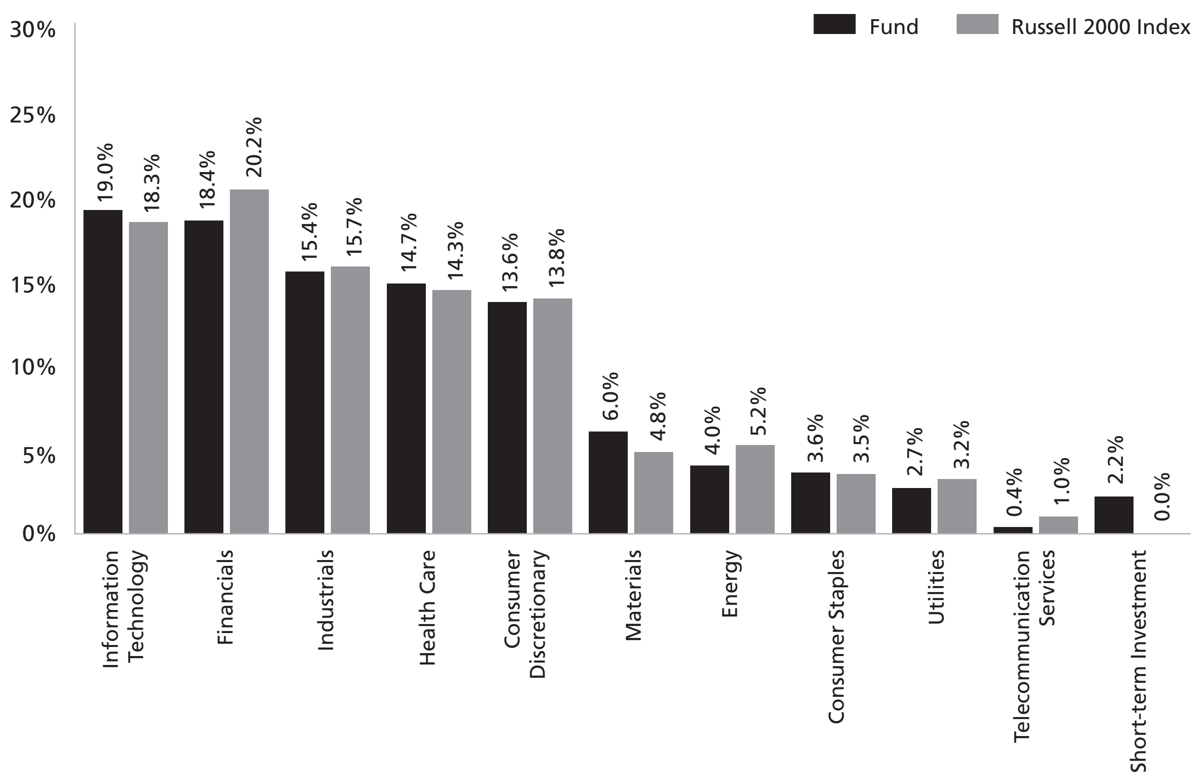
# Portfolio Composition

## TOP TEN PORTFOLIO HOLDINGS AS OF 12/31/09*

| Holding | % of Net Assets | Line of Business |
|---|---|---|
| Nationwide Health Properties, Inc. | 1.6% | Real Estate Investment Trust |
| International Bancshares Corp. | 1.1 | Banks |
| Allegiant Travel Co. | 1.1 | Transportation |
| Rayonier, Inc. | 1.0 | Real Estate Investment Trust |
| PDL BioPharma, Inc. | 0.8 | Pharmaceuticals, Biotechnology & Life Sciences |
| United Stationers, Inc. | 0.8 | Commercial & Professional Services |
| MicroStrategy, Inc. Class A | 0.8 | Software & Services |
| Integrys Energy Group, Inc. | 0.8 | Utilities |
| WellCare Health Plans, Inc. | 0.8 | Health Care Equipment & Services |
| Endurance Specialty Holdings Ltd. | 0.7 | Insurance |

** Opinions expressed in this report represent our present opinions only. Reference to individual securities should not be construed as a commitment that such securities will be retained by the Fund. From time to time, the Fund may change the individual securities it holds, the number or types of securities held and the markets in which it invests. Fund holdings of securities should not be relied upon in making investment decisions and should not be construed as research or investment advice regarding particular securities. References to individual securities do not constitute a recommendation to the investor to buy, hold or sell such securities. In addition, references to past performance of the Fund do not indicate future returns, which are not guaranteed and will vary. Furthermore, the value of shares of the Fund may fall as well as rise.*

## FUND vs. BENCHMARK SECTOR ALLOCATION AS OF 12/31/09[1]




[1] The Fund is actively managed and, as such, its composition may differ over time. The above graph categorizes investments using Global Industry Classification Standard ("GICS"), however, the sector classifications used by the portfolio management team may differ from GICS. Underlying industry sector allocations of exchange traded funds ("ETFs") held by the Fund are not reflected in the graph above. Consequently, the Fund's overall industry sector allocations may differ from the percentages contained in the graph above. The percentage shown for each investment category reflects the value of investments in that category as a percentage of market value (excluding investments in the securities lending reinvestment vehicle, if any). Investment in the securities lending reinvestment vehicle represented 24.9% of the Fund's net assets at December 31, 2009.

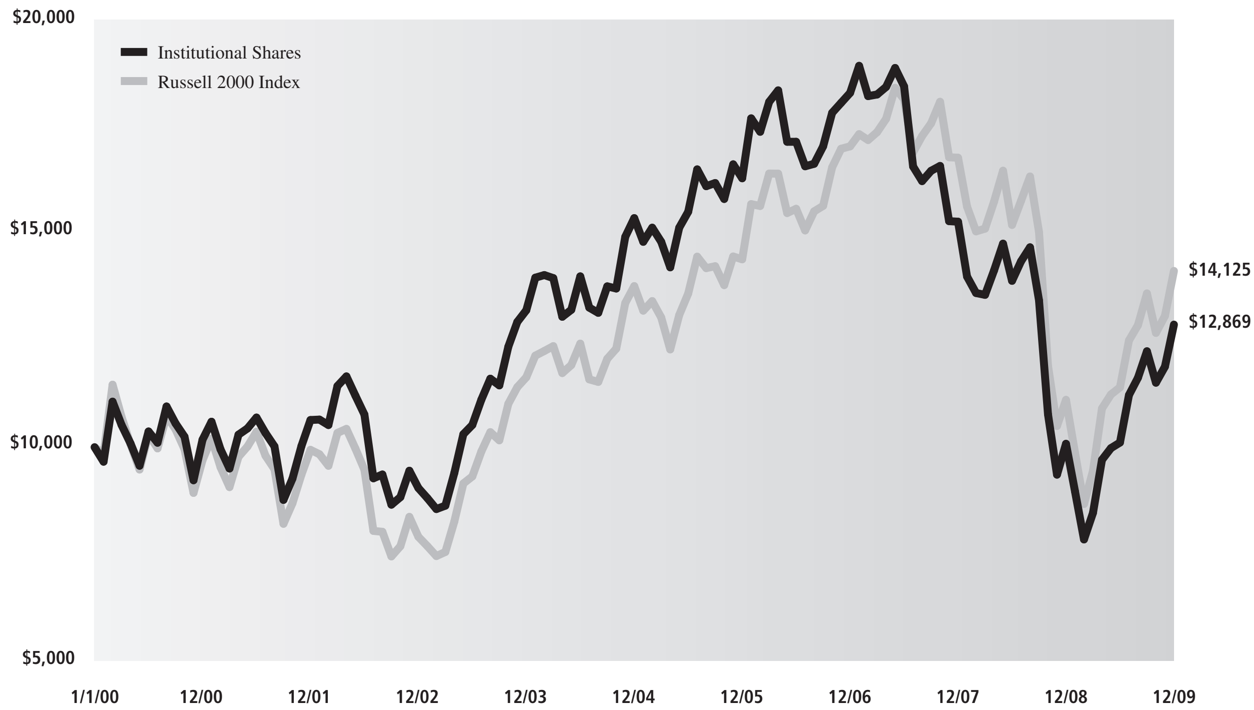
# Performance Summary

*December 31, 2009*

The following graph shows the value as of December 31, 2009, of a $10,000 investment made on January 1, 2000 in Institutional Shares at net asset value per share. For comparative purposes, the performance of the Fund's benchmark, the Russell 2000 Index (with dividends reinvested), is shown. This performance data represents past performance and should not be considered indicative of future performance, which will fluctuate with changes in market conditions. These performance fluctuations will cause an investor's shares, when redeemed, to be worth more or less than their original cost. Performance reflects Fund level expenses but does not reflect fees and expenses associated with any variable annuity contract or variable life insurance policy that uses the Fund as an investment option for any contract or policy. Had performance reflected all of those fees and expenses, performance would have been reduced. Performance also would have been reduced had expense limitations not been in effect. Performance of Service Shares will vary from Institutional Shares due to differences in fees. In addition to the investment adviser's decisions regarding issuer/industry investment selection and allocation, other factors may affect Fund performance. These factors include, but are not limited to, Fund operating fees and expenses, portfolio turnover, and subscription and redemption cash flows affecting the Fund.

**Structured Small Cap Equity Fund's 10 Year Performance**

**Performance of a $10,000 investment, with distributions reinvested, from January 1, 2000 through December 31, 2009.**




| Average Annual Total Return through December 31, 2009 | One Year | Five Years | Ten Years | Since Inception |
|---|---|---|---|---|
| **Institutional (Commenced February 13, 1998)** | 27.67% | −3.48% | 2.55% | 2.69% |
| **Service (Commenced August 31, 2007)** | 27.26% | n/a | n/a | −9.69% |

# Schedule of Investments

*December 31, 2009*

| Shares | Description | Value |
|---|---|---|
| **Common Stocks – 97.9%** | | |
| **Automobiles & Components – 1.0%** | | |
| 46,590 | Dana Holding Corp.* | $ 505,036 |
| 6,845 | Drew Industries, Inc.* | 141,349 |
| 17,356 | Spartan Motors, Inc. | 97,714 |
| 13,479 | Standard Motor Products, Inc.* | 114,841 |
| 17,182 | Stoneridge, Inc.* | 154,810 |
| 15,220 | Superior Industries International, Inc.[(a)] | 232,866 |
| | | 1,246,616 |
| **Banks – 4.8%** | | |
| 3,894 | 1st Source Corp. | 62,655 |
| 14,450 | Associated Banc-Corp | 159,095 |
| 19,073 | Astoria Financial Corp.[(a)] | 237,077 |
| 8,610 | Banco Latinoamericano de Exterior SA | 119,679 |
| 19,404 | CapitalSource, Inc. | 77,034 |
| 26,239 | Cathay General Bancorp[(a)] | 198,104 |
| 61,875 | CVB Financial Corp.[(a)] | 534,600 |
| 24,110 | First Bancorp[(a)] | 336,817 |
| 6,132 | First Bancorp, Inc. | 94,555 |
| 10,428 | Glacier Bancorp, Inc.[(a)] | 143,072 |
| 14,075 | Great Southern Bancorp, Inc.[(a)] | 300,642 |
| 71,682 | International Bancshares Corp. | 1,356,940 |
| 7,908 | Investors Bancorp, Inc.* | 86,514 |
| 30,434 | NewAlliance Bancshares, Inc.[(a)] | 365,512 |
| 3,893 | Northfield Bancorp, Inc. | 52,633 |
| 70,828 | Popular, Inc. | 160,071 |
| 11,699 | Renasant Corp.[(a)] | 159,106 |
| 7,998 | SVB Financial Group*[(a)] | 333,437 |
| 17,648 | Texas Capital Bancshares, Inc.* | 246,366 |
| 3,231 | Washington Federal, Inc. | 62,488 |
| 55,762 | Wilshire Bancorp, Inc.[(a)] | 456,691 |
| 3,521 | Wintrust Financial Corp.[(a)] | 108,412 |
| | | 5,651,500 |
| **Capital Goods – 7.4%** | | |
| 10,007 | Acuity Brands, Inc.[(a)] | 356,649 |
| 14,139 | Albany International Corp. Class A | 317,562 |
| 10,074 | American Railcar Industries, Inc. | 111,015 |
| 6,857 | American Woodmark Corp.[(a)] | 134,946 |
| 16,438 | Apogee Enterprises, Inc. | 230,132 |
| 5,631 | Armstrong World Industries, Inc.* | 219,215 |
| 22,295 | Belden, Inc. | 488,706 |
| 14,383 | BlueLinx Holdings, Inc.* | 39,841 |
| 28,797 | Briggs & Stratton Corp.[(a)] | 538,792 |
| 9,482 | Ceradyne, Inc.* | 182,149 |
| 9,920 | Dycom Industries, Inc.* | 79,658 |
| 3,631 | DynCorp International, Inc. Class A* | 52,105 |
| 8,338 | Encore Wire Corp.[(a)] | 175,682 |
| 10,505 | EnPro Industries, Inc.*[(a)] | 277,437 |
| 2,780 | Esterline Technologies Corp.* | 113,341 |
| 10,505 | Federal Signal Corp. | 63,240 |
| 3,650 | Harbin Electric, Inc.* | 74,971 |
| 4,972 | Hubbell, Inc. Class B | 235,176 |
| 14,762 | Kadant, Inc.* | 235,602 |
| 43,981 | LSI Industries, Inc. | 346,570 |
| 53,852 | Microvision, Inc.*[(a)] | 170,711 |
| 16,460 | Miller Industries, Inc.* | 186,821 |

| Shares | Description | Value |
|---|---|---|
| **Common Stocks – (continued)** | | |
| **Capital Goods – (continued)** | | |
| 25,011 | Mueller Industries, Inc. | $ 621,273 |
| 8,163 | NACCO Industries, Inc. Class A | 406,517 |
| 10,491 | Navistar International Corp.* | 405,477 |
| 1,996 | Oshkosh Corp. | 73,912 |
| 119,735 | Power-One, Inc.*[(a)] | 520,847 |
| 13,308 | Tecumseh Products Co. Class A* | 155,570 |
| 4,987 | Tennant Co. | 130,610 |
| 7,076 | Thomas & Betts Corp.* | 253,250 |
| 15,036 | Toro Co.[(a)] | 628,655 |
| 15,356 | Tredegar Corp. | 242,932 |
| 3,092 | Trex Co., Inc.* | 60,603 |
| 15,178 | Universal Forest Products, Inc. | 558,702 |
| 5,741 | Woodward Governor Co.[(a)] | 147,946 |
| | | 8,836,615 |
| **Commercial & Professional Services – 4.0%** | | |
| 34,392 | ACCO Brands Corp.* | 250,374 |
| 9,576 | Administaff, Inc.[(a)] | 225,898 |
| 1,645 | ATC Technology Corp.* | 39,233 |
| 17,398 | CDI Corp. | 225,304 |
| 24,559 | HNI Corp. | 678,565 |
| 48,423 | Kelly Services, Inc. Class A* | 577,686 |
| 33,671 | Kforce, Inc.*[(a)] | 420,888 |
| 25,263 | Kimball International, Inc. Class B | 215,241 |
| 36,680 | MPS Group, Inc.* | 503,983 |
| 52,544 | Spherion Corp.* | 295,297 |
| 35,445 | Steelcase, Inc. Class A | 225,430 |
| 14,244 | The Standard Register Co. | 72,644 |
| 6,412 | TrueBlue, Inc.* | 94,962 |
| 17,068 | United Stationers, Inc.*[(a)] | 970,316 |
| | | 4,795,821 |
| **Consumer Durables & Apparel – 4.6%** | | |
| 15,941 | American Greetings Corp. Class A[(a)] | 347,354 |
| 10,471 | Blyth, Inc. | 353,082 |
| 8,875 | Callaway Golf Co.[(a)] | 66,918 |
| 10,031 | Columbia Sportswear Co.[(a)] | 391,610 |
| 50,851 | Crocs, Inc.*[(a)] | 292,393 |
| 1,594 | CSS Industries, Inc. | 30,987 |
| 6,889 | Ethan Allen Interiors, Inc.[(a)] | 92,450 |
| 20,441 | Furniture Brands International, Inc.* | 111,608 |
| 4,446 | G-III Apparel Group Ltd.* | 96,345 |
| 3,621 | Harman International Industries, Inc.[(a)] | 127,749 |
| 7,432 | Hooker Furniture Corp. | 91,934 |
| 18,768 | iRobot Corp.*[(a)] | 330,317 |
| 42,133 | Jones Apparel Group, Inc. | 676,656 |
| 29,873 | Kenneth Cole Productions, Inc. Class A* | 288,275 |
| 3,284 | Leggett & Platt, Inc. | 66,994 |
| 9,845 | Lululemon Athletica, Inc.* | 296,335 |
| 2,747 | Mohawk Industries, Inc.* | 130,757 |
| 2,343 | Movado Group, Inc. | 22,774 |
| 33,954 | Nautilus, Inc.* | 68,927 |
| 11,681 | Oxford Industries, Inc. | 241,563 |
| 19,424 | Perry Ellis International, Inc.* | 292,525 |
| 10,789 | Polaris Industries, Inc.[(a)] | 470,724 |
| 24,001 | Quiksilver, Inc.* | 48,482 |

| Shares | Description | Value |
|---|---|---|
| **Common Stocks – (continued)** | | |
| **Consumer Durables & Apparel – (continued)** | | |
| 14,096 | Skechers U.S.A., Inc. Class A*[(a)] | $ 414,563 |
| 4,010 | Tempur-Pedic International, Inc.* | 94,756 |
| | | 5,446,078 |
| **Consumer Services – 1.8%** | | |
| 6,185 | Caribou Coffee Co., Inc.* | 47,748 |
| 3,704 | Choice Hotels International, Inc.[(a)] | 117,269 |
| 13,432 | Domino's Pizza, Inc.* | 112,560 |
| 6,827 | International Speedway Corp. Class A | 194,228 |
| 48,755 | O'Charleys, Inc.*[(a)] | 319,345 |
| 21,172 | Papa John's International, Inc.* | 494,578 |
| 5,877 | Pre-Paid Legal Services, Inc.*[(a)] | 241,427 |
| 7,724 | Red Lion Hotels Corp.* | 38,156 |
| 3,209 | Speedway Motorsports, Inc. | 56,543 |
| 2,350 | Steiner Leisure Ltd.* | 93,436 |
| 1,085 | The Steak n Shake Co.* | 351,703 |
| 4,491 | Universal Travel Group* | 45,539 |
| | | 2,112,532 |
| **Diversified Financials – 3.8%** | | |
| 60,252 | Advance America, Cash Advance Centers, Inc. | 335,001 |
| 32,203 | Allied Capital Corp.* | 116,253 |
| 7,686 | Ares Capital Corp. | 95,691 |
| 6,241 | Cash America International, Inc.[(a)] | 218,185 |
| 43,359 | Compass Diversified Holdings | 553,261 |
| 677 | Diamond Hill Investment Group, Inc. | 43,484 |
| 6,119 | Eaton Vance Corp.[(a)] | 186,079 |
| 7,190 | Federated Investors, Inc. Class B[(a)] | 197,725 |
| 7,909 | GAMCO Investors, Inc. Class A | 381,926 |
| 17,521 | Gladstone Capital Corp. | 134,912 |
| 25,870 | Hercules Technology Growth Capital, Inc. | 268,789 |
| 37,002 | NGP Capital Resources Co. | 300,826 |
| 31,059 | PHH Corp.*[(a)] | 500,360 |
| 60,795 | Primus Guaranty Ltd.* | 185,425 |
| 10,297 | QC Holdings, Inc. | 49,528 |
| 13,898 | Rewards Network, Inc. | 175,671 |
| 4,200 | SEI Investments Co.[(a)] | 73,792 |
| 38,290 | TICC Capital Corp. | 231,654 |
| 12,189 | World Acceptance Corp.*[(a)] | 436,732 |
| | | 4,485,294 |
| **Energy – 4.0%** | | |
| 16,680 | Berry Petroleum Co. Class A[(a)] | 486,222 |
| 13,409 | Cimarex Energy Co.[(a)] | 710,275 |
| 24,540 | Complete Production Services, Inc.* | 319,020 |
| 8,226 | Dawson Geophysical Co.* | 190,103 |
| 4,045 | Exterran Holdings, Inc.*[(a)] | 86,765 |
| 17,034 | Global Industries Ltd.* | 121,452 |
| 2,659 | Helix Energy Solutions Group, Inc.* | 31,243 |
| 61,963 | International Coal Group, Inc.* | 239,177 |
| 11,655 | James River Coal Co.* | 215,967 |
| 2,682 | Oil States International, Inc.*[(a)] | 105,376 |
| 13,456 | Petroquest Energy, Inc.*[(a)] | 82,485 |
| 1,915 | Rowan Companies, Inc.* | 43,356 |
| 20,603 | RPC, Inc. | 214,271 |
| 7,137 | Stone Energy Corp.* | 128,823 |

| Shares | Description | Value |
|---|---|---|
| **Common Stocks – (continued)** | | |
| **Energy – (continued)** | | |
| 4,189 | Swift Energy Co.*[(a)] | $ 100,369 |
| 5,553 | Teekay Corp. | 128,885 |
| 24,391 | Tesoro Corp.[(a)] | 330,498 |
| 115,793 | USEC, Inc.* | 445,803 |
| 28,334 | W&T Offshore, Inc.[(a)] | 331,508 |
| 14,500 | Willbros Group, Inc.* | 244,615 |
| 7,694 | World Fuel Services Corp. | 206,122 |
| | | 4,762,335 |
| **Food & Staples Retailing – 0.5%** | | |
| 4,945 | Ingles Markets, Inc. Class A | 74,818 |
| 6,790 | The Andersons, Inc. | 175,318 |
| 35,633 | Winn-Dixie Stores, Inc.*[(a)] | 357,755 |
| | | 607,891 |
| **Food, Beverage & Tobacco – 2.2%** | | |
| 81,312 | Alliance One International, Inc.*[(a)] | 396,803 |
| 20,357 | Chiquita Brands International, Inc.*[(a)] | 367,240 |
| 1,909 | Fresh Del Monte Produce, Inc.* | 42,189 |
| 2,372 | Hansen Natural Corp.* | 91,085 |
| 5,758 | Imperial Sugar Co. | 100,419 |
| 8,858 | J&J Snack Foods Corp. | 353,966 |
| 13,697 | Lancaster Colony Corp. | 680,741 |
| 32,278 | National Beverage Corp.* | 447,373 |
| 2,304 | Universal Corp.[(a)] | 105,085 |
| | | 2,584,901 |
| **Health Care Equipment & Services – 7.7%** | | |
| 36,608 | AMN Healthcare Services, Inc.* | 331,668 |
| 3,409 | Analogic Corp. | 131,281 |
| 8,234 | Angiodynamics, Inc.* | 132,403 |
| 10,616 | Assisted Living Concepts, Inc. Class A* | 279,944 |
| 3,918 | Conmed Corp.*[(a)] | 89,330 |
| 1,277 | Corvel Corp.* | 42,831 |
| 14,247 | Cross Country Healthcare, Inc.* | 141,188 |
| 16,082 | Delcath Systems, Inc.* | 82,661 |
| 17,408 | Hansen Medical, Inc.* | 52,746 |
| 38,690 | HealthSpring, Inc.* | 681,331 |
| 18,235 | Hill-Rom Holdings, Inc. | 437,458 |
| 1,293 | ICU Medical, Inc.* | 47,117 |
| 18,579 | Invacare Corp.[(a)] | 463,360 |
| 6,386 | Kensey Nash Corp.* | 162,843 |
| 35,753 | Kindred Healthcare, Inc.* | 660,000 |
| 3,090 | Kinetic Concepts, Inc.*[(a)] | 116,339 |
| 15,404 | Medcath Corp.* | 121,846 |
| 23,880 | Medical Action Industries, Inc.* | 383,513 |
| 13,727 | MedQuist, Inc. | 91,834 |
| 3,315 | Meridian Bioscience, Inc.[(a)] | 71,438 |
| 9,027 | Micrus Endovascular Corp.* | 135,495 |
| 33,898 | Molina Healthcare, Inc.*[(a)] | 775,247 |
| 38,179 | Nighthawk Radiology Holdings, Inc.* | 172,951 |
| 16,119 | Palomar Medical Technologies, Inc.* | 162,480 |
| 47,718 | PharMerica Corp.*[(a)] | 757,762 |
| 4,694 | Quidel Corp.*[(a)] | 64,683 |
| 22,965 | RTI Biologics, Inc.* | 88,186 |
| 13,984 | Somanetics Corp.* | 245,419 |
| 16,759 | STERIS Corp. | 468,749 |

The accompanying notes are an integral part of these financial statements.

# Schedule of Investments (continued)

*December 31, 2009*

| Shares | Description | Value |
|---|---|---|
| **Common Stocks – (continued)** | | |
| **Health Care Equipment & Services – (continued)** | | |
| 54,338 | Sunrise Senior Living, Inc.* | $ 174,968 |
| 13,068 | Symmetry Medical, Inc.* | 105,328 |
| 5,474 | Synovis Life Technologies, Inc.* | 70,669 |
| 5,193 | The Providence Service Corp.* | 82,049 |
| 46,074 | Theragenics Corp.* | 61,739 |
| 30,995 | Universal American Corp.* | 362,642 |
| 24,673 | WellCare Health Plans, Inc.*[(a)] | 906,980 |
| | | 9,156,478 |
| **Household & Personal Products – 0.9%** | | |
| 47,269 | Central Garden and Pet Co. Class A* | 469,854 |
| 46,558 | Mannatech, Inc. | 145,261 |
| 44,978 | Prestige Brands Holdings, Inc.* | 353,527 |
| 4,199 | USANA Health Sciences, Inc.* | 133,948 |
| | | 1,102,590 |
| **Insurance – 1.8%** | | |
| 8,763 | American Equity Investment Life Holding Co.[(a)] | 65,197 |
| 18,751 | Aspen Insurance Holdings Ltd. | 477,213 |
| 19,819 | CNA Surety Corp.* | 295,105 |
| 30,345 | Conseco, Inc.*[(a)] | 151,725 |
| 23,822 | Endurance Specialty Holdings Ltd. | 886,893 |
| 3,084 | First Mercury Financial Corp. | 42,281 |
| 1,436 | Kansas City Life Insurance Co. | 42,721 |
| 32,955 | MBIA, Inc.*[(a)] | 131,161 |
| | | 2,092,296 |
| **Materials – 6.0%** | | |
| 22,550 | A. Schulman, Inc. | 455,059 |
| 4,626 | Balchem Corp.[(a)] | 155,017 |
| 38,891 | Boise, Inc.* | 206,511 |
| 18,625 | Brush Engineered Materials, Inc.*[(a)] | 345,308 |
| 9,096 | Buckeye Technologies, Inc.* | 88,777 |
| 6,832 | Clearwater Paper Corp.* | 375,555 |
| 34,557 | Coeur d'Alene Mines Corp.* | 624,099 |
| 14,623 | Domtar Corp.* | 810,260 |
| 15,961 | Huntsman Corp. | 180,200 |
| 3,537 | Innophos Holdings, Inc. | 81,316 |
| 8,740 | Kaiser Aluminum Corp. | 363,759 |
| 37,397 | KapStone Paper and Packaging Corp.* | 368,360 |
| 60,857 | Louisiana-Pacific Corp.*[(a)] | 424,782 |
| 808 | Minerals Technologies, Inc. | 44,012 |
| 14,155 | Myers Industries, Inc. | 128,810 |
| 13,541 | OM Group, Inc.* | 425,052 |
| 27,536 | Omnova Solutions, Inc.* | 168,796 |
| 40,418 | PolyOne Corp.* | 301,922 |
| 12,657 | Spartech Corp. | 129,861 |
| 7,352 | Stepan Co. | 476,483 |
| 36,112 | Stillwater Mining Co.*[(a)] | 342,342 |
| 14,351 | Sutor Technology Group Ltd.* | 38,174 |
| 8,319 | Wausau Paper Corp. | 96,500 |
| 1,434 | Westlake Chemical Corp. | 35,750 |
| 25,140 | Worthington Industries, Inc. | 328,580 |
| 6,318 | Zep, Inc. | 109,428 |
| | | 7,104,713 |

| Shares | Description | Value |
|---|---|---|
| **Common Stocks – (continued)** | | |
| **Media – 1.2%** | | |
| 8,314 | Ascent Media Corp. Class A* | $ 212,257 |
| 33,564 | EW Scripps Co. Class A* | 233,606 |
| 15,458 | Harte-Hanks, Inc.[(a)] | 166,637 |
| 30,907 | Journal Communications, Inc. Class A | 120,228 |
| 61,354 | Live Nation, Inc.* | 522,123 |
| 3,833 | Scholastic Corp.[(a)] | 114,338 |
| 7,414 | Sinclair Broadcast Group, Inc. Class A* | 29,878 |
| | | 1,399,067 |
| **Pharmaceuticals, Biotechnology & Life Sciences – 7.0%** | | |
| 17,067 | Affymetrix, Inc.* | 99,671 |
| 25,361 | Albany Molecular Research, Inc.* | 230,278 |
| 43,744 | Alkermes, Inc.*[(a)] | 411,631 |
| 11,851 | Biodel, Inc.* | 51,433 |
| 19,403 | Cepheid, Inc.*[(a)] | 242,149 |
| 14,176 | Cubist Pharmaceuticals, Inc.*[(a)] | 268,919 |
| 60,847 | Depomed, Inc.*[(a)] | 203,837 |
| 19,900 | Emergent Biosolutions, Inc.*[(a)] | 270,441 |
| 42,153 | eResearchTechnology, Inc.* | 253,339 |
| 14,821 | Exelixis, Inc.*[(a)] | 109,231 |
| 9,303 | Facet Biotech Corp.* | 163,547 |
| 10,774 | Genomic Health, Inc.*[(a)] | 210,739 |
| 3,674 | Hi-Tech Pharmacal Co., Inc.* | 103,056 |
| 6,062 | Human Genome Sciences, Inc.* | 185,497 |
| 100,993 | Insmed, Inc.* | 77,765 |
| 9,900 | Isis Pharmaceuticals, Inc.*[(a)] | 109,890 |
| 26,126 | ISTA Pharmaceuticals, Inc.* | 119,135 |
| 2,689 | Kendle International, Inc.*[(a)] | 49,236 |
| 54,625 | King Pharmaceuticals, Inc.* | 670,249 |
| 29,257 | Martek Biosciences Corp.*[(a)] | 554,128 |
| 17,254 | Matrixx Initiatives, Inc.* | 72,812 |
| 38,437 | Maxygen, Inc.* | 234,081 |
| 23,617 | Myriad Genetics, Inc.* | 616,404 |
| 92,957 | Nabi Biopharmaceuticals* | 455,489 |
| 4,622 | Obagi Medical Products, Inc.* | 55,464 |
| 23,728 | Par Pharmaceutical Cos, Inc.* | 642,080 |
| 146,864 | PDL BioPharma, Inc.[(a)] | 1,007,487 |
| 55,984 | Progenics Pharmaceuticals, Inc.*[(a)] | 248,569 |
| 48,602 | Sciclone Pharmaceuticals, Inc.* | 113,243 |
| 3,795 | SIGA Technologies, Inc.* | 22,011 |
| 23,306 | Synta Pharmaceuticals Corp.*[(a)] | 117,928 |
| 8,182 | Watson Pharmaceuticals, Inc.* | 324,089 |
| | | 8,293,828 |
| **Real Estate Investment Trust – 8.1%** | | |
| 10,812 | Agree Realty Corp. | 251,811 |
| 10,595 | Associated Estates Realty Corp. | 119,406 |
| 21,451 | BRE Properties, Inc.[(a)] | 709,599 |
| 24,246 | DCT Industrial Trust, Inc. | 121,715 |
| 58,128 | Education Realty Trust, Inc. | 281,339 |
| 1,651 | Federal Realty Investment Trust | 111,806 |
| 41,845 | Franklin Street Properties Corp. | 611,355 |
| 17,186 | Health Care REIT, Inc. | 761,683 |
| 18,175 | Healthcare Realty Trust, Inc.[(a)(b)] | 390,035 |
| 11,817 | LTC Properties, Inc. | 316,105 |
| 6,345 | National Health Investors, Inc. | 234,702 |
| 17,740 | National Retail Properties, Inc.[(a)] | 376,443 |

| Shares | Description | Value |
|---|---|---|
| **Common Stocks – (continued)** | | |
| **Real Estate Investment Trust – (continued)** | | |
| 53,429 | Nationwide Health Properties, Inc.[(a)] | $ 1,879,632 |
| 33,467 | Omega Healthcare Investors, Inc.[(a)] | 650,933 |
| 14,212 | Potlatch Corp.[(a)] | 453,079 |
| 29,299 | Rayonier, Inc.[(a)] | 1,235,246 |
| 13,105 | Realty Income Corp.[(a)] | 339,551 |
| 19,258 | Regency Centers Corp. | 675,185 |
| 3,365 | Urstadt Biddle Properties, Inc. Class A | 51,384 |
| 6,137 | U-Store-It Trust | 44,923 |
| | | 9,615,932 |
| **Retailing – 5.0%** | | |
| 21,899 | 99 Cents Only Stores* | 286,220 |
| 1,815 | America's Car-Mart, Inc.* | 47,789 |
| 30,832 | Asbury Automotive Group, Inc.* | 355,493 |
| 7,503 | Barnes & Noble, Inc.[(b)] | 143,082 |
| 7,964 | Blue Nile, Inc.*[(a)] | 504,360 |
| 5,864 | Brown Shoe Co., Inc. | 57,878 |
| 8,970 | Build-A-Bear Workshop, Inc. Class A*[(a)] | 43,863 |
| 7,988 | Core-Mark Holding Co., Inc.*[(a)] | 263,284 |
| 4,540 | Dillard's, Inc. Class A[(a)] | 83,763 |
| 16,054 | DSW, Inc. Class A* | 415,477 |
| 36,766 | Fred's, Inc. Class A[(a)] | 375,013 |
| 15,373 | Group 1 Automotive, Inc.*[(a)] | 435,825 |
| 4,951 | Jo-Ann Stores, Inc.*[(a)] | 179,424 |
| 10,359 | Kirkland's, Inc.*[(a)] | 179,936 |
| 20,235 | Lithia Motors, Inc. Class A* | 166,332 |
| 13,711 | MarineMax, Inc.*[(a)] | 126,004 |
| 5,814 | Netflix, Inc.* | 320,584 |
| 9,843 | Orbitz Worldwide, Inc.* | 72,248 |
| 10,866 | Overstock.com, Inc.*[(a)] | 147,343 |
| 1,581 | PetSmart, Inc. | 42,197 |
| 66,031 | Pier 1 Imports, Inc.* | 336,098 |
| 9,673 | Shoe Carnival, Inc.* | 198,006 |
| 2,596 | Shutterfly, Inc.* | 46,235 |
| 9,896 | Sonic Automotive, Inc. Class A* | 102,819 |
| 35,749 | Stage Stores, Inc. | 441,858 |
| 6,719 | The Cato Corp. Class A | 134,783 |
| 12,401 | Williams-Sonoma, Inc.[(a)] | 257,693 |
| 9,160 | Zumiez, Inc.* | 116,515 |
| | | 5,880,122 |
| **Semiconductors & Semiconductor Equipment – 4.1%** | | |
| 29,702 | Advanced Analogic Technologies, Inc.* | 117,026 |
| 77,529 | Amkor Technology, Inc.*[(a)] | 555,108 |
| 32,648 | Applied Micro Circuits Corp.* | 243,881 |
| 10,321 | Brooks Automation, Inc.* | 88,554 |
| 22,265 | DSP Group, Inc.* | 125,352 |
| 5,929 | Integrated Device Technology, Inc.* | 38,361 |
| 9,452 | IXYS Corp.* | 70,134 |
| 159,496 | Lattice Semiconductor Corp.* | 430,639 |
| 53,991 | LSI Corp.* | 324,486 |
| 25,618 | Micrel, Inc. | 210,068 |
| 17,695 | Omnivision Technologies, Inc.* | 257,108 |
| 45,355 | Photronics, Inc.*[(a)] | 201,830 |
| 106,028 | RF Micro Devices, Inc.*[(a)] | 505,753 |
| 10,367 | Sigma Designs, Inc.* | 110,927 |
| 125,368 | Silicon Image, Inc.* | 323,449 |

| Shares | Description | Value |
|---|---|---|
| **Common Stocks – (continued)** | | |
| **Semiconductors & Semiconductor Equipment – (continued)** | | |
| 92,192 | Silicon Storage Technology, Inc.* | $ 236,011 |
| 12,823 | Standard Microsystems Corp.*[(a)] | 266,462 |
| 17,522 | TriQuint Semiconductor, Inc.* | 105,132 |
| 13,591 | Volterra Semiconductor Corp.* | 259,860 |
| 36,871 | Zoran Corp.* | 407,424 |
| | | 4,877,565 |
| **Software & Services – 9.0%** | | |
| 17,628 | Actuate Corp.* | 75,448 |
| 33,825 | Acxiom Corp.* | 453,931 |
| 8,350 | Advent Software, Inc.*[(b)] | 340,095 |
| 29,337 | Art Technology Group, Inc.* | 132,310 |
| 23,168 | Blackbaud, Inc. | 547,460 |
| 17,947 | Bottomline Technologies, Inc.* | 315,329 |
| 80,925 | Ciber, Inc.* | 279,191 |
| 22,445 | CommVault Systems, Inc.* | 531,722 |
| 11,209 | CSG Systems International, Inc.* | 213,980 |
| 19,402 | DemandTec, Inc.* | 170,156 |
| 11,093 | DivX, Inc.* | 62,564 |
| 9,256 | Double-Take Software, Inc.* | 92,467 |
| 35,013 | EarthLink, Inc. | 290,958 |
| 9,001 | ExlService Holdings, Inc.* | 163,458 |
| 28,894 | Internap Network Services Corp.*[(a)] | 135,802 |
| 85,583 | iPass, Inc.* | 89,006 |
| 16,745 | Kenexa Corp.* | 218,522 |
| 121,557 | Lionbridge Technologies, Inc.* | 279,581 |
| 6,352 | LivePerson, Inc.* | 44,273 |
| 23,120 | Manhattan Associates, Inc.* | 555,574 |
| 55,638 | Marchex, Inc. Class B | 282,641 |
| 2,600 | MAXIMUS, Inc. | 130,000 |
| 33,662 | Mentor Graphics Corp.* | 297,235 |
| 10,282 | MicroStrategy, Inc. Class A* | 966,714 |
| 23,521 | ModusLink Global Solutions, Inc.* | 221,333 |
| 16,684 | Ness Technologies, Inc.* | 81,752 |
| 5,292 | NeuStar, Inc. Class A* | 121,928 |
| 9,229 | PROS Holdings, Inc.* | 95,520 |
| 18,172 | QAD, Inc. | 111,031 |
| 9,350 | Quest Software, Inc.* | 172,040 |
| 99,910 | RealNetworks, Inc.* | 370,666 |
| 25,007 | Renaissance Learning, Inc.[(a)] | 284,080 |
| 5,864 | StarTek, Inc.* | 43,863 |
| 51,992 | Symyx Technologies, Inc.* | 285,956 |
| 8,880 | Synopsys, Inc.* | 197,846 |
| 20,087 | Taleo Corp. Class A* | 472,446 |
| 15,761 | TeleTech Holdings, Inc.* | 315,693 |
| 10,560 | THQ, Inc.* | 53,222 |
| 16,094 | Ultimate Software Group, Inc.* | 472,681 |
| 14,115 | Unica Corp.* | 109,391 |
| 11,081 | ValueClick, Inc.* | 112,140 |
| 29,023 | VeriFone Holdings, Inc.* | 475,397 |
| | | 10,665,402 |
| **Technology Hardware & Equipment – 6.0%** | | |
| 6,556 | 3Com Corp.* | 49,170 |
| 3,641 | ADTRAN, Inc. | 82,105 |
| 12,229 | Agilysys, Inc. | 111,284 |
| 17,813 | Benchmark Electronics, Inc.* | 336,844 |

# Schedule of Investments (continued)

*December 31, 2009*

| Shares | Description | Value |
|---|---|---|
| **Common Stocks – (continued)** | | |
| **Technology Hardware & Equipment – (continued)** | | |
| 41,074 | Brightpoint, Inc.* | $ 301,894 |
| 12,906 | CTS Corp. | 124,156 |
| 9,838 | EchoStar Corp. Class A* | 198,137 |
| 22,783 | Electronics for Imaging, Inc.* | 296,407 |
| 3,145 | EMS Technologies, Inc.* | 45,602 |
| 30,318 | Emulex Corp.* | 330,466 |
| 36,811 | Extreme Networks* | 105,648 |
| 16,720 | Hutchinson Technology, Inc.* | 171,547 |
| 38,302 | Imation Corp.*(a) | 333,993 |
| 14,751 | Ingram Micro, Inc. Class A* | 257,405 |
| 19,606 | Insight Enterprises, Inc.* | 223,900 |
| 22,026 | Isilon Systems, Inc.* | 151,098 |
| 21,550 | Jabil Circuit, Inc. | 374,323 |
| 6,755 | Loral Space & Communications, Inc.* | 213,525 |
| 26,676 | Methode Electronics, Inc. | 231,548 |
| 17,078 | PC-Tel, Inc.* | 101,102 |
| 16,477 | Plantronics, Inc.(a) | 428,072 |
| 39,900 | Powerwave Technologies, Inc.* | 50,274 |
| 196,429 | Quantum Corp.* | 575,537 |
| 17,961 | Radisys Corp.* | 171,528 |
| 36,456 | ShoreTel, Inc.*(a) | 210,716 |
| 27,640 | Smart Modular Technologies (WWH), Inc.* | 173,856 |
| 13,399 | STEC, Inc.*(a) | 218,940 |
| 18,043 | Super Micro Computer, Inc.* | 200,638 |
| 30,589 | Symmetricom, Inc.* | 159,063 |
| 5,613 | SYNNEX Corp.*(a) | 172,095 |
| 2,097 | Tech Data Corp.* | 97,846 |
| 26,546 | Technitrol, Inc. | 116,271 |
| 60,337 | Tellabs, Inc.* | 342,714 |
| 18,178 | Tollgrade Communications, Inc.* | 111,068 |
| | | 7,068,772 |
| **Telecommunication Services – 0.4%** | | |
| 4,389 | CenturyTel, Inc. | 158,926 |
| 31,339 | USA Mobility, Inc. | 345,042 |
| | | 503,968 |
| **Transportation – 3.9%** | | |
| 27,646 | Allegiant Travel Co.*(a) | 1,304,062 |
| 13,731 | American Commercial Lines, Inc.* | 251,689 |
| 11,621 | Celadon Group, Inc.* | 126,088 |
| 748 | Copa Holdings SA Class A | 40,744 |
| 10,213 | Dollar Thrifty Automotive Group, Inc.* | 261,555 |
| 3,706 | Dynamex, Inc.* | 67,079 |
| 2,418 | Marten Transport Ltd.* | 43,403 |
| 19,744 | Pacer International, Inc.* | 62,391 |
| 75,330 | Republic Airways Holdings, Inc.*(a) | 556,689 |
| 14,955 | Saia, Inc.* | 221,633 |
| 43,162 | SkyWest, Inc. | 730,301 |
| 7,243 | Universal Truckload Services, Inc. | 131,098 |
| 43,146 | Werner Enterprises, Inc.(a) | 853,859 |
| | | 4,650,591 |
| **Utilities – 2.7%** | | |
| 2,537 | Allete, Inc. | $ 82,909 |
| 11,688 | Atmos Energy Corp. | 343,627 |
| 22,492 | Black Hills Corp.(a) | 598,962 |
| 2,400 | Energen Corp. | 112,320 |
| 21,805 | Integrys Energy Group, Inc. | 915,592 |
| 10,301 | Pinnacle West Capital Corp. | 376,811 |
| 14,794 | PNM Resources, Inc. | 187,144 |
| 17,044 | Southwest Gas Corp. | 486,265 |
| 1,944 | WGL Holdings, Inc. | 65,202 |
| | | 3,168,832 |
| **TOTAL COMMON STOCKS (Cost $103,347,187)** | | $116,109,739 |

| Shares | Rate | Value |
|---|---|---|
| **Short-term Investment(c) – 2.2%** | | |
| JPMorgan U.S. Government Money Market Fund – Capital Shares | | |
| 2,625,645 | 0.049% | $ 2,625,645 |
| **(Cost $2,625,645)** | | |
| **TOTAL INVESTMENTS BEFORE SECURITIES LENDING REINVESTMENT VEHICLE (Cost $105,972,832)** | | $118,735,384 |
| **Securities Lending Reinvestment Vehicle(c)(d) – 24.9%** | | |
| Boston Global Investment Trust – Enhanced Portfolio II | | |
| 29,497,801 | 0.155% | $ 29,527,299 |
| **(Cost $29,427,817)** | | |
| **TOTAL INVESTMENTS – 125.0% (Cost $135,400,649)** | | $148,262,683 |
| **LIABILITIES IN EXCESS OF OTHER ASSETS – (25.0)%** | | (29,637,025) |
| **NET ASSETS – 100.0%** | | $118,625,658 |

The percentage shown for each investment category reflects the value of investments in that category as a percentage of net assets.

* Non-income producing security.

(a) All or a portion of security is on loan.

(b) All or a portion of security is segregated as collateral for initial margin requirements on futures transactions.

(c) Variable rate security. Interest rate disclosed is that which is in effect at December 31, 2009.

(d) Represents an affiliated issuer.

**Investment Abbreviation:**
REIT—Real Estate Investment Trust

## ADDITIONAL INVESTMENT INFORMATION

FUTURES CONTRACTS — At December 31, 2009, the following futures contracts were open:

| Type | Number of Contracts Long | Expiration Date | Value | Unrealized Gain (Loss) |
|---|---|---|---|---|
| Russell 2000 Mini Index | 33 | March 2010 | $2,058,870 | $58,846 |

# Statement of Assets and Liabilities

*December 31, 2009*

| | |
|---|---|
| **Assets:** | |
| Investments in securities of unaffiliated issuers, at value (identified cost $105,972,832)[(a)] | $118,735,384 |
| Investments in affiliated securities lending reinvestment vehicle, at value (identified cost $29,427,817) | 29,527,299 |
| Cash | 1,876 |
| Receivables: | |
| Dividends | 299,789 |
| Due from custodian | 22,923 |
| Reimbursement from investment adviser | 16,490 |
| Securities lending income | 8,242 |
| Fund shares sold | 4,101 |
| **Total assets** | 148,616,104 |
| **Liabilities:** | |
| Payables: | |
| Payable upon return of securities loaned | 29,745,502 |
| Amounts owed to affiliates | 78,968 |
| Fund shares redeemed | 72,872 |
| Due to broker — variation margin | 23,340 |
| Investment securities purchased | 22,923 |
| Accrued expenses | 46,841 |
| **Total liabilities** | 29,990,446 |
| **Net Assets:** | |
| Paid-in capital | 158,545,744 |
| Accumulated undistributed net investment income | 436,154 |
| Accumulated net realized loss from investment, futures and foreign currency related transactions | (53,277,120) |
| Net unrealized gain on investments and futures | 12,920,880 |
| **NET ASSETS** | $118,625,658 |
| Net Assets: | |
| Institutional | $ 95,334,267 |
| Service | 23,291,391 |
| Total Net Assets | $118,625,658 |
| Shares of beneficial interest outstanding $0.001 par value (unlimited shares authorized): | |
| Institutional | 10,813,040 |
| Service | 2,652,151 |
| Net asset value, offering and redemption price per share: | |
| Institutional | $ 8.82 |
| Service | 8.78 |

(a) Includes loaned securities having a market value of $28,507,131.

# Statement of Operations

*For the Fiscal Year Ended December 31, 2009*

| | |
|---|---|
| **Investment income:** | |
| Dividends[(a)] | $ 1,764,477 |
| Securities lending income — affiliated issuer | 117,322 |
| **Total investment income** | 1,881,799 |
| **Expenses:** | |
| Management fees | 743,432 |
| Professional fees | 83,864 |
| Custody and accounting fees | 82,266 |
| Printing fees | 58,211 |
| Distribution and Service fees — Service Shares | 38,216 |
| Transfer Agent fees[(b)] | 19,823 |
| Trustee fees | 16,663 |
| Other | 10,847 |
| **Total expenses** | 1,053,322 |
| Less — expense reductions | (159,101) |
| **Net expenses** | 894,221 |
| **NET INVESTMENT INCOME** | 987,578 |
| **Realized and unrealized gain (loss) from investment, futures and foreign currency related transactions:** | |
| Net realized gain (loss) from: | |
| Investment transactions — unaffiliated issuers | (6,662,563) |
| Securities lending reinvestment vehicle transactions — affiliated issuer | 165,778 |
| Futures transactions | 667,450 |
| Foreign currency related transactions | (1,489) |
| Net change in unrealized gain (loss) on: | |
| Investments — unaffiliated issuers | 31,503,252 |
| Securities lending reinvestment vehicle — affiliated issuer | 58,014 |
| Futures | (116,150) |
| **Net realized and unrealized gain from investment, futures and foreign currency related transactions** | 25,614,292 |
| **NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS** | $26,601,870 |

(a) Foreign taxes withheld on dividends were $401.

(b) Institutional and Service Shares had Transfer Agent fees of $16,766 and $3,057, respectively.

# Statements of Changes in Net Assets

| | For the Fiscal Year Ended December 31, 2009 | For the Fiscal Year Ended December 31, 2008 |
|---|---|---|
| **From operations:** | | |
| Net investment income | $ 987,578 | $ 1,061,513 |
| Net realized loss from investment, futures and foreign currency related transactions | (5,830,824) | (42,454,681) |
| Net change in unrealized gain (loss) on investments and futures | 31,445,116 | (7,454,796) |
| **Net increase (decrease) in net assets resulting from operations** | 26,601,870 | (48,847,964) |
| **Distributions to shareholders:** | | |
| From net investment income | | |
| Institutional Shares | (984,250) | (781,388) |
| Service Shares | (203,812) | (53,513) |
| From net realized gains | | |
| Institutional Shares | — | (197,173) |
| Service Shares | — | (14,073) |
| **Total distributions to shareholders** | (1,188,062) | (1,046,147) |
| **From share transactions:** | | |
| Proceeds from sales of shares | 17,664,477 | 17,777,531 |
| Reinvestment of distributions | 1,188,062 | 1,046,147 |
| Cost of shares redeemed | (18,357,340) | (29,119,034) |
| **Net increase (decrease) in net assets resulting from share transactions** | 495,199 | (10,295,356) |
| **TOTAL INCREASE (DECREASE)** | 25,909,007 | (60,189,467) |
| **Net assets:** | | |
| Beginning of year | 92,716,651 | 152,906,118 |
| End of year | $118,625,658 | $ 92,716,651 |
| **Accumulated undistributed net investment income** | $ 436,154 | $ 468,453 |

 **The accompanying notes are an integral part of these financial statements.**

# Financial Highlights

*Selected Data for a Share Outstanding Throughout Each Year*

| | | Income (loss) from investment operations | | | Distributions to shareholders | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Year — Share Class | Net asset value, beginning of year | Net investment income | Net realized and unrealized gain (loss) | Total from investment operations | From net investment income | From net realized gains | Total distributions | Net asset value, end of year | Total return[(a)] | Net assets, end of year (in 000s) | Ratio of net expenses to average net assets | Ratio of total expenses to average net assets | Ratio of net investment income to average net assets | Portfolio turnover rate |
| **FOR THE FISCAL YEARS ENDED DECEMBER 31,** | | | | | | | | | | | | | | |
| 2009 — Institutional | $ 6.98 | $0.08[(b)(c)] | $ 1.85 | $ 1.93 | $(0.09) | $ — | $(0.09) | $ 8.82 | 27.67% | $ 95,334 | 0.86% | 1.02% | 1.03%[(c)] | 212% |
| 2009 — Service | 6.96 | 0.07[(b)(c)] | 1.83 | 1.90 | (0.08) | — | (0.08) | 8.78 | 27.26 | 23,291 | 1.11 | 1.27 | 0.83[(c)] | 212 |
| 2008 — Institutional | 10.71 | 0.09[(d)] | (3.74) | (3.65) | (0.06) | (0.02) | (0.08) | 6.98 | (33.95) | 86,253 | 0.86 | 1.06 | 0.85[(d)] | 189 |
| 2008 — Service | 10.71 | 0.06[(d)] | (3.73) | (3.67) | (0.06) | (0.02) | (0.08) | 6.96 | (34.16) | 6,464 | 1.11 | 1.31 | 1.92[(d)] | 189 |
| 2007 — Institutional | 14.44 | 0.07[(b)(e)] | (2.42) | (2.35) | (0.05) | (1.33) | (1.38) | 10.71 | (16.48) | 152,896 | 0.90[(f)] | 0.95[(f)] | 0.49[(e)(f)] | 163 |
| 2007 — Service (Commenced August 31, 2007) | 12.81 | 0.02[(b)] | (0.74) | (0.72) | (0.05) | (1.33) | (1.38) | 10.71 | (5.86) | 10 | 0.96[(g)] | 1.21[(g)] | 0.56[(g)] | 163 |
| 2006 — Institutional | 13.93 | 0.07[(b)] | 1.64 | 1.71 | (0.10) | (1.10) | (1.20) | 14.44 | 12.27 | 202,929 | 0.87 | 0.99 | 0.49 | 133 |
| 2005 — Institutional | 14.40 | 0.05[(b)] | 0.86 | 0.91 | (0.04) | (1.34) | (1.38) | 13.93 | 6.07 | 195,042 | 0.89 | 0.93 | 0.37 | 119 |

(a) Assumes investment at the net asset value at the beginning of the year, reinvestment of all distributions and a complete redemption of the investment at the net asset value at the end of the year. Total returns for periods less than one full year are not annualized.
(b) Calculated based on the average shares outstanding methodology.
(c) Reflects income recognized from special dividends which amounted to $0.03 per share and 0.43% of average net assets.
(d) Reflects income recognized from a special dividend which amounted to $0.01 per share and 0.14% of average net assets.
(e) Reflects income recognized from a special dividend which amounted to $0.02 per share and 0.14% of average net assets.
(f) Includes non-recurring expense for a special shareholder meeting, which amounted to approximately 0.03% of average net assets.
(g) Annualized.

**The accompanying notes are an integral part of these financial statements.**

# Notes to Financial Statements

*December 31, 2009*

## 1. ORGANIZATION

Goldman Sachs Variable Insurance Trust (the "Trust" or "VIT") is a Delaware statutory trust registered under the Investment Company Act of 1940, as amended (the "Act"), as an open-end management investment company. The Trust includes the Goldman Sachs Structured Small Cap Equity Fund (the "Fund"). The Fund is a diversified portfolio under the Act offering two classes of shares — Institutional and Service. Goldman, Sachs & Co. ("Goldman Sachs" or the "Distributor") serves as Distributor of the shares of the Fund pursuant to a Distribution Agreement.

Goldman Sachs Asset Management, L.P. ("GSAM"), an affiliate of Goldman Sachs, serves as investment adviser pursuant to a management agreement (the "Agreement") with the Trust on behalf of the Fund.

## 2. SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of the significant accounting policies consistently followed by the Fund. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP") requires management to make estimates and assumptions that may affect the amounts and disclosures in the financial statements. Actual results could differ from those estimates and assumptions.

A. FASB Financial Accounting Standards Codification — In July 2009, the Financial Accounting Standards Board ("FASB") launched its "Financial Accounting Standards Codification" (the "Codification") as the single source of GAAP. While the Codification does not change GAAP, it introduces a new structure to the accounting literature and changes references to accounting standards and other authoritative accounting guidance that have been reflected in the Notes to Financial Statements.

B. Investment Valuation — The investment valuation policy of the Fund is to value investments at market value. Investments in equity securities and investment companies traded on a United States ("U.S.") securities exchange or the NASDAQ system are valued daily at their last sale price or official closing price on the principal exchange or system on which they are traded. If no sale occurs, such securities and investment companies are valued at the last bid price for long positions and at the last ask price for short positions. Debt securities for which market quotations are readily available are valued on the basis of quotations furnished by an independent pricing service approved by the trustees or provided by securities dealers. The pricing services may use valuation models or matrix pricing, which consider: (i) yield or price with respect to bonds that are considered comparable in characteristics such as rating, interest rate and maturity date or (ii) quotations from bond dealers to determine current value. If accurate quotations are not readily available, or if GSAM believes that such quotations do not accurately reflect fair value, the fair value of the Fund's investments may be determined based on yield equivalents, a pricing matrix or other sources, under valuation procedures established by the trustees. Unlisted equity securities for which market quotations are available are valued at the last sale price on valuation date, or if no sale occurs, at the last bid price. In the absence of market quotations, broker quotes will be utilized or the security will be fair valued. Investments in investment companies (other than those that are exchange traded) are valued at the net asset value per share ("NAV") on the valuation date. Short-term debt obligations that mature in sixty days or less and that do not exhibit signs of credit deterioration are valued at amortized cost, which approximates market value.

GSAM, consistent with its procedures and applicable regulatory guidance, may make an adjustment to the previous closing prices of either domestic or foreign securities in light of significant events to reflect what it believes to be the fair value of the securities at the time of determining the Fund's NAV. Significant events that could affect a large number of securities in a particular market may include, but are not limited to: situations relating to one or more single issuers in a market sector; significant fluctuations in U.S. or foreign markets; market dislocations; market disruptions or market closings; equipment failures; natural or man-made disasters or acts of God; armed conflicts; government actions or other developments; as well as the same or similar events which may affect specific issuers or the securities markets even though not tied directly to the securities markets. Other significant events that could relate to a single issuer may include, but are not limited to: corporate actions such as reorganizations, mergers and buy-outs; corporate announcements, including those

## 2. SIGNIFICANT ACCOUNTING POLICIES (continued)

relating to earnings, products and regulatory news; significant litigation; low trading volume; and trading limits or suspensions.

C. Security and Fund Share Transactions, and Investment Income — Security and Fund share transactions are reflected for financial reporting purposes as of the trade date, which may cause the NAV as stated in the accompanying financial statements to be different than the NAV applied to Fund share transactions. Realized gains and losses on sales of portfolio securities are calculated using the identified cost basis. Dividend income is recognized on the ex-dividend date, net of foreign withholding taxes, if any, which are reduced by any amounts reclaimable by the Fund, where applicable. Interest income is recorded on the basis of interest accrued, premium amortized and discount accreted. In addition, it is the Fund's policy to accrue for foreign capital gains taxes, if applicable, on certain foreign securities held by the Fund. An estimated foreign capital gains tax is recorded daily on net unrealized gains on these securities and is payable upon the sale of such securities when a gain is realized.

Net investment income (other than class specific expenses) and unrealized and realized gains or losses are allocated daily to each class of shares of the Fund based upon the relative proportion of net assets of each class.

In addition, distributions received from the Fund's investments in U.S. real estate investment trusts ("REITs") often include a "return of capital", which is recorded by the Fund as a reduction of the cost basis of the securities held. The Internal Revenue Code of 1986, as amended (the "Code") requires a REIT to distribute at least 95% of its taxable income to investors. In many cases, however, because of "non-cash" expenses such as property depreciation, a REIT's cash flow will exceed its taxable income. The REIT may distribute this excess cash to offer a more competitive yield. This portion of the Fund's distributions is deemed a return of capital and is generally not taxable to shareholders.

D. Expenses — Expenses incurred by the Trust that do not specifically relate to an individual Fund of the Trust are allocated to the Fund on a straight-line and/or pro-rata basis depending upon the nature of the expense and are accrued daily.

E. Federal Taxes and Distributions to Shareholders — It is the Fund's policy to comply with the requirements of the Code applicable to regulated investment companies (mutual funds) and to distribute each year substantially all of its investment company taxable income and capital gains to its shareholders. Accordingly, no federal income tax provisions are required. Distributions to shareholders are recorded on the ex-dividend date. Income and capital gains distributions, if any, are declared and paid annually. Net capital losses are carried forward to future fiscal years and may be used to the extent allowed by the Code to offset any future capital gains. Utilization of capital loss carryforwards will reduce the requirement of future capital gains distributions.

The characterization of distributions to shareholders for financial reporting purposes is determined in accordance with federal income tax rules, which may differ from GAAP. The source of the Fund's distributions may be shown in the accompanying financial statements as either from net investment income, net realized gain or capital. The Fund's capital accounts on the Statement of Assets and Liabilities reflect permanent GAAP/tax differences based on the appropriate tax character, but do not reflect temporary differences.

GSAM has reviewed the Fund's tax positions for all open tax years (the current and prior three years, as applicable) and has concluded that no provision for income tax is required in the Fund's financial statements. Such open tax years remain subject to examination and adjustment by tax authorities.

F. Foreign Currency Translations — The books and records of the Fund are accounted for in U.S. dollars. Amounts denominated in foreign currencies are translated into U.S. dollars on the following basis: (i) investment valuations, foreign currency and other assets and liabilities initially expressed in foreign currencies are converted into U.S. dollars based upon 4:00 p.m. Eastern Time exchange rates; and (ii) purchases and sales of foreign investments, income and expenses are converted into U.S. dollars based upon currency exchange rates prevailing on the respective dates of such transactions as of 4:00 p.m. Eastern Time.

Net realized and unrealized gain (loss) on foreign currency transactions represents: (i) foreign exchange gains and losses from the sale and holdings of foreign currencies; (ii) currency gains and losses between trade date and settlement date on investment security transactions and forward exchange contracts; and (iii) gains and losses from the difference between

# Notes to Financial Statements (continued)

*December 31, 2009*

## 2. SIGNIFICANT ACCOUNTING POLICIES (continued)

amounts of dividends, interest and foreign withholding taxes recorded and the amounts actually received. The effect of changes in foreign currency exchange rates on equity securities and derivative instruments is included with the net realized and change in unrealized gain (loss) on investments on the Statement of Operations. The effect of changes in foreign currency exchange rates on fixed income securities sold during the period is included with the net realized gain (loss) on foreign currency related transactions, while the effect of changes in foreign currency exchange rates on fixed income securities held at period end is included with the net change in unrealized gain (loss) on investments on the Statement of Operations. Net unrealized foreign exchange gains and losses arising from changes in the value of other assets and liabilities as a result of changes in foreign exchange rates are included as increases and decreases in unrealized gain (loss) on foreign currency related transactions.

G. Futures Contracts — The Fund may purchase or sell futures contracts to hedge against changes in interest rates, securities prices, currency exchange rates, or to seek to increase total return. Futures contracts are valued at the last settlement price, or in the absence of a sale, the last bid price, at the end of each day on the board of trade or exchange upon which they are traded. Upon entering into a futures contract, the Fund deposits cash or securities in an account on behalf of the broker in an amount sufficient to meet the initial margin requirement. Subsequent payments are made or received by the Fund equal to the daily change in the contract value and are recorded as variation margin receivable or payable with a corresponding offset in unrealized gains or losses. The Fund recognizes a realized gain or loss when a contract is closed or expires.

The use of futures contracts involves, to varying degrees, elements of market and counterparty risk which may exceed the amounts recognized in the Statement of Assets and Liabilities. Futures contracts may be illiquid, and exchanges may limit fluctuations in futures contract prices during a single day. Changes in the value of a futures contract may not directly correlate with changes in the value of the underlying securities. These risks may decrease the effectiveness of the Fund's strategies and potentially result in a loss. The Fund must set aside liquid assets, or engage in other appropriate measures, to cover their obligations under these contracts.

## 3. AGREEMENTS AND AFFILIATED TRANSACTIONS

A. Management Agreement — Under the Agreement, GSAM manages the Fund, subject to the general supervision of the trustees.

As compensation for the services rendered pursuant to the Agreement, the assumption of the expenses related thereto and administration of the Fund's business affairs, including providing facilities, GSAM is entitled to a management fee computed daily and payable monthly, equal to an annual percentage rate of the Fund's average daily net assets.

For the fiscal year ended December 31, 2009, contractual and effective net management fees with GSAM were at the following rates:

| Contractual Management Rate | | | | | |
|---|---|---|---|---|---|
| First $2 billion | Next $3 billion | Next $3 billion | Over $8 billion | Effective Rate | Effective Net Management Rate |
| 0.75% | 0.68% | 0.65% | 0.64% | 0.75% | 0.73%* |

* GSAM voluntarily agreed to waive a portion of its management fee in order to achieve the effective net management rate. The voluntary management fee waiver may be modified or terminated at any time at the option of GSAM. For the fiscal year ended December 31, 2009, GSAM waived approximately $19,800 of the Fund's management fee.

B. Distribution Agreement and Service Plan — The Trust, on behalf of the Service Shares of the Fund, has adopted a Distribution and Service Plan (the "Plan"). Under the Plan, Goldman Sachs and/or authorized dealers are entitled to a fee accrued daily and paid monthly for distribution services equal to, on an annual basis, 0.25% of the Fund's average daily net assets attributable to Service Shares.

## 3. AGREEMENTS AND AFFILIATED TRANSACTIONS (continued)

C. Transfer Agency Agreement — Goldman Sachs also serves as the transfer agent of the Fund for a fee pursuant to a Transfer Agency Agreement. The fees charged for such transfer agency services are calculated daily and payable monthly at an annual rate of 0.02% of the average daily net assets for Institutional and Service Shares.

D. Other Agreements — GSAM has voluntarily agreed to limit certain "Other Expenses" (excluding management fees, distribution and service fees, transfer agent fees and expenses, taxes, interest, brokerage fees and litigation, indemnification, shareholder meetings and other extraordinary expenses, exclusive of any custody and transfer agent fee credit reductions) to the extent such expenses exceed, on an annual basis, 0.114% of the average daily net assets of the Fund. Such expense reimbursements, if any, are computed daily and paid monthly. In addition, the Fund is not obligated to reimburse GSAM for prior fiscal year expense reimbursements, if any. This expense limitation may be modified or terminated at any time at the option of GSAM. For the fiscal year ended December 31, 2009, GSAM voluntarily reimbursed approximately $138,800 to the Fund. In addition, the Fund has entered into certain offset arrangements with the transfer agent resulting in a reduction of the Fund's expenses. For the fiscal year ended December 31, 2009, transfer agent fees were reduced by approximately $500.

As of December 31, 2009, amounts owed to affiliates were approximately $72,200, $4,800 and $2,000 for management, distribution and service, and transfer agent fees, respectively.

E. Line of Credit Facility — The Fund participates in a $660,000,000 committed, unsecured revolving line of credit facility (the "facility") together with other funds of the Trust and registered investment companies having management agreements with GSAM or its affiliates. Pursuant to the terms of the facility, the Fund and other borrowers may increase the credit amount by an additional $340,000,000, for a total of up to $1 billion. The facility is to be used solely for temporary or emergency purposes. The interest rate on borrowings is based on the federal funds rate. This facility also requires a fee to be paid by the Fund based on the amount of the commitment that has not been utilized. For the fiscal year ended December 31, 2009, the Fund did not have any borrowings under the facility. Prior to May 12, 2009, the amount available through the facility was $700,000,000.

F. Other Transactions with Affiliates — For the fiscal year ended December 31, 2009, Goldman Sachs earned approximately $1,000 in brokerage commissions from portfolio transactions, including futures transactions executed with Goldman Sachs as the Futures Commission Merchant, on behalf of the Fund.

## 4. FAIR VALUE OF INVESTMENTS

The fair value of a financial instrument is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., the exit price). GAAP establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 — Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2 — Quoted prices in markets that are not active or financial instruments for which all significant inputs are observable, either directly or indirectly;

Level 3 — Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

# Notes to Financial Statements (continued)

*December 31, 2009*

## 4. FAIR VALUE OF INVESTMENTS (continued)

The following is a summary of the Fund's investments categorized in the fair value hierarchy:

| | Level 1 | Level 2 | Level 3 |
|---|---|---|---|
| **Assets** | | | |
| Common Stock and/or Other Equity Investments | $116,109,739 | $ — | $ — |
| Securities Lending Reinvestment Vehicle | — | 29,527,299 | — |
| Short-term Investments | 2,625,645 | — | — |
| Derivatives | 58,846 | — | — |
| Total | $118,794,230 | $29,527,299 | $ — |

## 5. INVESTMENTS IN DERIVATIVES

The Fund may make investments in derivative instruments, including, but not limited to, options, futures, swaps and other derivatives relating to foreign currency transactions. A derivative is an instrument whose value is derived from underlying assets, indices, reference rates or a combination of these factors. Derivative instruments may be privately negotiated contracts (often referred to as over the counter ("OTC") derivatives) or they may be listed and traded on an exchange. Derivative contracts may involve future commitments to purchase or sell financial instruments or commodities at specified terms on a specified date, or to exchange interest payment streams or currencies based on a notional or contractual amount. Derivative instruments may involve a high degree of financial risk. The use of derivatives also involves the risk of loss if the investment adviser is incorrect in its expectation of the timing or level of fluctuations in securities prices, interest rates or currency prices. Investments in derivative instruments also include the risk of default by the counterparty, the risk that the investment may not be liquid and the risk that a small movement in the price of the underlying security or benchmark may result in a disproportionately large movement, unfavorable or favorable, in the price of the derivative instrument.

GAAP requires enhanced disclosures about the Fund's derivatives and hedging activities. The following table sets forth the gross value of the Fund's derivative contracts for trading activities by certain risk types as of December 31, 2009. The values in the table below exclude the effects of cash received or posted pursuant to derivative contracts, and therefore are not representative of the Fund's net exposure.

| Risk | Statement of Assets and Liabilities Location | Derivative Assets | Average Number of Contracts[(b)] |
|---|---|---|---|
| Equity | Unrealized gain on futures[(a)] | $58,846 | 38 |

(a) Includes cumulative appreciation (depreciation) of futures contracts described in the Additional Investment Information section of the Schedule of Investments. Only current day's variation margin is reported within the Statement of Assets and Liabilities.

(b) Average number of contracts is based on the average of quarter end balances for the period ended December 31, 2009.

The following table sets forth by certain risk types the Fund's gains (losses) related to derivative activities for the fiscal year ended December 31, 2009. These gains (losses) should be considered in the context that derivative contracts may have been executed to economically hedge securities and accordingly, gains or losses on derivative contracts may offset losses or gains attributable to securities. These gains (losses) are included in "Net realized gain (loss)" or "Net change in unrealized gain (loss)" on the Statement of Operations:

| Risk | Statement of Operations Location | Net Realized Gain (Loss) | Net Change in Unrealized Gain (Loss) |
|---|---|---|---|
| Equity | Net realized gain (loss) from futures transactions/ Net change in unrealized gain (loss) on futures | $667,450 | $(116,150) |

## 6. PORTFOLIO SECURITIES TRANSACTIONS

The cost of purchases and proceeds from sales and maturities of long-term securities for the fiscal year ended December 31, 2009, were $205,622,105 and $203,865,126, respectively.

## 7. SECURITIES LENDING

Pursuant to exemptive relief granted by the Securities and Exchange Commission and the terms and conditions contained therein, the Fund may lend its securities through a securities lending agent, Goldman Sachs Agency Lending ("GSAL"), a wholly-owned subsidiary of Goldman Sachs, to certain qualified borrowers including Goldman Sachs and affiliates. In accordance with the Fund's securities lending procedures, the Fund receives cash collateral at least equal to the market value of the securities on loan. The market value of the loaned securities is determined at the close of business of the Fund at their last sale price or official closing price on the principal exchange or system on which they are traded, and any additional required collateral is delivered to the Fund on the next business day. As with other extensions of credit, the Fund may experience a delay in the recovery of its securities or incur a loss should the borrower of the securities breach its agreement with the Fund or become insolvent at a time when the collateral is insufficient to cover the cost of repurchasing securities on loan.

The Fund invests the cash collateral received in connection with securities lending transactions in the Enhanced Portfolio II of Boston Global Investment Trust ("Enhanced Portfolio II"), a Delaware statutory trust. The Enhanced Portfolio II, deemed an affiliate of the Trust, is exempt from registration under Section 3(c)(7) of the Act and is managed by GSAM, for which GSAM may receive an investment advisory fee of up to 0.10% on an annualized basis of the average daily net assets of the Enhanced Portfolio II. The Enhanced Portfolio II invests primarily in short-term investments, but is not a "money market fund" subject to the requirements of Rule 2a-7 of the Act. The Fund's investment of cash collateral in the Enhanced Portfolio II is subject to a net asset value that may fall or rise due to market and credit conditions.

Both the Fund and GSAL receive compensation relating to the lending of the Fund's securities. The amount earned by the Fund for the fiscal year ended December 31, 2009, is reported as securities lending income. A portion of this amount, $30,741, represents compensation earned by the Fund from lending its securities to Goldman Sachs. For the fiscal year ended December 31, 2009, GSAL earned $12,959 in fees as securities lending agent. The amount payable to Goldman Sachs upon return of securities loaned as of December 31, 2009 was $7,657,503.

The following table provides information about the Fund's investment in the Enhanced Portfolio II for the fiscal year ended December 31, 2009 (in thousands):

| Number of Shares Held Beginning of Fiscal Year | Shares Bought | Shares Sold | Number of Shares Held End of Fiscal Year | Value at End of Fiscal Year |
|---|---|---|---|---|
| 9,206 | 82,738 | (62,446) | 29,498 | $29,527 |

## 8. TAX INFORMATION

The tax character of distributions paid during the fiscal years ended December 31, 2008 and December 31, 2009 was as follows:

| | 2008 | 2009 |
|---|---|---|
| Distributions paid from: | | |
| Ordinary income | $ 835,294 | $1,188,062 |
| Net long-term capital gains | 210,853 | — |
| Total taxable distributions | $1,046,147 | $1,188,062 |

# Notes to Financial Statements (continued)

*December 31, 2009*

## 8. TAX INFORMATION (continued)

As of December 31, 2009, the components of accumulated earnings (losses) on a tax basis were as follows:

| | |
|---|---|
| Undistributed ordinary income — net | $ 413,486 |
| Capital loss carryforward:[1] | |
| Expiring 2016 | $(34,977,258) |
| Expiring 2017 | (17,749,027) |
| Total capital loss carryforward | $(52,726,285) |
| Timing differences (post - October losses) | (21,886) |
| Unrealized gain — net | 12,414,599 |
| Total accumulated losses — net | $(39,920,086) |

[1] Expiration occurs on December 31 of the year indicated.

As of December 31, 2009, the Fund's aggregate security unrealized gains and losses based on cost for U.S. federal income tax purposes was as follows:

| | |
|---|---|
| Tax cost | $135,848,084 |
| Gross unrealized gain | 16,447,865 |
| Gross unrealized loss | (4,033,266) |
| Net unrealized security gain | $ 12,414,599 |

The difference between GAAP-basis and tax-basis unrealized gains (losses) is attributable primarily to wash sales, net mark to market gains (losses) on regulated futures contracts and differences related to the tax treatment of passive foreign investment company and partnership investments.

In order to present certain components of the Fund's capital accounts on a tax basis, the Fund has reclassified $667 and $167,518 from paid-in-capital and accumulated net realized loss from investments, respectively, to accumulated undistributed net investment income. These reclassifications have no impact on the net asset value of the Fund and result primarily from the difference in the tax treatment of passive foreign investment company, partnership and real estate investment trust investments.

## 9. OTHER RISKS

**Market and Credit Risks** — In the normal course of business, the Fund trades financial instruments and enters into financial transactions where risk of potential loss exists due to changes in the market (market risk). Additionally, the Fund may also be exposed to credit risk in the event that an issuer fails to perform or that an institution or entity with which the Fund has unsettled or open transaction defaults.

**Risks of Large Shareholder Redemptions** — Certain participating insurance companies, accounts, or Goldman Sachs affiliates may from time to time own (beneficially or of record) or control a significant percentage of the Fund's shares. Redemptions by these participating insurance companies or accounts in the Fund may impact the Fund's liquidity and NAV. These redemptions may also force the Fund to sell securities, which may increase the Fund's brokerage costs.

## 10. INDEMNIFICATIONS

Under the Trust's organizational documents, its trustees, officers, employees and agents are indemnified, to the extent permitted by the Act, against certain liabilities that may arise out of performance of their duties to the Fund. Additionally, in the course of business, the Fund enters into contracts that contain a variety of indemnification clauses. The Fund's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Fund that have not yet occurred. However, GSAM believes the risk of loss under these arrangements to be remote.

## 11. OTHER MATTERS

New Accounting Pronouncement — In May 2009, the FASB issued FASB Accounting Standards Codification ("ASC") 855 "Subsequent Events". This standard requires disclosure in the financial statements to reflect the effects of subsequent events that provide additional information on conditions about the financial statements as of the balance sheet date (recognized subsequent events) and disclosure of subsequent events that provide additional information about conditions after the balance sheet date if the financial statements would otherwise be misleading (unrecognized subsequent events). ASC 855 is effective for interim and annual financial statements issued for fiscal years ending after June 15, 2009. For purposes of inclusion in the financial statements, GSAM has concluded that subsequent events after the balance sheet date have been evaluated through February 16, 2010, the date the financial statements were issued.

## 12. SUMMARY OF SHARE TRANSACTIONS

Share activity is as follows:

| | For the Fiscal Year Ended December 31, 2009 | | For the Fiscal Year Ended December 31, 2008 | |
|---|---|---|---|---|
| | Shares | Dollars | Shares | Dollars |
| **Institutional Shares** | | | | |
| Shares sold | 846,977 | $ 6,179,797 | 1,165,736 | $ 10,502,596 |
| Reinvestment of distributions | 111,846 | 984,250 | 150,317 | 978,561 |
| Shares redeemed | (2,509,667) | (18,206,566) | (3,224,897) | (29,097,259) |
| | (1,550,844) | (11,042,519) | (1,908,844) | (17,616,102) |
| **Service Shares** | | | | |
| Shares sold | 1,717,923 | 11,484,680 | 920,266 | 7,274,935 |
| Reinvestment of distributions | 23,240 | 203,812 | 10,414 | 67,586 |
| Shares redeemed | (18,237) | (150,774) | (2,362) | (21,775) |
| | 1,722,926 | 11,537,718 | 928,318 | 7,320,746 |
| **NET INCREASE (DECREASE)** | 172,082 | $ 495,199 | (980,526) | $(10,295,356) |

# Report of Independent Registered Public Accounting Firm

To the Board of Trustees and Shareholders of
Goldman Sachs Variable Insurance Trust — Goldman Sachs Structured Small Cap Equity Fund:

In our opinion, the accompanying statement of assets and liabilities, including the schedule of investments, and the related statements of operations and of changes in net assets and the financial highlights present fairly, in all material respects, the financial position of Goldman Sachs Structured Small Cap Equity Fund (the "Fund") at December 31, 2009, the results of its operations for the year then ended, the changes in its net assets for each of the two years in the period then ended and the financial highlights for the periods indicated, in conformity with accounting principles generally accepted in the United States of America. These financial statements and financial highlights (hereafter referred to as "financial statements") are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit of these financial statements in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audit, which included confirmation of securities at December 31, 2009 by correspondence with the custodian, brokers and transfer agent, provides a reasonable basis for our opinion. The financial highlights of the Fund for the periods ended December 31, 2006 and prior were audited by another Independent Registered Public Accounting Firm whose report dated February 14, 2007 expressed an unqualified opinion on those financial highlights.

PricewaterhouseCoopers LLP

Boston, Massachusetts
February 16, 2010

## Fund Expenses — Six Month Period Ended December 31, 2009 (Unaudited)

As a shareholder of the Institutional or Service Shares of the Fund, you incur ongoing costs, including management fees, distribution and service (12b-1) fees (with respect to Service Shares) and other Fund expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Institutional Shares and Service Shares of the Fund and to compare these costs with the ongoing costs of investing in other mutual funds.

The example is based on an investment of $1,000 invested at the beginning of the period and held for the entire period from July 1, 2009 through December 31, 2009.

*Actual Expenses* — The first line under each share class in the table below provides information about actual account values and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by $1,000 (for example, an $8,600 account value divided by $1,000=8.6), then multiply the result by the number in the first line under the heading entitled "Expenses Paid" to estimate the expenses you paid on your account during this period.

*Hypothetical Example for Comparison Purposes* — The second line under each share class in the table below provides information about hypothetical account values and hypothetical expenses based on the Fund's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Fund's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Fund and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only. As a shareholder of the Fund, you do not incur any transaction costs, such as sales charges, redemption fees, or exchange fees, but shareholders of other funds may incur such costs. The second line of the table is useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds whose shareholders may incur transaction costs.

| Share Class | Beginning Account Value 7/01/09 | Ending Account Value 12/31/09 | Expenses Paid for the 6 Months Ended 12/31/09* |
|---|---|---|---|
| **Institutional** | | | |
| Actual | $1,000 | $1,273.10 | $4.93 |
| Hypothetical 5% return | 1,000 | 1,020.87+ | 4.38 |
| **Service** | | | |
| Actual | 1,000 | 1,270.80 | 6.35 |
| Hypothetical 5% return | 1,000 | 1,019.61+ | 5.65 |

* Expenses for each share class are calculated using the Fund's annualized net expense ratio for each class, which represents the ongoing expenses as a percentage of net assets for the six months ended December 31, 2009. Expenses are calculated by multiplying the annualized net expense ratio by the average account value for the period; then multiplying the result by the number of days in the most recent fiscal half year; and then dividing that result by the number of days in the fiscal year. The annualized net expense ratios for the period were 0.86% and 1.11% for Institutional and Service Shares, respectively.

+ Hypothetical expenses are based on the Fund's actual annualized net expense ratios and an assumed rate of return of 5% per year before expenses.

# Trustees and Officers (Unaudited)
## Independent Trustees

| Name, Address and Age[1] | Position(s) Held with the Trust | Term of Office and Length of Time Served[2] | Principal Occupation(s) During Past 5 Years | Number of Portfolios in Fund Complex Overseen by Trustee[3] | Other Directorships Held by Trustee[4] |
|---|---|---|---|---|---|
| **Ashok N. Bakhru**<br>Age: 67 | Chairman of the Board of Trustees | Since 1991 | President, ANB Associates (July 1994-March 1996 and November 1998-Present); Director, Apollo Investment Corporation (a business development company) (October 2008-Present); Executive Vice President—Finance and Administration and Chief Financial Officer and Director, Coty Inc. (manufacturer of fragrances and cosmetics) (April 1996-November 1998); Director of Arkwright Mutual Insurance Company (1984-1999); Trustee of International House of Philadelphia (program center and residential community for students and professional trainees from the United States and foreign countries) (1989-2004); Member of Cornell University Council (1992-2004 and 2006-Present); Trustee of the Walnut Street Theater (1992-2004); Trustee, Scholarship America (1998-2005); Trustee, Institute for Higher Education Policy (2003-2008); Director, Private Equity Investors—III and IV (November 1998-2007), and Equity-Limited Investors II (April 2002-2007); and Chairman, Lenders Service Inc. (provider of mortgage lending services) (2000-2003).<br>Chairman of the Board of Trustees—Goldman Sachs Mutual Fund Complex. | 96 | Apollo Investment Corporation (a business development company) |
| **John P. Coblentz, Jr.**<br>Age: 68 | Trustee | Since 2003 | Partner, Deloitte & Touche LLP (June 1975-May 2003); Director, Emerging Markets Group, Ltd. (2004-2006); and Director, Elderhostel, Inc. (2006-Present).<br>Trustee—Goldman Sachs Mutual Fund Complex. | 96 | None |
| **Diana M. Daniels**<br>Age: 60 | Trustee | Since 2007 | Ms. Daniels is retired (since January 2007). Formerly, she was Vice President, General Counsel and Secretary, The Washington Post Company (1991-2006). Ms. Daniels is Chairman of the Executive Committee, Cornell University (2006-Present); Member, Advisory Board, Psychology Without Borders (international humanitarian aid organization) (since 2007), and former Member of the Legal Advisory Board, New York Stock Exchange (2003-2006) and of the Corporate Advisory Board, Standish Mellon Management Advisors (2006-2007).<br>Trustee—Goldman Sachs Mutual Fund Complex. | 96 | None |
| **Patrick T. Harker**<br>Age: 51 | Trustee | Since 2000 | President, University of Delaware (July 2007-Present); Dean and Reliance Professor of Operations and Information Management, The Wharton School, University of Pennsylvania (February 2000-June 2007); Interim and Deputy Dean, The Wharton School, University of Pennsylvania (July 1999-January 2000); and Professor and Chairman of Department of Operations and Information Management, The Wharton School, University of Pennsylvania (July 1997-August 2000).<br>Trustee—Goldman Sachs Mutual Fund Complex. | 96 | Pepco Holdings, Inc. (an energy delivery company) |
| **Jessica Palmer**<br>Age: 60 | Trustee | Since 2007 | Consultant, Citigroup Human Resources Department (2007-2008); Managing Director, Citigroup Corporate and Investment Banking (previously, Salomon Smith Barney/Salomon Brothers) (1984-2006). Ms. Palmer is a Member of the Board of Trustees of Indian Mountain School (private elementary and secondary school) (2004-Present).<br>Trustee—Goldman Sachs Mutual Fund Complex. | 96 | None |

# Trustees and Officers (Unaudited) (continued)
## Independent Trustees

| Name, Address and Age[1] | Position(s) Held with the Trust | Term of Office and Length of Time Served[2] | Principal Occupation(s) During Past 5 Years | Number of Portfolios in Fund Complex Overseen by Trustee[3] | Other Directorships Held by Trustee[4] |
|---|---|---|---|---|---|
| **Richard P. Strubel**<br>Age: 70 | Trustee | Since 1987 | Director, Cardean Learning Group (provider of educational services via the internet) (2003-2008); President, COO and Director, Cardean Learning Group (1999-2003); Director, Cantilever Technologies, Inc. (a private software company) (1999-2005); Audit Committee Chairman, The University of Chicago (2006-Present); Trustee, The University of Chicago (1987-Present); and Managing Director, Tandem Partners, Inc. (management services firm) (1990-1999).<br>Trustee—Goldman Sachs Mutual Fund Complex. | 96 | Gildan Activewear Inc. (a clothing marketing and manufacturing company); The Northern Trust Mutual Fund Complex (58 Portfolios) (Chairman of the Board of Trustees). |

## Interested Trustees

| Name, Address and Age[1] | Position(s) Held with the Trust | Term of Office and Length of Time Served[2] | Principal Occupation(s) During Past 5 Years | Number of Portfolios in Fund Complex Overseen by Trustee[3] | Other Directorships Held by Trustee[4] |
|---|---|---|---|---|---|
| **James A. McNamara***<br>Age: 47 | President and Trustee | Since 2007 | Managing Director, Goldman Sachs (December 1998-Present); Director of Institutional Fund Sales, GSAM (April 1998-December 2000); and Senior Vice President and Manager, Dreyfus Institutional Service Corporation (January 1993-April 1998).<br>President—Goldman Sachs Mutual Fund Complex (November 2007-Present); Senior Vice President—Goldman Sachs Mutual Fund Complex (May 2007-November 2007); and Vice President—Goldman Sachs Mutual Fund Complex (2001-2007).<br>Trustee—Goldman Sachs Mutual Fund Complex (since November 2007 and December 2002-May 2004). | 96 | None |
| **Alan A. Shuch***<br>Age: 60 | Trustee | Since 1990 | Advisory Director—GSAM (May 1999-Present); Consultant to GSAM (December 1994-May 1999); and Limited Partner, Goldman Sachs (December 1994-May 1999).<br>Trustee—Goldman Sachs Mutual Fund Complex. | 96 | None |

* *These persons are considered to be "Interested Trustees" because they hold positions with Goldman Sachs and own securities issued by The Goldman Sachs Group, Inc. Each Interested Trustee holds comparable positions with certain other companies of which Goldman Sachs, GSAM or an affiliate thereof is the investment adviser, administrator and/or distributor.*

[1] *Each Trustee may be contacted by writing to the Trustee, c/o Goldman Sachs, One New York Plaza, 37th Floor, New York, New York, 10004, Attn: Peter V. Bonanno.*

[2] *Each Trustee holds office for an indefinite term until the earliest of: (a) the election of his or her successor; (b) the date the Trustee resigns or is removed by the Board of Trustees or shareholders, in accordance with the Trust's Declaration of Trust; (c) the conclusion of the first Board meeting held subsequent to the day the Trustee attains the age of 72 years (in accordance with the current resolutions of the Board of Trustees, which may be changed by the Trustees without shareholder vote); or (d) the termination of the Trust.*

[3] *The Goldman Sachs Mutual Fund Complex consists of the Trust, Goldman Sachs Municipal Opportunity Fund, Goldman Sachs Credit Strategies Fund, and Goldman Sachs Trust. As of December 31, 2009, the Trust consisted of 11 portfolios, Goldman Sachs Trust consisted of 83 portfolios (of which 82 offered shares to the public) and the Goldman Sachs Municipal Opportunity Fund did not offer shares to the public.*

[4] *This column includes only directorships of companies required to report to the SEC under the Securities Exchange Act of 1934 (i.e., "public companies") or other investment companies registered under the Act.*

Additional information about the Trustees is available in the Fund's Statement of Additional Information which can be obtained from Goldman Sachs free of charge by calling this toll-free number (in the United States of America): 1-800-292-4726.

## Trustees and Officers (Unaudited) (continued)
## Officers of the Trust*

| Name, Address and Age | Position(s) Held With the Trust | Term of Office and Length of Time Served[1] | Principal Occupation(s) During Past 5 Years |
|---|---|---|---|
| **James A. McNamara**<br>32 Old Slip<br>New York, NY 10005<br>Age: 47 | President and Trustee | Since 2007 | Managing Director, Goldman Sachs (December 1998-Present); Director of Institutional Fund Sales, GSAM (April 1998-December 2000); and Senior Vice President and Manager, Dreyfus Institutional Service Corporation (January 1993-April 1998).<br>President—Goldman Sachs Mutual Fund Complex (November 2007-Present); Senior Vice President—Goldman Sachs Mutual Fund Complex (May 2007-November 2007); and Vice President—Goldman Sachs Mutual Fund Complex (2001-2007).<br>Trustee—Goldman Sachs Mutual Fund Complex (since November 2007 and December 2002-May 2004). |
| **George F. Travers**<br>30 Hudson Street<br>Jersey City, NJ 07032<br>Age: 42 | Senior Vice President and Principal Financial Officer | Since 2009 | Managing Director, Goldman Sachs (2007-present); Managing Director, UBS Ag (2005-2007); and Partner, Deloitte & Touche LLP (1990-2005, partner from 2000-2005)<br>Senior Vice President and Principal Financial Officer—Goldman Sachs Mutual Fund Complex. |
| **Peter V. Bonanno**<br>One New York Plaza<br>New York, NY 10004<br>Age: 42 | Secretary | Since 2003 | Managing Director, Goldman Sachs (December 2006-Present); Associate General Counsel, Goldman Sachs (2002-Present); Vice President, Goldman Sachs (1999-2006); and Assistant General Counsel, Goldman Sachs (1999-2002).<br>Secretary—Goldman Sachs Mutual Fund Complex (2006-Present); and Assistant Secretary—Goldman Sachs Mutual Fund Complex (2003-2006). |
| **Scott M. McHugh**<br>32 Old Slip<br>New York, NY 10005<br>Age: 38 | Treasurer and Senior Vice President | Since 2009 | Vice President, Goldman Sachs (February 2007-Present); Assistant Treasurer of certain mutual funds administered by DWS Scudder (2005-2007); and Director (2005-2007), Vice President (2000-2005), Assistant Vice President (1998-2000), Deutsche Asset Management or its predecessor (1998-2007).<br>Treasurer—Goldman Sachs Mutual Fund Complex (October 2009-Present); Senior Vice President—Goldman Sachs Mutual Fund Complex (November 2009-Present); and Assistant Treasurer—Goldman Sachs Mutual Fund Complex (May 2007-October 2009). |

[1] *Officers hold office at the pleasure of the Board of Trustees or until their successors are duly elected and qualified. Each officer holds comparable positions with certain other companies of which Goldman Sachs, GSAM or an affiliate thereof is the investment adviser, administrator and/or distributor.*

* *Represents a partial list of officers of the Trust. Additional information about all the officers is available in the Fund's Statement of Additional Information which can be obtained from Goldman Sachs free of charge by calling this toll-free number (in the United States): 1-800-292-4726.*

## Goldman Sachs Variable Insurance Trust — Tax Information (Unaudited)

For the year ended December 31, 2009, 100% of the dividends paid from net investment company taxable income by the Goldman Sachs Structured Small Cap Equity Fund qualify for the dividends received deduction available to corporations.

GOLDMAN, SACHS & CO.
Distributor and Transfer Agent

GOLDMAN SACHS ASSET MANAGEMENT, L.P.
Investment Adviser
32 Old Slip, New York, New York 10005

Visit our Web site at www.goldmansachsfunds.com to obtain the most recent month-end returns.

**A prospectus for the Fund containing more complete information may be obtained from your authorized dealer or from Goldman, Sachs & Co. by calling (retail – 1-800-526-7384) (institutional – 1-800-621-2550). Please consider a fund's objectives, risks, and charges and expenses, and read the prospectus carefully before investing. The prospectus contains this and other information about the Fund.**

The reports concerning the Fund included in this shareholder report may contain certain forward-looking statements about the factors that may affect the performance of the Fund in the future. These statements are based on Fund management's predictions and expectations concerning certain future events and their expected impact on the Fund, such as performance of the economy as a whole and of specific industry sectors, changes in the levels of interest rates, the impact of developing world events, and other factors that may influence the future performance of the Fund. Management believes these forward-looking statements to be reasonable, although they are inherently uncertain and difficult to predict. Actual events may cause adjustments in portfolio management strategies from those currently expected to be employed.

A description of the policies and procedures that the Fund uses to determine how to vote proxies relating to portfolio securities and information regarding how the Fund voted proxies relating to portfolio securities during the most recent 12-month period ended June 30 is available (i) without charge, upon request by calling 1-800-526-7384 (for Retail Shareholders) or 1-800-621-2550 (for Institutional Shareholders); and (ii) on the Securities and Exchange Commission ("SEC") Web site at *http://www.sec.gov.*

The Fund files its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. The Fund's Form N-Q is available on the SEC's website at http://www.sec.gov within 60 days after the Fund's first and third fiscal quarters. When available, the Fund's Forms N-Q may be reviewed and copied at the SEC's Public Reference Room in Washington, D.C. and information on the operation of the Public Reference Room may also be obtained by calling 1-800-SEC-0330. Forms N-Q may be obtained upon request and without charge by calling 1-800-621-2550.

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Holdings and allocations shown may not be representative of current or future investments. Holdings and allocations may not include the Fund's entire investment portfolio,which may change at any time. Fund holdings should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities.

**This material is not authorized for distribution to prospective investors unless preceded or accompanied by a current Prospectus for the Fund. Please consider the Fund's objectives, risks, and charges and expenses, and read the Prospectus carefully before investing. The Prospectus contains this and other information about the Fund.**

Toll Free (in U.S.): 800-292-4726

This report is prepared for the general information of contract owners and is not an offer of shares of the Goldman Sachs Variable Insurance Trust: Goldman Sachs Structured Small Cap Equity Fund.



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