



The Patriot

Sentry Variable Account II

Annual Report December 31, 2021

A flexible premium deferred variable annuity funded by T. Rowe Price Fixed Income Series, Inc., T. Rowe Price Equity Series, Inc., T. Rowe Price International Series, Inc., Janus Aspen Series, and Vanguard Variable Insurance Fund

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Janus Henderson VIT Balanced Portfolio

Janus Aspen Series

HIGHLIGHTS

- Portfolio management perspective
- Investment strategy behind your portfolio
- Portfolio performance, characteristics and holdings

Janus Henderson
— INVESTORS —

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Janus Henderson VIT Balanced Portfolio

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Janus Henderson VIT Balanced Portfolio (unaudited)

PORTFOLIO SNAPSHOT

For 25+ years, the Balanced Portfolio has delivered our equity and fixed income expertise in a one-stop core solution. The portfolio managers make dynamic asset allocation decisions based on their view of overall market risk and careful examination of valuations across equity and fixed income markets. The end result is a diversified multi-asset, core holding portfolio offering the potential for long-term capital appreciation with a focus on security selection while maintaining the flexibility to navigate uncertain and volatile markets.



PERFORMANCE OVERVIEW

For the 12-month period ended December 31, 2021, the Janus Henderson VIT Balanced Portfolio's Institutional Shares and Service Shares returned 17.20% and 16.91%, respectively, compared with 14.32% for the Balanced Index, an internally calculated benchmark that combines the total returns from the S&P 500® Index (55%) and the Bloomberg U.S. Aggregate Bond Index (45%). The S&P 500 Index returned 28.71% and the Bloomberg U.S. Aggregate Bond Index returned -1.54%.

INVESTMENT ENVIRONMENT

The period began with many economically damaging social distancing measures still in place to mitigate the spread of COVID-19. However, U.S. equity markets continued to gain as significant monetary and fiscal stimulus supported markets, and vaccine developments created optimism around the potential for an economic reopening. Indeed, vaccines were distributed at a faster-than-expected rate, contributing to strong economic growth. Equities finished the period with robust gains, but performance across sectors varied significantly. Energy was the top-performing sector, benefiting from the strong rebound in oil prices. Real estate stocks, which were pummeled amid 2020's lockdown phase, rebounded strongly alongside the broader economic reopening. Traditionally defensive sectors such as utilities and consumer staples lagged, though they still generated double-digit returns.

Amid the economic recovery, the yield on the 10-year Treasury note ended December at 1.51%, up from 0.93% one year ago. The recovery, as is typical, brought both higher inflation expectations and the realization that the U.S. Federal Reserve (Fed) would reduce monetary stimulus and eventually increase policy rates. Despite

intra-period volatility, corporate credit spreads (the difference in yield over Treasuries) ultimately tightened with the improving economic outlook. However, investment-grade corporates were negatively impacted by rising interest rates and ended the period with negative total returns. Mortgage-backed securities (MBS) similarly outperformed U.S. Treasuries but generated negative total returns. Treasury Inflation-Protected Securities (TIPS) and high-yield corporates generated positive total returns – the former aided by increasing inflation expectations, the latter aided by their improving fundamental outlook (i.e., expectations for low credit defaults) and investors' continued quest for yield.

PERFORMANCE DISCUSSION

The Portfolio's ability to dynamically adjust its allocation with changing market conditions proved beneficial given the portfolio managers' decision to overweight equities as the economic recovery continued. On average, 64% of the Portfolio was invested in stocks throughout the period (based on month-end data). Asset class allocations may vary based on market conditions, and positioning near the mandated maximum equity exposure reflected the portfolio managers' belief that equities offered greater risk-adjusted opportunities versus fixed income throughout the year.

The equity allocation outperformed the S&P 500 Index. Stock selection drove the relative outperformance, particularly in the information technology, health care and consumer staples sectors. Technology company Nvidia was the largest individual equity contributor. As large technology platform companies continued to increase capital spending on network data centers and infrastructure, Nvidia – a leading producer of graphics processing units – benefited. The company's products are

Janus Henderson VIT Balanced Portfolio (unaudited)

also critical to virtual and augmented reality platforms, which are growing in popularity. Semiconductor company Lam Research was another relative contributor. Demand forecasts for wafer fabrication equipment increased during the period alongside the continued proliferation of semiconductors across industries, and the company benefited near year-end from a stabilization of memory prices.

Detracting from relative results was sector positioning, including a lack of exposure to energy – the best-performing benchmark sector during the period – and an underweight to the strong-performing real estate sector. Credit card service provider Mastercard was the top individual equity detractor. The Delta and Omicron variants of COVID-19 dashed investor optimism that cross-border travel spending would see a sizable recovery during the period. Concerns around the introduction of new payment methods also weighed on the stock. While we are monitoring potential disruptors to the credit card network, we believe Mastercard has demonstrated an ability to be resilient and we think its growth outlook remains positive. Comcast was another detractor given concerns around slowing subscriber growth for high-speed cable Internet in 2021 versus the year prior, as well as the potential for increased competition from fiber-optic and 5G providers.

The fixed income allocation outperformed the Bloomberg U.S. Aggregate Bond Index. Our asset allocation decisions benefited relative performance versus the Bloomberg U.S. Aggregate Bond Index. The Portfolio's out-of-index allocation to high-yield corporate bonds performed well as the economic outlook continued to improve and investors' demand for yield remained intact. Out-of-index exposure to TIPS was also a strong contributor as we adjusted positioning with the ebb and flow of inflation expectations. An underweight to MBS and strong security selection further benefited relative performance. The Portfolio's positioning relative to the U.S. Treasury yield curve and a lack of exposure to government-related securities detracted.

Although we consistently trimmed the Portfolio's allocation to corporate bonds during the period, our overall favorable view on the U.S. economy led us to maintain the Portfolio's overweight exposure to corporates (including high-yield) and securitized credit such as asset-backed securities (ABS) and commercial mortgage-backed securities (CMBS). We maintained underweight exposures to U.S. Treasuries and MBS.

Our decision to reduce corporate credit exposure was primarily due to credit spreads narrowing as the period progressed. Corporate bond sales were focused on the investment-grade market given our view that the relatively tight level of spreads diminished their attractiveness on a risk-adjusted basis compared to high yield, particularly with rates set to rise. Within high yield, we adjusted positions, emphasizing names believed to have the potential to be “rising stars” – securities that could see sufficient rating improvement to push them into the investment-grade market. We added floating rate products such as bank loans as well as high-quality (AAA/AA) collateralized loan obligations (CLOs) for the first time, believing the underlying bank loans had attractive valuations and their securitization into CLOs added additional value. In our efforts to diversify sources of both yield and risk, we also added to our ABS and CMBS exposure, focusing on relative-value opportunities identified through individual security analysis. Lastly, we were active in the TIPS market, adding early on the expectation that inflation expectations would increase and adjusting the allocation throughout the year as expectations shifted.

OUTLOOK

Although we expect to see continued heightened inflation in 2022, other key economic indicators such as unemployment, labor force participation and retail sales continue to trend in a constructive direction and should provide a positive backdrop for equity markets going forward. It is our belief that high levels of consumer savings, significant appreciation in the equity and housing markets and stronger employment growth will allow consumers to drive robust spending in the upcoming quarters. Ongoing vaccination and the development of additional medical advancements to treat COVID-19 should result in more people continuing to rejoin the workforce, which should help alleviate supply chain constraints and help ease certain drivers of inflation. Corporate and consumer balance sheets also remain strong, which should keep credit losses low, and we expect robust capital spending on digitization and automation to further help supply chains recover.

As 2021 was drawing to a close, the Fed began to aggressively reassess the pace at which it would be removing the extraordinary monetary policy accommodation it has been providing as it acknowledged that inflation is projected to remain above target for longer than was expected. As we navigate a period with the potential for heightened volatility brought on by this shift

Janus Henderson VIT Balanced Portfolio (unaudited)

in policy outlook, we continue to believe in the importance of finding companies that are providing meaningful economic value to their customers while continuing to generate consistent free cash flow and allocating capital successfully. We think these companies will be better positioned for long-term growth regardless of any shorter-term changes in the investment environment. In particular, we continue to emphasize companies participating in many of the long-term growth themes that were in motion prior to the pandemic — and have accelerated as a result of it. These include the shift to e-commerce and related acceleration in e-payments as well as the growth of cloud computing and Software as a Service applications. Health care technology is another meaningful theme. Better data analysis from the digitization of procedures and treatments will likely lead to better outcomes for patients and strong growth for medical technology companies.

While navigating a shift in central bank policy is never straightforward, we see continued opportunities to add value in the bond portfolio in the coming quarters while maintaining the traditional role as a diversifier in volatile times. We do believe real yields (the yield paid after taking into account expected inflation) are too low for the kind of economic growth and inflation we are forecasting and expect upward pressure on Treasury yields. However, longer-dated Treasuries are likely to remain attractive relative to other developed markets' government bonds, and we expect continued demand from outside the U.S. to be a stabilizer in times of volatility. Similarly, we believe credit sectors can perform well in the early phases of a tightening cycle — fundamentals are still improving, credit ratings are being upgraded, access to credit remains plentiful and defaults are expected to remain scarce. Ultimately, we think 2022 may play to the active fixed income manager's strengths; in our opinion, opportunities to add incremental returns to a bond portfolio are more likely to come from relative-value opportunities, nuanced sector allocation, shorter-term dislocations and individual security selection.

As always, we will dynamically adjust each of the equity and fixed income allocations, as well as the Portfolio's overall mix between equities and fixed income, as we analyze the risks and opportunities in each market.

Thank you for your investment in Janus Henderson VIT Balanced Portfolio.

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Portfolio At A Glance

December 31, 2021

5 Top Contributors - Equity Sleeve Holdings

	Average Weight	Relative Contribution
NVIDIA Corp	2.27%	0.74%
Microsoft Corp	8.22%	0.56%
Eli Lilly & Co	2.00%	0.50%
Lam Research Corp	2.52%	0.50%
Home Depot Inc	2.55%	0.43%

5 Top Detractors - Equity Sleeve Holdings

	Average Weight	Relative Contribution
Mastercard Inc	3.62%	-0.87%
Activision Blizzard Inc	0.78%	-0.47%
Comcast Corp	2.09%	-0.46%
Honeywell International Inc	1.72%	-0.41%
Merck & Co Inc	1.46%	-0.33%

5 Top Contributors - Equity Sleeve Sectors*

	Relative Contribution	Equity Sleeve Average Weight	S&P 500 Index Average Weight
Information Technology	1.15%	32.34%	27.58%
Health Care	0.72%	14.95%	13.12%
Consumer Staples	0.54%	6.39%	5.91%
Utilities	0.30%	0.00%	2.54%
Communication Services	0.22%	10.13%	10.97%

5 Top Detractors - Equity Sleeve Sectors*

	Relative Contribution	Equity Sleeve Average Weight	S&P 500 Index Average Weight
Consumer Discretionary	-1.02%	16.53%	12.44%
Energy	-0.59%	0.00%	2.71%
Financials	-0.26%	9.83%	11.20%
Real Estate	-0.24%	0.55%	2.55%
Industrials	-0.14%	8.57%	8.36%

Relative contribution reflects how the portfolio's holdings impacted return relative to the benchmark. Cash and securities not held in the portfolio are not shown. For equity portfolios, relative contribution compares the performance of a security in the portfolio to the benchmark's total return, factoring in the difference in weight of that security in the benchmark. Returns are calculated using daily returns and previous day ending weights rolled up by ticker, excluding fixed income securities, gross of advisory fees, may exclude certain derivatives and will differ from actual performance. Performance attribution reflects returns gross of advisory fees and may differ from actual returns as they are based on end of day holdings. Attribution is calculated by geometrically linking daily returns for the portfolio and index.

* Based on sector classification according to the Global Industry Classification Standard ("GICS") codes, which are the exclusive property and a service mark of MSCI Inc. and Standard & Poor's.

Janus Henderson VIT Balanced Portfolio (unaudited)

Portfolio At A Glance

December 31, 2021

5 Largest Equity Holdings - (% of Net Assets)

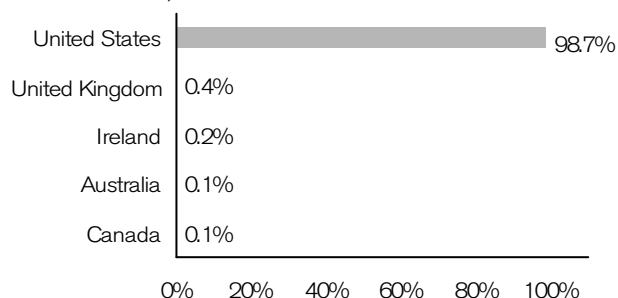
Microsoft Corp	
Software	5.8%
Apple Inc	
Technology Hardware, Storage & Peripherals	3.9%
Alphabet Inc - Class C	
Interactive Media & Services	3.7%
Amazon.com Inc	
Internet & Direct Marketing Retail	2.9%
UnitedHealth Group Inc	
Health Care Providers & Services	2.4%
	18.7%

Asset Allocation - (% of Net Assets)

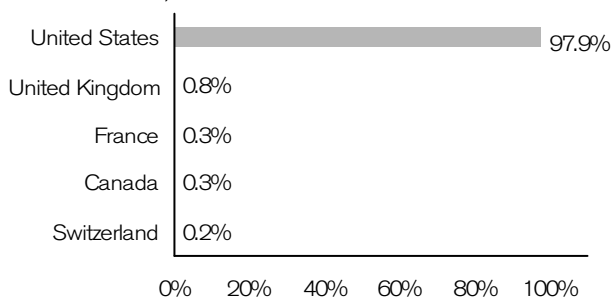
Common Stocks	64.5%
United States Treasury	
Notes/Bonds	12.5%
Corporate Bonds	10.2%
Asset-Backed/Commercial	
Mortgage-Backed Securities	6.0%
Mortgage-Backed Securities	4.6%
Investment Companies	4.0%
Bank Loans and Mezzanine Loans	0.9%
Inflation-Indexed Bonds	0.2%
Other	(2.9)%
	100.0%

Top Country Allocations - Long Positions - (% of Investment Securities)

As of December 31, 2021

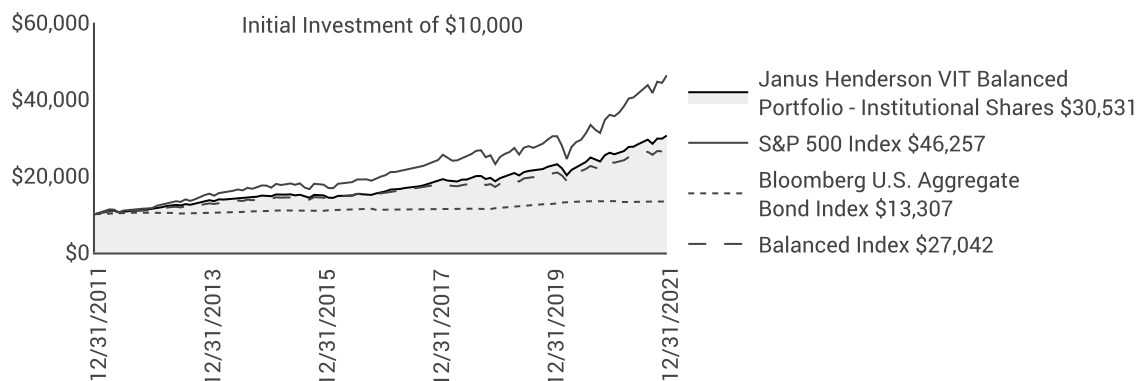


As of December 31, 2020



Janus Henderson VIT Balanced Portfolio (unaudited)

Performance



Average Annual Total Return - for the periods ended December 31, 2021					Prospectus Expense Ratios
	One Year	Five Year	Ten Year	Since Inception*	Total Annual Fund Operating Expenses [†]
Institutional Shares	17.20%	14.39%	11.81%	10.42%	0.62%
Service Shares	16.91%	14.10%	11.53%	10.23%	0.87%
S&P 500 Index	28.71%	18.47%	16.55%	10.73%	
Bloomberg U.S. Aggregate Bond Index	-1.54%	3.57%	2.90%	4.99%	
Balanced Index	14.32%	11.87%	10.46%	8.39%	
Morningstar Quartile - Institutional Shares	1st	1st	1st	1st	
Morningstar Ranking - based on total returns for Allocation - 50% to 70% Equity Funds	90/714	26/662	26/552	9/204	

Returns quoted are past performance and do not guarantee future results; current performance may be lower or higher. Investment returns and principal value will vary; there may be a gain or loss when shares are sold. For the most recent month-end performance call 800.668.0434 or visit janushenderson.com/VITperformance.

Performance may be affected by risks that include those associated with foreign and emerging markets, fixed income securities, high-yield and high-risk securities, undervalued, overlooked and smaller capitalization companies, real estate related securities including Real Estate Investment Trusts (REITs), Environmental, Social and Governance (ESG) factors, non-diversification, portfolio turnover, derivatives, short sales, initial public offerings (IPOs) and potential conflicts of interest. Each product has different risks. Please see the prospectus for more information about risks, holdings and other details.

Returns do not reflect the deduction of fees, charges or expenses of any insurance product or qualified plan. If applied, returns would have been lower.

Returns include reinvestment of all dividends and distributions and do not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares. The returns do not include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes.

Performance for Service Shares prior to December 31, 1999 reflects the performance of Institutional Shares, adjusted to reflect the expenses of Service Shares.

Ranking is for the share class shown only; other classes may have different performance characteristics.

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There is no assurance that the investment process will consistently lead to successful investing.

See Notes to Schedule of Investments and Other Information for index definitions.

Index performance does not reflect the expenses of managing a portfolio as an index is unmanaged and not available for direct investment.

See important disclosures on the next page.

Janus Henderson VIT Balanced Portfolio (unaudited) Performance

See "Useful Information About Your Portfolio Report."

*The Portfolio's inception date – September 13, 1993

‡ As stated in the prospectus. See Financial Highlights for actual expense ratios during the reporting period.

Janus Henderson VIT Balanced Portfolio (unaudited)

Expense Examples

As a shareholder of the Portfolio, you incur two types of costs: (1) transaction costs and (2) ongoing costs, including management fees; 12b-1 distribution and shareholder servicing fees (applicable to Service Shares only); transfer agent fees and expenses payable pursuant to the Transfer Agency Agreement; and other Portfolio expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Portfolio and to compare these costs with the ongoing costs of investing in other mutual funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. The example is based upon an investment of \$1,000 invested at the beginning of the period and held for the six-months indicated, unless noted otherwise in the table and footnotes below.

Actual Expenses

The information in the table under the heading "Actual" provides information about actual account values and actual expenses. You may use the information in these columns, 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 appropriate column for your share class under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during the period.

Hypothetical Example for Comparison Purposes

The information in the table under the heading "Hypothetical (5% return before expenses)" provides information about hypothetical account values and hypothetical expenses based upon the Portfolio's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Portfolio'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 Portfolio 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. Additionally, for an analysis of the fees associated with an investment in either share class or other similar funds, please visit www.finra.org/fundalyzer.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transaction costs, such as any charges at the separate account level or contract level. These fees are fully described in the Portfolio's prospectuses. Therefore, the hypothetical examples are useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds. In addition, if these transaction costs were included, your costs would have been higher.

	Actual			Hypothetical (5% return before expenses)			Net Annualized Expense Ratio
	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	
Institutional							
Shares	\$1,000.00	\$1,079.50	\$3.25	\$1,000.00	\$1,022.08	\$3.16	0.62%
Service Shares	\$1,000.00	\$1,078.00	\$4.56	\$1,000.00	\$1,020.82	\$4.43	0.87%

† Expenses Paid During Period are equal to the Net Annualized Expense Ratio multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period). Expenses in the examples include the effect of applicable fee waivers and/or expense reimbursements, if any. Had such waivers and/or reimbursements not been in effect, your expenses would have been higher. Please refer to the Notes to Financial Statements or the Portfolio's prospectuses for more information regarding waivers and/or reimbursements.

Janus Henderson VIT Balanced Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Asset-Backed/Commercial Mortgage-Backed Securities— 6.0%		
208 Park Avenue Mortgage Trust 2017-280P, ICE LIBOR USD 1 Month + 0.8800%, 0.9898%, 9/15/34 (144A) [‡]	\$3,072,117	\$3,069,451
Affirm Asset Securitization Trust 2021-B A, 1.0300%, 8/17/26 (144A)	3,492,000	3,465,135
Angel Oak Mortgage Trust I LLC 2019-5, 2.5930%, 10/25/49 (144A) [‡]	983,070	982,462
Angel Oak Mortgage Trust I LLC 2019-6, ICE LIBOR USD 12 Month + 0.9500%, 2.6200%, 11/25/59 (144A) [‡]	763,272	763,272
Angel Oak Mortgage Trust I LLC 2020-3, ICE LIBOR USD 12 Month + 1.0000%, 2.4100%, 4/25/65 (144A) [‡]	1,493,992	1,496,262
Aqua Finance Trust 2021-A A, 1.5400%, 7/17/46 (144A)	2,330,189	2,305,339
Arbys Funding LLC 2020-1A, 3.2370%, 7/30/50 (144A)	8,135,025	8,309,001
Barclays Comercial Mortgage Securities LLC 2015-SRCH, 4.1970%, 8/10/35 (144A)	2,528,000	2,793,485
Barclays Comercial Mortgage Securities LLC 2017-DELC, ICE LIBOR USD 1 Month + 0.8500%, 0.9598%, 8/15/36 (144A) [‡]	2,087,000	2,086,414
BVRT Financing Trust 2021-2F M1, 1.6000%, 1/10/32 [‡]	444,502	445,258
BVRT Financing Trust 2021-CRT1 M2, 2.3514%, 1/10/33 [‡]	725,484	727,298
BVRT Financing Trust 2021-CRT2 M1, 1.8514%, 11/10/32 [‡]	181,074	181,074
BX Commercial Mortgage Trust 2019-OC11, 3.2020%, 12/9/41 (144A)	2,230,000	2,350,737
BX Commercial Mortgage Trust 2019-OC11, 3.6050%, 12/9/41 (144A)	1,121,000	1,182,231
BX Commercial Mortgage Trust 2019-OC11, 3.8560%, 12/9/41 (144A)	2,229,000	2,295,238
BX Commercial Mortgage Trust 2019-XL, ICE LIBOR USD 1 Month + 0.9200%, 1.0300%, 10/15/36 (144A) [‡]	3,733,213	3,732,178
BX Commercial Mortgage Trust 2019-XL, ICE LIBOR USD 1 Month + 1.0800%, 1.1900%, 10/15/36 (144A) [‡]	617,100	616,492
BX Commercial Mortgage Trust 2020-FOX A, ICE LIBOR USD 1 Month + 1.0000%, 1.1100%, 11/15/32 (144A) [‡]	6,010,033	6,008,627
BX Commercial Mortgage Trust 2020-FOX B, ICE LIBOR USD 1 Month + 1.3500%, 1.4600%, 11/15/32 (144A) [‡]	1,061,933	1,060,996
BX Commercial Mortgage Trust 2020-FOX C, ICE LIBOR USD 1 Month + 1.5500%, 1.6600%, 11/15/32 (144A) [‡]	968,381	964,486
BX Commercial Mortgage Trust 2021-LBA AJV, ICE LIBOR USD 1 Month + 0.8000%, 0.9100%, 2/15/36 (144A) [‡]	4,525,000	4,507,886
BX Commercial Mortgage Trust 2021-LBA AV, ICE LIBOR USD 1 Month + 0.8000%, 0.9100%, 2/15/36 (144A) [‡]	5,146,000	5,126,536
BX Commercial Mortgage Trust 2021-VOLT A, ICE LIBOR USD 1 Month + 0.7000%, 0.8098%, 9/15/36 (144A) [‡]	2,265,000	2,257,962
BX Commercial Mortgage Trust 2021-VOLT B, ICE LIBOR USD 1 Month + 0.9500%, 1.0598%, 9/15/36 (144A) [‡]	4,636,000	4,594,008
BX Commercial Mortgage Trust 2021-VOLT D, ICE LIBOR USD 1 Month + 1.6500%, 1.7598%, 9/15/36 (144A) [‡]	4,869,000	4,826,417
BXP Trust 2017-GM, 3.3790%, 6/13/39 (144A)	1,140,000	1,214,657
Carvana Auto Receivables Trust 2021-P4 A2, 0.8200%, 4/10/25	3,949,000	3,947,316
CBAM CLO Management 2019-11RA A1, ICE LIBOR USD 3 Month + 1.1800%, 1.3049%, 1/20/35 (144A) [‡]	7,871,000	7,880,414
CBAM CLO Management 2019-11RA B, ICE LIBOR USD 3 Month + 1.7500%, 1.8749%, 1/20/35 (144A) [‡]	4,014,000	4,014,666
CF Hippolyta Issuer LLC 2021-1A A1, 1.5300%, 3/15/61 (144A)	4,486,879	4,406,009
CF Hippolyta Issuer LLC 2021-1A B1, 1.9800%, 3/15/61 (144A)	1,694,636	1,669,632
Chase Auto Credit Linked Notes 2021-1 B, 0.8750%, 9/25/28 (144A)	1,767,766	1,764,483
Chase Auto Credit Linked Notes 2021-2 B, 0.8890%, 12/26/28 (144A)	4,053,118	4,031,053
Chase Mortgage Finance Corp 2021-CL1 M1, US 30 Day Average SOFR + 1.2000%, 1.2497%, 2/25/50 (144A) [‡]	5,716,654	5,731,527
CIFC Funding Ltd 2016-1A BRR, ICE LIBOR USD 3 Month + 1.7000%, 0%, 10/21/31 (144A) [‡]	3,275,000	3,235,415
CIFC Funding Ltd 2021-7A A1, ICE LIBOR USD 3 Month + 1.1300%, 1.2584%, 1/23/35 (144A) [‡]	5,709,000	5,705,563
CIFC Funding Ltd 2021-7A B, ICE LIBOR USD 3 Month + 1.6000%, 1.7284%, 1/23/35 (144A) [‡]	3,244,000	3,219,738
CIM Trust 2021-NR1 A1, 2.5690%, 7/25/55 (144A) [‡]	3,601,377	3,595,922

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Asset-Backed/Commercial Mortgage-Backed Securities– (continued)		
Cold Storage Trust 2020-ICE5 A, ICE LIBOR USD 1 Month + 0.9000%, 1.0098%, 11/15/37 (144A) [†]	\$6,622,407	\$6,615,563
Cold Storage Trust 2020-ICE5 B, ICE LIBOR USD 1 Month + 1.3000%, 1.4098%, 11/15/37 (144A) [†]	2,944,057	2,937,957
Cold Storage Trust 2020-ICE5 C, ICE LIBOR USD 1 Month + 1.6500%, 1.7598%, 11/15/37 (144A) [†]	2,955,853	2,944,531
COLT Funding LLC 2020-2, ICE LIBOR USD 12 Month + 1.5000%, 1.8530%, 3/25/65 (144A) [†]	524,323	525,919
COLT Funding LLC 2020-3, ICE LIBOR USD 12 Month + 1.2000%, 1.5060%, 4/27/65 (144A) [†]	610,081	610,643
Conn Funding II LP 2021-A A, 1.0500%, 5/15/26 (144A)	4,708,880	4,705,109
Connecticut Avenue Securities Trust 2014-C04, ICE LIBOR USD 1 Month + 4.9000%, 5.0028%, 11/25/24 [†]	249,286	258,585
Connecticut Avenue Securities Trust 2015-C01 1M2, ICE LIBOR USD 1 Month + 4.3000%, 4.4028%, 2/25/25 [†]	2,014,665	2,050,206
Connecticut Avenue Securities Trust 2016-C06 1M2, ICE LIBOR USD 1 Month + 4.2500%, 4.3528%, 4/25/29 [†]	1,812,136	1,868,346
Connecticut Avenue Securities Trust 2017-C01, ICE LIBOR USD 1 Month + 3.5500%, 3.6528%, 7/25/29 [†]	2,080,164	2,126,759
Connecticut Avenue Securities Trust 2018-R07, ICE LIBOR USD 1 Month + 2.4000%, 2.5019%, 4/25/31 (144A) [†]	1,135,790	1,139,890
Connecticut Avenue Securities Trust 2019-R02, ICE LIBOR USD 1 Month + 2.3000%, 2.4028%, 8/25/31 (144A) [†]	591,974	594,189
Connecticut Avenue Securities Trust 2019-R03, ICE LIBOR USD 1 Month + 2.1500%, 2.2528%, 9/25/31 (144A) [†]	875,795	878,576
Connecticut Avenue Securities Trust 2019-R04, ICE LIBOR USD 1 Month + 2.1000%, 2.2019%, 6/25/39 (144A) [†]	455,383	455,383
Connecticut Avenue Securities Trust 2019-R05, ICE LIBOR USD 1 Month + 2.0000%, 2.1028%, 7/25/39 (144A) [†]	407,501	407,500
Connecticut Avenue Securities Trust 2019-R07, ICE LIBOR USD 1 Month + 2.1000%, 2.2028%, 10/25/39 (144A) [†]	1,053,566	1,055,574
Connecticut Avenue Securities Trust 2020-R02, ICE LIBOR USD 1 Month + 2.0000%, 2.1028%, 1/25/40 (144A) [†]	2,270,509	2,274,769
Connecticut Avenue Securities Trust 2021-R02 2M2, US 30 Day Average SOFR + 2.0000%, 2.0500%, 11/25/41 (144A) [†]	9,573,000	9,578,965
Connecticut Avenue Securities Trust 2021-R03 1M2, US 30 Day Average SOFR + 1.6500%, 1.7000%, 12/25/41 (144A) [†]	3,124,000	3,128,738
Cosmopolitan Hotel Trust 2017, ICE LIBOR USD 1 Month + 0.9300%, 1.0398%, 11/15/36 (144A) [†]	2,618,339	2,617,269
Credit Suisse Commercial Mortgage Trust 2019-ICE4, ICE LIBOR USD 1 Month + 0.9800%, 1.0900%, 5/15/36 (144A) [†]	7,812,000	7,809,896
Credit Suisse Commercial Mortgage Trust 2019-ICE4 C, ICE LIBOR USD 1 Month + 1.4300%, 1.5400%, 5/15/36 (144A) [†]	1,486,000	1,479,290
Credit Suisse Commercial Mortgage Trust 2020-UNFI, ICE LIBOR USD 1 Month + 3.6682%, 4.1682%, 12/15/22 (144A) [†]	2,312,000	2,308,948
Credit Suisse Commercial Mortgage Trust 2021-WEHO A, ICE LIBOR USD 1 Month + 3.9693%, 4.0791%, 4/15/23 (144A) [†]	3,913,233	3,895,293
DB Master Finance LLC 2019-1A A23, 4.3520%, 5/20/49 (144A)	1,282,480	1,358,612
DB Master Finance LLC 2019-1A A2II, 4.0210%, 5/20/49 (144A)	1,009,758	1,045,127
Diamond Infrastructure Funding LLC 2021-1A A, 1.7600%, 4/15/49 (144A)	4,917,000	4,806,947
Domino's Pizza Master Issuer LLC, 4.1180%, 7/25/47 (144A)	906,675	950,252
Domino's Pizza Master Issuer LLC, 4.1160%, 7/25/48 (144A)	3,331,950	3,404,919
Domino's Pizza Master Issuer LLC, 4.3280%, 7/25/48 (144A)	2,004,990	2,103,137
Domino's Pizza Master Issuer LLC, 3.6680%, 10/25/49 (144A)	6,404,918	6,742,780
Drive Auto Receivables Trust 2017-3, 3.5300%, 12/15/23 (144A)	26,478	26,498
Exeter Automobile Receivables Trust 2019-1, 5.2000%, 1/15/26 (144A)	2,365,000	2,485,854
Exeter Automobile Receivables Trust 2021-1A C, 0.7400%, 1/15/26	965,000	961,586
Exeter Automobile Receivables Trust 2021-1A D, 1.0800%, 11/16/26	3,089,000	3,070,331
Extended Stay America Trust 2021-ESH A, ICE LIBOR USD 1 Month + 1.0800%, 1.1900%, 7/15/38 (144A) [†]	6,082,357	6,083,675

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

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Asset-Backed/Commercial Mortgage-Backed Securities– (continued)		
Extended Stay America Trust 2021-ESH B, ICE LIBOR USD 1 Month + 1.3800%, 1.4900%, 7/15/38 (144A) [†]	\$1,654,393	\$1,656,648
Fannie Mae Connecticut Avenue Securities, ICE LIBOR USD 1 Month + 5.0000%, 5.1028%, 7/25/25 [†]	1,289,040	1,320,525
Fannie Mae Connecticut Avenue Securities, ICE LIBOR USD 1 Month + 5.7000%, 5.8028%, 4/25/28 [†]	1,307,588	1,376,885
Fannie Mae REMICS, 3.0000%, 5/25/48	3,018,622	3,140,254
Fannie Mae REMICS, 3.0000%, 11/25/49	3,852,394	4,005,140
Flagstar Mortgage Trust 2021-13IN A2, 3.0000%, 12/30/51 (144A) [†]	10,470,942	10,654,183
Freddie Mac Structured Agency Credit Risk Debt Notes 2016-DNA1 M3, ICE LIBOR USD 1 Month + 5.5500%, 5.6528%, 7/25/28 [†]	1,256,469	1,302,890
Freddie Mac Structured Agency Credit Risk Debt Notes 2019-DNA4 M2, ICE LIBOR USD 1 Month + 1.9500%, 2.0528%, 10/25/49 (144A) [†]	340,136	341,056
Freddie Mac Structured Agency Credit Risk Debt Notes 2020-DNA6 M2, US 30 Day Average SOFR + 2.0000%, 2.0497%, 12/25/50 (144A) [†]	4,640,000	4,662,176
Freddie Mac Structured Agency Credit Risk Debt Notes 2020-HQA2 M2, ICE LIBOR USD 1 Month + 3.1000%, 3.2028%, 3/25/50 (144A) [†]	2,054,689	2,077,746
Freddie Mac Structured Agency Credit Risk Debt Notes 2020-HQA4 M2, ICE LIBOR USD 1 Month + 3.1500%, 3.2528%, 9/25/50 (144A) [†]	774,380	776,017
Freddie Mac Structured Agency Credit Risk Debt Notes 2020-HQA5 M2, US 30 Day Average SOFR + 2.6000%, 2.6497%, 11/25/50 (144A) [†]	6,802,128	6,866,365
Freddie Mac Structured Agency Credit Risk Debt Notes 2021-DNA2 M2, US 30 Day Average SOFR + 2.3000%, 2.3497%, 8/25/33 (144A) [†]	1,710,000	1,736,976
Freddie Mac Structured Agency Credit Risk Debt Notes 2021-HQA1 M2, US 30 Day Average SOFR + 2.2500%, 2.2997%, 8/25/33 (144A) [†]	6,600,000	6,639,113
Great Wolf Trust, ICE LIBOR USD 1 Month + 1.0340%, 1.1440%, 12/15/36 (144A) [†]	1,067,000	1,065,387
Great Wolf Trust, ICE LIBOR USD 1 Month + 1.3340%, 1.4440%, 12/15/36 (144A) [†]	1,195,000	1,191,098
Great Wolf Trust, ICE LIBOR USD 1 Month + 1.6330%, 1.7430%, 12/15/36 (144A) [†]	1,332,000	1,324,389
Highbridge Loan Management Ltd 2021-16A A1, ICE LIBOR USD 3 Month + 1.1400%, 1.3953%, 1/23/35 (144A) [†]	8,740,000	8,734,730
Highbridge Loan Management Ltd 2021-16A B, ICE LIBOR USD 3 Month + 1.7000%, 1.9553%, 1/23/35 (144A) [†]	3,105,000	3,102,668
Jack in the Box Funding LLC 2019-1A A23, 4.9700%, 8/25/49 (144A)	3,528,338	3,767,228
Jack in the Box Funding LLC 2019-1A A2I, 3.9820%, 8/25/49 (144A)	3,528,338	3,541,745
Jack in the Box Funding LLC 2019-1A A2II, 4.4760%, 8/25/49 (144A)	4,962,500	5,133,161
JP Morgan Mortgage Trust 2021-11 A11, US 30 Day Average SOFR + 0.8500%, 0.8997%, 1/25/52 (144A) [†]	3,663,716	3,662,178
JP Morgan Mortgage Trust 2021-12 A11, US 30 Day Average SOFR + 0.8500%, 0.8997%, 2/25/52 (144A) [†]	2,276,675	2,276,675
LAD Auto Receivables Trust 2021-1A A, 1.3000%, 8/17/26 (144A)	4,124,374	4,109,494
Life Financial Services Trust 2021-BMR A, ICE LIBOR USD 1 Month + 0.7000%, 0.8100%, 3/15/38 (144A) [†]	8,608,000	8,582,717
Life Financial Services Trust 2021-BMR C, ICE LIBOR USD 1 Month + 1.1000%, 1.2100%, 3/15/38 (144A) [†]	4,272,000	4,223,858
Logan CLO II Ltd 2021-2A A, ICE LIBOR USD 3 Month + 1.1500%, 1.3974%, 1/20/35 (144A) [†]	7,871,000	7,866,175
Logan CLO II Ltd 2021-2A B, ICE LIBOR USD 3 Month + 1.7000%, 1.9474%, 1/20/35 (144A) [†]	3,156,000	3,153,567
LUXE Commercial Mortgage Trust 2021-TRIP A, ICE LIBOR USD 1 Month + 1.0500%, 1.1600%, 10/15/38 (144A) [†]	9,803,000	9,826,895
MED Trust 2021-MDLN C, ICE LIBOR USD 1 Month + 1.8000%, 1.9100%, 11/15/38 (144A) [†]	1,406,000	1,401,317
MED Trust 2021-MDLN D, ICE LIBOR USD 1 Month + 2.0000%, 2.1100%, 11/15/38 (144A) [†]	1,427,000	1,421,905
MED Trust 2021-MDLN E, ICE LIBOR USD 1 Month + 3.1500%, 3.2600%, 11/15/38 (144A) [†]	6,334,000	6,284,306

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Asset-Backed/Commercial Mortgage-Backed Securities– (continued)		
MED Trust 2021-MDLN F, ICE LIBOR USD 1 Month + 4.0000%, 4.1100%, 11/15/38 (144A) [†]	\$3,985,000	\$3,955,114
Mello Mortgage Capital Acceptance Trust 2021-INV2 A11, US 30 Day Average SOFR + 0.9500%, 0.9997%, 8/25/51 (144A) [†]	3,454,570	3,521,201
Mello Mortgage Capital Acceptance Trust 2021-INV3 A11, US 30 Day Average SOFR + 0.9500%, 0.9997%, 10/25/51 (144A) [†]	4,420,074	4,429,263
Mello Mortgage Capital Acceptance Trust 2021-INV4 A3, 2.5000%, 12/25/51 (144A) [†]	3,083,365	3,082,903
Mercury Financial Credit Card Master Trust 2021-1A A, 1.5400%, 3/20/26 (144A)	3,873,000	3,874,923
MHC Commercial Mortgage Trust 2021-MHC A, ICE LIBOR USD 1 Month + 0.8010%, 0.9107%, 4/15/38 (144A) [†]	9,039,888	9,005,202
MHC Commercial Mortgage Trust 2021-MHC C, ICE LIBOR USD 1 Month + 1.3510%, 1.4607%, 4/15/38 (144A) [†]	4,357,691	4,335,011
MRA Issuance Trust 2021-NA1 A1X, ICE LIBOR USD 1 Month + 1.5000%, 1.5993%, 3/8/22 (144A) [†]	7,199,000	7,200,490
New Residential Mortgage Loan Trust 2018-2, ICE LIBOR USD 6 Month + 0.6800%, 4.5000%, 2/25/58 (144A) [†]	583,974	622,245
Newday Funding Master Issuer PLC 2021-1A A2, SOFR + 1.1000%, 1.1500%, 3/15/29 (144A) [†]	3,636,000	3,661,496
Newday Funding Master Issuer PLC 2021-2A A2, SOFR + 0.9500%, 1.0000%, 7/15/29 (144A) [†]	2,161,000	2,160,467
NRZ Excess Spread Collateralized Notes 2020-PLS1 A, 3.8440%, 12/25/25 (144A)	1,516,266	1,522,726
NRZ Excess Spread Collateralized Notes 2021-FHT1 A, 3.1040%, 7/25/26 (144A)	3,649,553	3,636,797
Oak Street Investment Grade Net Lease Fund 2020-1A A1, 1.8500%, 11/20/50 (144A)	3,689,946	3,651,517
Oceanview Mortgage Trust 2021-5 AF, US 30 Day Average SOFR + 0.8500%, 0.8980%, 11/25/51 (144A) [†]	5,096,744	5,086,181
Octagon Investment Partners 48 Ltd 2020-3A AR, ICE LIBOR USD 3 Month + 1.1500%, 1.2769%, 10/20/34 (144A) [†]	5,682,000	5,675,324
Octagon Investment Partners 48 Ltd 2020-3A BR, ICE LIBOR USD 3 Month + 1.6000%, 1.7269%, 10/20/34 (144A) [†]	1,276,000	1,266,499
OneMain Direct Auto Receivables Trust 2018-1, 3.8500%, 10/14/25 (144A)	570,000	570,519
OneMain Direct Auto Receivables Trust 2018-1, 4.4000%, 1/14/28 (144A)	566,000	566,586
Onslow Bay Financial LLC 2021-INV3 A3, 2.5000%, 10/25/51 (144A) [†]	3,853,077	3,852,153
Planet Fitness Master Issuer LLC 2018-1A, 4.2620%, 9/5/48 (144A)	2,639,340	2,639,340
Planet Fitness Master Issuer LLC 2019-1A, 3.8580%, 12/5/49 (144A)	3,338,860	3,420,523
Preston Ridge Partners Mortgage Trust 2020-4 A1, 2.9510%, 10/25/25 (144A) [□]	3,116,913	3,113,353
Preston Ridge Partners Mortgage Trust 2021-10 A1, 2.4870%, 10/25/26 (144A) [□]	5,743,635	5,729,036
Preston Ridge Partners Mortgage Trust 2021-9 A1, 2.3630%, 10/25/26 (144A) [†]	5,083,174	5,054,399
Regatta XXIII Funding Ltd 2021-4A A1, ICE LIBOR USD 3 Month + 1.1500%, 1.2604%, 1/20/35 (144A) [†]	8,604,370	8,599,164
Regatta XXIII Funding Ltd 2021-4A B, ICE LIBOR USD 3 Month + 1.7000%, 1.8104%, 1/20/35 (144A) [†]	3,466,000	3,463,387
Santander Bank Auto Credit-Linked Notes 2021-1A B, 1.8330%, 12/15/31 (144A)	2,023,000	2,021,133
Santander Drive Auto Receivables Trust 2020-3 D, 1.6400%, 11/16/26	7,470,000	7,523,380
Sequoia Mortgage Trust 2013-5, 2.5000%, 5/25/43 (144A) [†]	805,846	816,790
Sequoia Mortgage Trust 2020-2, 3.5000%, 3/25/50 (144A) [†]	336,908	339,454
Spruce Hill Mortgage Loan Trust 2020-SH1 A1, ICE LIBOR USD 12 Month + 0.9500%, 2.5210%, 1/28/50 (144A) [†]	146,604	169,087
Spruce Hill Mortgage Loan Trust 2020-SH1 A2, ICE LIBOR USD 12 Month + 1.0500%, 2.6240%, 1/28/50 (144A) [†]	766,471	883,565
Spruce Hill Mortgage Loan Trust 2020-SH2, 3.4070%, 6/25/55 (144A) [†]	446,410	448,446
Taco Bell Funding LLC 2016-1A A23, 4.9700%, 5/25/46 (144A)	2,240,430	2,337,755
Taco Bell Funding LLC 2018-1A A2II, 4.9400%, 11/25/48 (144A)	3,755,840	4,082,253
Taco Bell Funding LLC 2021-1A A2I, 1.9460%, 8/25/51 (144A)	3,153,000	3,050,828
Taco Bell Funding LLC 2021-1A A2II, 2.2940%, 8/25/51 (144A)	3,790,000	3,684,761
Tesla Auto Lease Trust 2021-B A3, 0.6000%, 9/22/25 (144A)	2,492,000	2,461,218
Tesla Auto Lease Trust 2021-B B, 0.9100%, 9/22/25 (144A)	1,278,000	1,259,843

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Asset-Backed/Commercial Mortgage-Backed Securities– (continued)		
Theorem Funding Trust 2021-1A A, 1.2100%, 12/15/27 (144A)	\$2,828,134	\$2,822,469
United Wholesale Mortgage LLC 2021-INV1 A9, US 30 Day Average SOFR + 0.9000%, 0.9497%, 8/25/51 (144A) [‡]	4,185,686	4,185,684
United Wholesale Mortgage LLC 2021-INV4 A3, 2.5000%, 12/25/51 (144A) [‡]	2,410,211	2,407,010
Upstart Securitization Trust 2021-4 A, 0.8400%, 9/20/31 (144A)	3,849,232	3,813,678
Upstart Securitization Trust 2021-5 A, 1.3100%, 11/20/31 (144A)	2,480,000	2,468,586
Vantage Data Centers LLC 2020-1A A2, 1.6450%, 9/15/45 (144A)	7,100,000	6,908,831
Vantage Data Centers LLC 2020-2A A2, 1.9920%, 9/15/45 (144A)	3,097,000	3,016,414
VASA Trust 2021-VASA A, ICE LIBOR USD 1 Month + 0.9000%, 1.0100%, 7/15/39 (144A) [‡]	2,382,000	2,366,498
VCAT Asset Securitization LLC 2021-NPL1 A1, 2.2891%, 12/26/50 (144A)	1,434,510	1,429,632
VMC Finance LLC 2021-HT1 A, ICE LIBOR USD 1 Month + 1.6500%, 1.7400%, 1/18/37 (144A) [‡]	4,053,000	4,055,544
Wells Fargo Commercial Mortgage Trust 2021-SAVE A, ICE LIBOR USD 1 Month + 1.1500%, 1.2600%, 2/15/40 (144A) [‡]	2,281,645	2,281,765
Wendy's Funding LLC, 3.8840%, 3/15/48 (144A)	320,640	331,823
Wendy's Funding LLC, 3.7830%, 6/15/49 (144A)	1,969,720	2,034,308
Wendy's Funding LLC 2021-1A A2II, 2.7750%, 6/15/51 (144A)	2,462,625	2,445,110
Westlake Automobile Receivable Trust 2020-1A D, 2.8000%, 6/16/25 (144A)	3,399,000	3,463,718
Wingstop Funding LLC 2020-1A A2, 2.8410%, 12/5/50 (144A)	3,605,880	3,647,062
Woodward Capital Management 2021-3 A2, US 30 Day Average SOFR + 0.8000%, 0.8497%, 7/25/51 (144A) [‡]	3,223,159	3,216,372
Zaxby's Funding LLC 2021-1A A2, 3.2380%, 7/30/51 (144A)	2,953,598	2,981,214
Total Asset-Backed/Commercial Mortgage-Backed Securities (cost \$525,250,233)		525,747,773
Bank Loans and Mezzanine Loans– 0.9%		
Basic Industry – 0.1%		
Alpha 3 BV, ICE LIBOR USD 1 Month + 2.5000%, 3.0000%, 3/18/28 [‡]	4,303,375	4,303,402
Diamond BC BV, ICE LIBOR USD 3 Month + 3.0000%, 3.5000%, 9/29/28 [‡]	8,020,000	7,982,386
		12,285,788
Capital Goods – 0.2%		
Madison IAQ LLC, ICE LIBOR USD 3 Month + 3.2500%, 3.7500%, 6/21/28 [‡]	10,329,443	10,339,552
Standard Industries Inc, ICE LIBOR USD 3 Month + 2.5000%, 3.0000%, 9/22/28 ^{f,‡}	3,734,745	5,803,103
		16,142,655
Consumer Non-Cyclical – 0.3%		
Elanco Animal Health Inc, ICE LIBOR USD 1 Month + 1.7500%, 1.8493%, 8/1/27 ^{f,‡}	10,649,568	10,527,048
ICON Luxembourg Sarl, ICE LIBOR USD 3 Month + 2.2500%, 2.7500%, 7/3/28 [‡]	8,524,025	8,520,445
Indigo Merger Sub Inc, ICE LIBOR USD 3 Month + 2.2500%, 2.7500%, 7/3/28 [‡]	2,123,766	2,122,874
Mozart Borrower LP, ICE LIBOR USD 1 Month + 3.2500%, 3.7500%, 10/23/28 [‡]	5,809,816	5,807,259
		26,977,626
Finance Companies – 0.1%		
Castlelake Aviation Ltd, ICE LIBOR USD 3 Month + 2.7500%, 3.2500%, 10/22/26 [‡]	8,809,944	8,763,163
Financial Institutions – 0.1%		
Trans Union LLC, ICE LIBOR USD 3 Month + 2.2500%, 2.7500%, 12/1/28 ^{f,‡}	9,277,000	9,246,850
Technology – 0.1%		
MKS Instruments Inc, ICE LIBOR USD 3 Month + 2.2500%, 2.7500%, 10/20/28 ^{f,‡}	6,317,000	6,299,628
Total Bank Loans and Mezzanine Loans (cost \$77,641,163)		79,715,710
Corporate Bonds– 10.2%		
Banking – 2.4%		
Bank of America Corp, ICE LIBOR USD 3 Month + 1.5120%, 3.7050%, 4/24/28 [‡]	3,293,000	3,573,669
Bank of America Corp, ICE LIBOR USD 3 Month + 1.0700%, 3.9700%, 3/5/29 [‡]	3,294,000	3,604,383
Bank of America Corp, SOFR + 1.0600%, 2.0870%, 6/14/29 [‡]	7,305,000	7,253,654
Bank of America Corp, SOFR + 2.1500%, 2.5920%, 4/29/31 [‡]	15,594,000	15,752,667
Bank of America Corp, ICE LIBOR USD 3 Month + 3.7050%, 6.2500% ^{‡,μ}	7,229,000	7,780,211
Bank of America Corp, ICE LIBOR USD 3 Month + 3.1350%, 5.2000% ^{‡,μ}	2,002,000	2,067,065
Bank of New York Mellon Corp, US Treasury Yield Curve Rate 5 Year + 4.3580%, 4.7000% ^{‡,μ}	9,976,000	10,641,898

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Corporate Bonds– (continued)		
Banking– (continued)		
BNP Paribas SA, US Treasury Yield Curve Rate 5 Year + 2.0500%, 2.5880%, 8/12/35 (144A) [†]	\$7,787,000	\$7,460,054
Citigroup Inc, ICE LIBOR USD 3 Month + 1.5630%, 3.8870%, 1/10/28 [†]	11,561,000	12,534,080
Citigroup Inc, SOFR + 3.9140%, 4.4120%, 3/31/31 [†]	6,795,000	7,760,295
Citigroup Inc, ICE LIBOR USD 3 Month + 4.0680%, 5.9500% ^{‡,μ}	3,565,000	3,671,950
Citigroup Inc, ICE LIBOR USD 3 Month + 3.4660%, 5.3500% ^{‡,μ}	2,436,000	2,481,675
Citigroup Inc, ICE LIBOR USD 3 Month + 3.9050%, 5.9500% ^{‡,μ}	2,339,000	2,502,730
Citigroup Inc, ICE LIBOR USD 3 Month + 3.4230%, 6.3000% ^{‡,μ}	555,000	581,712
First Republic Bank/CA, 4.6250%, 2/13/47	1,653,000	2,047,529
Goldman Sachs Group Inc, 3.5000%, 4/1/25	12,173,000	12,872,142
Goldman Sachs Group Inc, US Treasury Yield Curve Rate 5 Year + 3.2240%, 4.9500% ^{‡,μ}	1,666,000	1,728,475
JPMorgan Chase & Co, SOFR + 1.8500%, 2.0830%, 4/22/26 [†]	4,098,000	4,159,342
JPMorgan Chase & Co, ICE LIBOR USD 3 Month + 1.2450%, 3.9600%, 1/29/27 [†]	6,655,000	7,190,638
JPMorgan Chase & Co, SOFR + 2.5150%, 2.9560%, 5/13/31 [†]	6,345,000	6,569,446
JPMorgan Chase & Co, SOFR + 3.3800%, 5.0000% ^{‡,μ}	2,000,000	2,055,000
JPMorgan Chase & Co, SOFR + 3.1250%, 4.6000% ^{‡,μ}	2,111,000	2,166,414
Morgan Stanley, SOFR + 1.9900%, 2.1880%, 4/28/26 [†]	8,296,000	8,458,742
Morgan Stanley, 4.3500%, 9/8/26	3,985,000	4,404,772
Morgan Stanley, 3.9500%, 4/23/27	6,273,000	6,905,823
Morgan Stanley, SOFR + 0.8790%, 1.5930%, 5/4/27 [†]	3,223,000	3,191,228
Morgan Stanley, SOFR + 1.0340%, 1.7940%, 2/13/32 [†]	5,529,000	5,233,447
Morgan Stanley, SOFR + 1.1780%, 2.2390%, 7/21/32 [†]	9,178,000	8,976,767
Morgan Stanley, SOFR + 1.3600%, 2.4840%, 9/16/36 [†]	11,051,000	10,641,559
National Australia Bank Ltd, 2.9900%, 5/21/31 (144A)	8,080,000	8,103,462
SVB Financial Group, US Treasury Yield Curve Rate 5 Year + 3.0740%, 4.2500% ^{‡,μ}	12,155,000	12,325,170
SVB Financial Group, US Treasury Yield Curve Rate 10 Year + 3.0640%, 4.1000% ^{‡,μ}	6,329,000	6,259,381
US Bancorp, US Treasury Yield Curve Rate 5 Year + 0.9500%, 2.4910%, 11/3/36 [†]	7,286,000	7,257,980
Westpac Banking Corp, US Treasury Yield Curve Rate 5 Year + 1.7500%, 2.6680%, 11/15/35 [†]	5,490,000	5,348,070
		213,561,430
Basic Industry – 0.3%		
Allegheny Technologies Inc, 5.8750%, 12/1/27	4,100,000	4,274,250
Axalta Coating Systems Ltd, 3.3750%, 2/15/29 (144A)	7,654,000	7,405,245
CF Industries Inc, 5.1500%, 3/15/34	382,000	461,452
CF Industries Inc, 4.9500%, 6/1/43	3,693,000	4,457,975
CF Industries Inc, 5.3750%, 3/15/44	826,000	1,041,669
Element Solutions Inc, 3.8750%, 9/1/28 (144A)	5,787,000	5,815,935
Reliance Steel & Aluminum Co, 4.5000%, 4/15/23	2,242,000	2,320,705
		25,777,231
Brokerage – 0.3%		
Charles Schwab Corp, US Treasury Yield Curve Rate 10 Year + 3.0790%, 4.0000% ^{‡,μ}	3,606,000	3,642,060
Charles Schwab Corp, US Treasury Yield Curve Rate 5 Year + 4.9710%, 5.3750% ^{‡,μ}	16,729,000	18,234,610
		21,876,670
Capital Goods – 0.3%		
Boeing Co, 4.8750%, 5/1/25	1,957,000	2,141,096
Boeing Co, 2.1960%, 2/4/26	1,978,000	1,977,529
Boeing Co, 3.2500%, 2/1/28	2,110,000	2,198,598
Boeing Co, 3.6250%, 2/1/31	3,010,000	3,209,818
Boeing Co, 3.9500%, 8/1/59	2,752,000	2,858,527
General Dynamics Corp, 3.5000%, 4/1/27	2,033,000	2,213,252
Standard Industries Inc/NJ, 4.3750%, 7/15/30 (144A)	1,731,000	1,766,494
TransDigm Inc, 4.6250%, 1/15/29	3,915,000	3,902,002

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Corporate Bonds– (continued)		
Capital Goods– (continued)		
Wabtec Corp, 4.9500%, 9/15/28	\$3,028,000	\$3,441,960
		23,709,276
Communications – 0.8%		
AT&T Inc, 3.8000%, 12/1/57	3,657,000	3,807,163
AT&T Inc, 3.6500%, 9/15/59	604,000	609,973
CCO Holdings LLC / CCO Holdings Capital Corp, 4.2500%, 2/1/31 (144A)	6,601,000	6,658,957
CCO Holdings LLC / CCO Holdings Capital Corp, 4.5000%, 5/1/32	11,382,000	11,709,232
CenturyLink Inc, 5.8000%, 3/15/22	1,479,000	1,490,093
Charter Communications Operating LLC / Charter Communications Operating Capital, 2.8000%, 4/1/31	4,500,000	4,452,715
Charter Communications Operating LLC / Charter Communications Operating Capital, 6.4840%, 10/23/45	936,000	1,278,190
Charter Communications Operating LLC / Charter Communications Operating Capital, 4.8000%, 3/1/50	2,585,000	2,894,254
Comcast Corp, 3.7500%, 4/1/40	1,775,000	1,987,159
CSC Holdings LLC, 4.1250%, 12/1/30 (144A)	5,750,000	5,613,438
CSC Holdings LLC, 4.6250%, 12/1/30 (144A)	1,620,000	1,532,925
CSC Holdings LLC, 3.3750%, 2/15/31 (144A)	4,001,000	3,745,936
CSC Holdings LLC, 5.0000%, 11/15/31 (144A)	2,768,000	2,667,660
Fox Corp, 4.0300%, 1/25/24	2,592,000	2,737,389
GCI LLC, 4.7500%, 10/15/28 (144A)	11,044,000	11,333,905
T-Mobile USA Inc, 3.5000%, 4/15/25	3,170,000	3,358,533
T-Mobile USA Inc, 3.7500%, 4/15/27	4,405,000	4,770,176
		70,647,698
Consumer Cyclical – 0.5%		
1011778 BC ULC / New Red Finance Inc, 4.0000%, 10/15/30 (144A)	12,071,000	11,859,757
Dollar General Corp, 4.1250%, 4/3/50	3,153,000	3,639,294
Ford Motor Co, 3.2500%, 2/12/32	7,781,000	7,967,744
GLP Capital LP / GLP Financing II Inc, 5.2500%, 6/1/25	1,284,000	1,406,304
GLP Capital LP / GLP Financing II Inc, 5.3750%, 4/15/26	2,597,000	2,891,941
GLP Capital LP / GLP Financing II Inc, 5.3000%, 1/15/29	344,000	390,509
GLP Capital LP / GLP Financing II Inc, 3.2500%, 1/15/32	5,845,000	5,876,505
IHS Markit Ltd, 4.7500%, 2/15/25 (144A)	2,588,000	2,817,685
Lithia Motors Inc, 3.8750%, 6/1/29 (144A)	8,746,000	8,928,791
MGM Resorts International, 7.7500%, 3/15/22	544,000	550,800
		46,329,330
Consumer Non-Cyclical – 1.8%		
Anheuser-Busch Cos LLC / Anheuser-Busch InBev Worldwide Inc, 4.9000%, 2/1/46	4,540,000	5,738,264
Aramark Services Inc, 6.3750%, 5/1/25 (144A)	7,110,000	7,429,950
CVS Health Corp, 5.0500%, 3/25/48	2,563,000	3,350,963
DaVita Inc, 4.6250%, 6/1/30 (144A)	4,493,000	4,599,709
DaVita Inc, 3.7500%, 2/15/31 (144A)	6,903,000	6,725,800
Diageo Capital PLC, 1.3750%, 9/29/25	3,173,000	3,155,434
Diageo Capital PLC, 2.0000%, 4/29/30	2,989,000	2,957,423
Diageo Capital PLC, 2.1250%, 4/29/32	2,398,000	2,378,475
Elanco Animal Health Inc, 5.2720%, 8/28/23	5,460,000	5,809,522
Hasbro Inc, 3.9000%, 11/19/29	7,182,000	7,918,415
Hasbro Inc, 6.3500%, 3/15/40	1,921,000	2,650,437
Hasbro Inc, 5.1000%, 5/15/44	1,097,000	1,365,384
HCA Inc, 4.7500%, 5/1/23	3,958,000	4,145,493
HCA Inc, 5.3750%, 2/1/25	2,189,000	2,405,711
HCA Inc, 5.8750%, 2/15/26	1,152,000	1,299,318
HCA Inc, 5.3750%, 9/1/26	883,000	992,271
HCA Inc, 5.6250%, 9/1/28	2,351,000	2,747,120
HCA Inc, 5.8750%, 2/1/29	1,902,000	2,266,328
HCA Inc, 3.5000%, 9/1/30	11,391,000	12,038,863
HCA Inc, 5.5000%, 6/15/47	1,035,000	1,354,340
HCA Inc, 5.2500%, 6/15/49	1,552,000	1,993,265

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December 31, 2021

	Shares or Principal Amounts	Value
Corporate Bonds– (continued)		
Consumer Non-Cyclical– (continued)		
HCA Inc, 3.5000%, 7/15/51	\$5,333,000	\$5,436,843
JBS Finance Luxembourg Sarl, 3.6250%, 1/15/32 (144A)	3,765,000	3,779,156
JBS USA LUX SA / JBS USA Finance Inc, 6.7500%, 2/15/28 (144A)	2,573,000	2,775,649
JBS USA LUX SA / JBS USA Food Co / JBS USA Finance Inc, 6.5000%, 4/15/29 (144A)	7,364,000	8,100,474
JBS USA LUX SA / JBS USA Food Co / JBS USA Finance Inc, 5.5000%, 1/15/30 (144A)	5,277,000	5,738,738
JBS USA LUX SA / JBS USA Food Co / JBS USA Finance Inc, 3.7500%, 12/1/31 (144A)	4,947,000	5,021,205
JBS USA LUX SA / JBS USA Food Co / JBS USA Finance Inc, 3.0000%, 5/15/32 (144A)	4,058,000	4,058,000
Kraft Heinz Foods Co, 3.8750%, 5/15/27	4,757,000	5,138,235
Kraft Heinz Foods Co, 5.0000%, 6/4/42	2,892,000	3,597,525
Kraft Heinz Foods Co, 4.3750%, 6/1/46	833,000	975,443
Kraft Heinz Foods Co, 4.8750%, 10/1/49	1,946,000	2,444,064
Mondelez International Inc, 2.7500%, 4/13/30	720,000	741,962
Performance Food Group Inc, 4.2500%, 8/1/29 (144A)	9,063,000	8,991,040
Pilgrim's Pride Corp, 3.5000%, 3/1/32 (144A)	6,263,000	6,325,630
Royalty Pharma PLC, 2.1500%, 9/2/31	4,601,000	4,346,375
Royalty Pharma PLC, 3.5500%, 9/2/50	3,923,000	3,889,533
Royalty Pharma PLC, 3.3500%, 9/2/51	2,294,000	2,194,295
Teva Pharmaceutical Industries Ltd, 4.7500%, 5/9/27	2,039,000	2,020,384
Teva Pharmaceutical Industries Ltd, 5.1250%, 5/9/29	2,603,000	2,551,747
		161,448,783
Electric – 0.3%		
Dominion Energy Inc, US Treasury Yield Curve Rate 5 Year + 3.1950%, 4.3500% ^{†,‡}	3,643,000	3,761,398
Duquesne Light Holdings Inc, 2.7750%, 1/7/32 (144A)	4,842,000	4,784,118
NextEra Energy Capital Holdings Inc, 1.8750%, 1/15/27	8,152,000	8,200,340
NextEra Energy Capital Holdings Inc, 2.4400%, 1/15/32	2,422,000	2,427,409
NRG Energy Inc, 6.6250%, 1/15/27	1,450,000	1,507,326
NRG Energy Inc, 3.3750%, 2/15/29 (144A)	4,783,000	4,686,862
NRG Energy Inc, 3.6250%, 2/15/31 (144A)	5,400,000	5,265,000
		30,632,453
Energy – 0.3%		
Cheniere Energy Partners LP, 4.0000%, 3/1/31	3,621,000	3,798,248
Cheniere Energy Partners LP, 3.2500%, 1/31/32 (144A)	4,751,000	4,798,510
Continental Resources Inc, 5.7500%, 1/15/31 (144A)	5,520,000	6,500,462
Energy Transfer Operating LP, 4.9500%, 6/15/28	184,000	206,982
Hess Midstream Operations LP, 5.1250%, 6/15/28 (144A)	6,466,000	6,732,722
Hess Midstream Operations LP, 4.2500%, 2/15/30 (144A)	1,709,000	1,696,183
Southwestern Energy Co, 4.7500%, 2/1/32	4,565,000	4,807,424
		28,540,531
Finance Companies – 0.6%		
AerCap Ireland Capital DAC / AerCap Global Aviation Trust, 4.6250%, 10/15/27	5,280,000	5,840,769
AerCap Ireland Capital DAC / AerCap Global Aviation Trust, 3.0000%, 10/29/28	3,808,000	3,861,829
AerCap Ireland Capital DAC / AerCap Global Aviation Trust, 3.3000%, 1/30/32	3,904,000	3,977,285
AerCap Ireland Capital DAC / AerCap Global Aviation Trust, 3.4000%, 10/29/33	2,863,000	2,914,861
AerCap Ireland Capital DAC / AerCap Global Aviation Trust, 3.8500%, 10/29/41	2,175,000	2,265,563
Air Lease Corp, 1.8750%, 8/15/26	4,823,000	4,743,166
Air Lease Corp, 3.0000%, 2/1/30	2,435,000	2,430,369
Quicken Loans LLC, 3.6250%, 3/1/29 (144A)	4,435,000	4,451,631
Quicken Loans LLC, 3.8750%, 3/1/31 (144A)	7,994,000	8,113,910
Rocket Mortgage LLC / Rocket Mortgage Co-Issuer Inc, 2.8750%, 10/15/26 (144A)	5,605,000	5,562,963

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

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December 31, 2021

	Shares or Principal Amounts	Value
Corporate Bonds– (continued)		
Finance Companies– (continued)		
Rocket Mortgage LLC / Rocket Mortgage Co-Issuer Inc, 4.0000%, 10/15/33 (144A)	\$5,733,000	\$5,806,841
		49,969,187
Industrial Conglomerates – 0.1%		
General Electric Co, ICE LIBOR USD 3 Month + 3.3300%, 3.5328% ^{†‡}	5,540,000	5,484,600
Insurance – 0.7%		
Athene Global Funding, 1.7300%, 10/2/26 (144A)	9,932,000	9,748,115
Athene Global Funding, 2.6460%, 10/4/31 (144A)	9,596,000	9,467,780
Centene Corp, 4.2500%, 12/15/27	6,807,000	7,096,298
Centene Corp, 2.4500%, 7/15/28	4,942,000	4,867,870
Centene Corp, 3.0000%, 10/15/30	5,197,000	5,282,802
Centene Corp, 2.5000%, 3/1/31	1,618,000	1,575,147
Centene Corp, 2.6250%, 8/1/31	2,178,000	2,134,440
Molina Healthcare Inc, 4.3750%, 6/15/28 (144A)	13,333,000	13,732,990
Prudential Financial Inc, US Treasury Yield Curve Rate 5 Year + 3.0350%, 3.7000%, 10/1/50 [†]	7,720,000	7,809,457
		61,714,899
Real Estate Investment Trusts (REITs) – 0.4%		
Agree LP, 2.0000%, 6/15/28	3,231,000	3,165,096
Agree LP, 2.9000%, 10/1/30	2,058,000	2,090,756
Agree LP, 2.6000%, 6/15/33	2,424,000	2,377,421
Invitation Homes Inc, 2.0000%, 8/15/31	5,620,000	5,292,322
MPT Operating Partnership LP / MPT Finance Corp, 3.5000%, 3/15/31	5,909,000	5,975,476
Rexford Industrial Realty Inc, 2.1500%, 9/1/31	6,560,000	6,193,959
Sun Communities Inc, 2.7000%, 7/15/31	6,161,000	6,110,866
		31,205,896
Technology – 1.3%		
Analog Devices Inc, 2.9500%, 4/1/25	2,815,000	2,956,065
Broadcom Inc, 4.3000%, 11/15/32	5,505,000	6,186,387
Broadcom Inc, 3.4190%, 4/15/33 (144A)	5,082,000	5,327,471
Broadcom Inc, 3.4690%, 4/15/34 (144A)	8,000,000	8,373,357
Broadridge Financial Solutions Inc, 2.6000%, 5/1/31	5,341,000	5,360,973
Equinix Inc, 2.1500%, 7/15/30	2,665,000	2,590,624
Global Payments Inc, 2.1500%, 1/15/27	3,318,000	3,331,199
Global Payments Inc, 2.9000%, 11/15/31	4,978,000	5,049,112
Iron Mountain Information Management Services Inc, 5.0000%, 7/15/32 (144A)	10,436,000	10,680,933
Marvell Technology Inc, 1.6500%, 4/15/26	3,675,000	3,631,562
Marvell Technology Inc, 4.8750%, 6/22/28	4,065,000	4,655,802
Microchip Technology Inc, 2.6700%, 9/1/23	6,452,000	6,589,394
Micron Technology Inc, 2.7030%, 4/15/32	4,283,000	4,287,840
MSCI Inc, 4.0000%, 11/15/29 (144A)	422,000	440,990
MSCI Inc, 3.6250%, 9/1/30 (144A)	8,577,000	8,769,982
MSCI Inc, 3.8750%, 2/15/31 (144A)	6,019,000	6,267,284
PayPal Holdings Inc, 1.6500%, 6/1/25	2,243,000	2,270,412
Seagate HDD Cayman, 4.8750%, 6/1/27	212,000	231,080
Seagate HDD Cayman, 4.0910%, 6/1/29	2,360,000	2,443,509
Seagate HDD Cayman, 3.1250%, 7/15/29	988,000	964,777
Seagate HDD Cayman, 4.1250%, 1/15/31	5,407,000	5,625,443
SK Hynix Inc, 1.5000%, 1/19/26 (144A)	6,233,000	6,096,446
SK Hynix Inc, 2.3750%, 1/19/31 (144A)	3,075,000	2,959,268
Total System Services Inc, 4.8000%, 4/1/26	3,189,000	3,540,308
Trimble Inc, 4.7500%, 12/1/24	5,510,000	5,973,334
Trimble Inc, 4.9000%, 6/15/28	3,194,000	3,632,593
		118,236,145
Transportation – 0.1%		
GXO Logistics inc, 1.6500%, 7/15/26 (144A)	4,255,000	4,151,774
GXO Logistics inc, 2.6500%, 7/15/31 (144A)	2,815,000	2,780,263
		6,932,037
Total Corporate Bonds (cost \$878,454,072)		896,066,166

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Inflation-Indexed Bonds– 0.2%		
United States Treasury Inflation Indexed Bonds, 0.1250%, 7/15/31 ⁹⁹ (cost \$14,575,640)	\$12,977,043	\$14,585,818
Mortgage-Backed Securities– 4.6%		
Fannie Mae:		
1.5000%, TBA, 15 Year Maturity	1,180,441	1,184,360
2.0000%, TBA, 15 Year Maturity	10,750,785	11,013,857
2.5000%, TBA, 15 Year Maturity	8,099,200	8,378,217
2.0000%, TBA, 30 Year Maturity	75,237,260	75,016,965
2.5000%, TBA, 30 Year Maturity	63,485,042	64,809,975
3.0000%, TBA, 30 Year Maturity	57,903,911	59,992,505
3.5000%, TBA, 30 Year Maturity	20,048,900	21,086,631
		241,482,510
Fannie Mae Pool:		
3.0000%, 10/1/34	449,053	472,099
2.5000%, 11/1/34	299,107	311,475
3.0000%, 11/1/34	163,177	172,343
3.0000%, 12/1/34	185,957	196,179
6.0000%, 2/1/37	73,897	85,350
4.5000%, 11/1/42	377,239	415,578
3.0000%, 1/1/43	212,860	224,255
3.0000%, 2/1/43	53,808	56,851
3.0000%, 5/1/43	483,297	510,951
5.0000%, 7/1/44	46,946	52,402
4.5000%, 10/1/44	949,583	1,058,743
4.5000%, 3/1/45	1,412,461	1,574,831
4.5000%, 6/1/45	777,919	860,145
3.5000%, 12/1/45	539,614	576,203
3.0000%, 1/1/46	71,485	75,090
4.5000%, 2/1/46	1,683,460	1,854,553
3.5000%, 7/1/46	954,805	1,030,204
3.0000%, 9/1/46	4,856,811	5,113,433
3.0000%, 2/1/47	15,387,175	16,304,229
3.0000%, 3/1/47	1,698,732	1,790,693
3.5000%, 3/1/47	460,487	491,711
3.5000%, 7/1/47	405,050	432,515
3.5000%, 8/1/47	310,348	328,883
3.5000%, 8/1/47	306,483	334,914
3.5000%, 12/1/47	157,202	171,785
3.5000%, 12/1/47	87,087	95,165
3.5000%, 1/1/48	985,527	1,057,834
4.0000%, 1/1/48	3,420,405	3,710,871
4.0000%, 1/1/48	3,410,902	3,712,705
3.0000%, 2/1/48	864,279	914,640
3.5000%, 3/1/48	128,668	140,381
4.0000%, 3/1/48	1,138,964	1,238,160
4.5000%, 3/1/48	39,720	42,527
5.0000%, 5/1/48	1,016,964	1,105,841
3.5000%, 7/1/48	10,755,711	11,461,770
4.5000%, 8/1/48	25,627	27,431
4.0000%, 2/1/49	523,393	561,247
3.0000%, 8/1/49	1,007,777	1,064,020
3.0000%, 9/1/49	198,763	207,992
2.5000%, 1/1/50	564,147	578,382
2.5000%, 10/1/50	905,587	924,728
2.5000%, 1/1/51	1,972,055	2,013,738
2.5000%, 8/1/51	168,175	171,924
3.5000%, 8/1/56	3,501,423	3,805,517
3.0000%, 2/1/57	3,463,434	3,673,920
3.0000%, 6/1/57	64,889	68,831
		71,073,039

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	Shares or Principal Amounts	Value
Mortgage-Backed Securities– (continued)		
Freddie Mac Gold Pool:		
3.5000%, 1/1/47	\$313,967	\$338,497
Freddie Mac Pool:		
3.0000%, 5/1/31	4,137,309	4,343,688
3.0000%, 9/1/32	847,598	890,600
3.0000%, 10/1/32	413,764	433,856
3.0000%, 1/1/33	538,990	566,335
2.5000%, 12/1/33	4,135,324	4,287,480
3.0000%, 10/1/34	962,216	1,013,090
3.0000%, 10/1/34	382,383	402,024
2.5000%, 11/1/34	1,325,935	1,380,821
2.5000%, 11/1/34	272,778	284,070
6.0000%, 4/1/40	1,108,997	1,287,057
3.5000%, 7/1/42	166,783	179,776
3.5000%, 8/1/42	211,030	227,469
3.5000%, 8/1/42	188,841	203,552
3.5000%, 2/1/43	557,167	601,093
3.0000%, 3/1/43	1,773,894	1,867,954
3.0000%, 6/1/43	79,528	82,740
3.5000%, 2/1/44	610,472	658,600
4.5000%, 5/1/44	311,449	344,386
3.5000%, 12/1/44	3,649,538	3,916,063
3.0000%, 1/1/45	891,011	936,402
3.0000%, 1/1/46	158,271	168,417
3.5000%, 7/1/46	769,682	827,692
3.0000%, 10/1/46	1,923,254	2,018,913
4.0000%, 3/1/47	380,289	411,326
3.0000%, 4/1/47	383,247	401,230
3.5000%, 4/1/47	152,088	164,166
3.5000%, 9/1/47	1,271,266	1,347,303
3.5000%, 12/1/47	2,104,852	2,267,464
3.5000%, 2/1/48	735,089	786,181
4.0000%, 3/1/48	979,919	1,065,277
4.5000%, 3/1/48	40,719	43,596
4.0000%, 4/1/48	967,565	1,029,981
4.0000%, 4/1/48	804,202	871,511
4.0000%, 5/1/48	1,337,966	1,426,015
4.5000%, 7/1/48	247,324	264,860
5.0000%, 9/1/48	43,643	47,675
4.5000%, 12/1/48	765,526	831,754
3.0000%, 8/1/49	797,860	834,621
3.0000%, 8/1/49	337,970	356,851
3.0000%, 12/1/49	430,173	446,121
3.0000%, 12/1/49	413,334	428,658
2.5000%, 1/1/50	230,821	236,658
3.0000%, 3/1/50	488,540	506,054
3.5000%, 3/1/50	151,764	160,025
2.5000%, 8/1/51	1,562,946	1,596,641
		42,446,046
Ginnie Mae:		
2.0000%, TBA, 30 Year Maturity	18,286,722	18,451,120
2.5000%, TBA, 30 Year Maturity	19,221,190	19,696,338
		38,147,458
Ginnie Mae I Pool:		
4.0000%, 1/15/45	3,549,280	3,876,640
4.5000%, 8/15/46	3,715,278	4,204,614
4.0000%, 7/15/47	803,309	863,399
4.0000%, 8/15/47	120,855	129,895
4.0000%, 11/15/47	175,437	188,560

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	Shares or Principal Amounts	Value
Mortgage-Backed Securities– (continued)		
Ginnie Mae I Pool– (continued)		
4.0000%, 12/15/47	\$305,805	\$328,680
		9,591,788
Ginnie Mae II Pool:		
4.0000%, 8/20/47	406,988	434,512
4.0000%, 8/20/47	78,629	84,365
4.0000%, 8/20/47	61,536	65,697
4.5000%, 2/20/48	417,858	448,970
4.0000%, 5/20/48	198,579	210,240
4.5000%, 5/20/48	920,442	982,929
4.5000%, 5/20/48	143,149	152,867
4.0000%, 6/20/48	1,984,295	2,100,196
5.0000%, 8/20/48	1,543,502	1,645,605
		6,125,381
Total Mortgage-Backed Securities (cost \$404,894,191)		409,204,719
United States Treasury Notes/Bonds– 12.5%		
0.1250%, 2/28/23	59,371,000	59,127,486
0.1250%, 4/30/23	88,954,000	88,477,957
0.1250%, 6/30/23	16,884,000	16,769,901
0.1250%, 8/31/23	35,321,000	35,010,562
0.3750%, 10/31/23	15,438,000	15,346,940
0.2500%, 5/15/24	9,749,000	9,616,094
0.3750%, 9/15/24	12,481,000	12,304,511
0.3750%, 1/31/26	46,025,100	44,525,689
0.5000%, 2/28/26	86,943,000	84,473,954
0.7500%, 4/30/26	45,243,000	44,346,976
0.8750%, 6/30/26	66,485,000	65,430,589
0.6250%, 7/31/26	23,639,000	22,986,157
0.7500%, 8/31/26	4,926,400	4,816,133
0.8750%, 9/30/26	60,828,700	59,742,813
1.2500%, 11/30/26	40,908,000	40,882,432
1.2500%, 4/30/28	2,498,600	2,475,859
1.2500%, 6/30/28	4,867,000	4,817,189
1.1250%, 8/31/28	56,803,600	55,703,030
1.3750%, 11/15/31	144,392,000	142,564,539
1.3750%, 11/15/40	13,566,000	12,363,077
1.7500%, 8/15/41	92,820,000	89,991,891
2.0000%, 11/15/41	7,102,000	7,183,007
2.7500%, 8/15/42	29,504,500	33,616,690
1.3750%, 8/15/50	46,677,000	40,887,958
1.6250%, 11/15/50	63,839,100	59,477,593
1.8750%, 2/15/51	19,445,900	19,239,287
2.3750%, 5/15/51	9,637,000	10,644,368
2.0000%, 8/15/51	12,465,000	12,706,509
Total United States Treasury Notes/Bonds (cost \$1,098,492,355)		1,095,529,191
Common Stocks– 64.5%		
Aerospace & Defense – 1.0%		
General Dynamics Corp	272,019	56,707,801
L3Harris Technologies Inc	157,398	33,563,550
		90,271,351
Air Freight & Logistics – 1.1%		
United Parcel Service Inc	465,152	99,700,680
Airlines – 0.2%		
Southwest Airlines Co*	439,291	18,819,226
Auto Components – 0.4%		
Aptiv PLC*	198,179	32,689,626
Banks – 1.4%		
Bank of America Corp	2,809,483	124,993,899

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Common Stocks– (continued)		
Beverages – 1.1%		
Constellation Brands Inc	99,748	\$25,033,756
Monster Beverage Corp*	732,591	70,358,040
		95,391,796
Biotechnology – 0.8%		
AbbVie Inc	548,775	74,304,135
Capital Markets – 2.9%		
Charles Schwab Corp	461,311	38,796,255
CME Group Inc	315,551	72,090,781
Morgan Stanley	1,235,231	121,250,275
S&P Global Inc	43,204	20,389,264
		252,526,575
Chemicals – 0.5%		
Sherwin-Williams Co	120,361	42,386,330
Communications Equipment – 0.5%		
Motorola Solutions Inc	154,283	41,918,691
Consumer Finance – 1.0%		
American Express Co	537,461	87,928,620
Electrical Equipment – 0.5%		
Rockwell Automation Inc	116,047	40,482,996
Electronic Equipment, Instruments & Components – 0.3%		
Corning Inc	690,718	25,715,431
Entertainment – 1.4%		
Activision Blizzard Inc	429,062	28,545,495
Netflix Inc*	46,643	28,099,609
Walt Disney Co*	453,781	70,286,139
		126,931,243
Food & Staples Retailing – 1.8%		
Costco Wholesale Corp	229,661	130,378,550
Sysco Corp	359,651	28,250,586
		158,629,136
Food Products – 0.5%		
Hershey Co	211,868	40,990,102
Health Care Equipment & Supplies – 2.8%		
Abbott Laboratories	607,246	85,463,802
Align Technology Inc*	41,978	27,587,102
Edwards Lifesciences Corp*	350,248	45,374,628
Intuitive Surgical Inc*	81,327	29,220,791
Medtronic PLC	269,534	27,883,292
Stryker Corp	116,749	31,221,018
		246,750,633
Health Care Providers & Services – 2.4%		
UnitedHealth Group Inc	414,857	208,316,294
Hotels, Restaurants & Leisure – 2.7%		
Hilton Worldwide Holdings Inc*	385,351	60,110,902
McDonald's Corp	442,410	118,596,849
Starbucks Corp	505,019	59,072,072
		237,779,823
Household Products – 1.0%		
Procter & Gamble Co	520,525	85,147,479
Industrial Conglomerates – 0.9%		
Honeywell International Inc	394,421	82,240,723
Information Technology Services – 3.2%		
Accenture PLC	175,338	72,686,368
Fidelity National Information Services Inc	253,687	27,689,936
Mastercard Inc	508,867	182,846,090
		283,222,394
Insurance – 1.0%		
Progressive Corp	887,646	91,116,862

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Common Stocks– (continued)		
Interactive Media & Services – 3.7%		
Alphabet Inc - Class C*	111,719	\$323,268,981
Internet & Direct Marketing Retail – 3.5%		
Amazon.com Inc*	75,772	252,649,610
Booking Holdings Inc*	21,131	50,698,129
		303,347,739
Leisure Products – 0.5%		
Hasbro Inc	393,044	40,004,018
Life Sciences Tools & Services – 1.2%		
Illumina Inc*	62,729	23,864,621
Thermo Fisher Scientific Inc	126,019	84,084,918
		107,949,539
Machinery – 1.5%		
Deere & Co	245,627	84,223,042
Parker-Hannifin Corp	82,980	26,397,598
Trane Technologies PLC	107,440	21,706,103
		132,326,743
Media – 1.1%		
Comcast Corp	1,991,069	100,210,503
Multiline Retail – 1.0%		
Dollar General Corp	355,989	83,952,886
Personal Products – 0.3%		
Estee Lauder Cos Inc	67,182	24,870,776
Pharmaceuticals – 2.3%		
AstraZeneca PLC (ADR)	348,831	20,319,406
Eli Lilly & Co	434,470	120,009,303
Merck & Co Inc	703,003	53,878,150
Zoetis Inc	47,472	11,584,592
		205,791,451
Real Estate Management & Development – 0.3%		
CBRE Group Inc*	255,280	27,700,433
Semiconductor & Semiconductor Equipment – 5.2%		
Advanced Micro Devices Inc*	391,073	56,275,405
Lam Research Corp	201,658	145,022,351
Marvell Technology Inc	235,511	20,604,857
NVIDIA Corp	570,368	167,750,932
Texas Instruments Inc	367,852	69,329,066
		458,982,611
Software – 8.4%		
Adobe Inc*	248,956	141,172,989
Cadence Design Systems Inc*	219,899	40,978,179
Microsoft Corp	1,506,193	506,562,830
salesforce.com Inc*	200,854	51,043,027
		739,757,025
Specialty Retail – 1.3%		
Home Depot Inc	276,862	114,900,499
Technology Hardware, Storage & Peripherals – 3.9%		
Apple Inc	1,903,018	337,918,906
Textiles, Apparel & Luxury Goods – 0.9%		
NIKE Inc - Class B	465,703	77,618,719
Total Common Stocks (cost \$2,893,695,544)		5,666,854,874
Investment Companies– 4.0%		
Money Markets – 4.0%		
Janus Henderson Cash Liquidity Fund LLC, 0.0570% [∞] (cost \$350,903,627)	350,873,806	350,908,893
Total Investments (total cost \$6,243,906,825) – 102.9%		9,038,613,144
Liabilities, net of Cash, Receivables and Other Assets – (2.9)%		(253,099,801)
Net Assets – 100%		\$8,785,513,343

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Schedule of Investments

December 31, 2021

Summary of Investments by Country - (Long Positions) (unaudited)

<i>Country</i>	<i>Value</i>	<i>% of Investment Securities</i>
United States	\$8,920,196,430	98.7 %
United Kingdom	36,775,636	0.4
Ireland	20,983,181	0.2
Australia	13,451,532	0.1
Canada	11,859,757	0.1
South Korea	9,055,714	0.1
Luxembourg	8,520,445	0.1
France	7,460,054	0.1
Belgium	5,738,264	0.1
Israel	4,572,131	0.1
Total	\$9,038,613,144	100.0 %

Schedules of Affiliated Investments – (% of Net Assets)

	<i>Dividend Income</i>	<i>Realized Gain/(Loss)</i>	<i>Change in Unrealized Appreciation/ Depreciation</i>	<i>Value at 12/31/21</i>
Investment Companies - 4.0%				
Money Markets - 4.0%				
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	\$ 186,546	\$ -	\$ -	\$ 350,908,893

	<i>Value at 12/31/20</i>	<i>Purchases</i>	<i>Sales Proceeds</i>	<i>Value at 12/31/21</i>
Investment Companies - 4.0%				
Money Markets - 4.0%				
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	182,258,962	1,535,237,277	(1,366,587,346)	350,908,893

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Notes to Schedule of Investments and Other Information

Balanced Index	Balanced Index is an internally-calculated, hypothetical combination of total returns from the S&P 500 [®] Index (55%) and the Bloomberg U.S. Aggregate Bond Index (45%).
Bloomberg U.S. Aggregate Bond Index	Bloomberg U.S. Aggregate Bond Index is a broad-based measure of the investment grade, US dollar-denominated, fixed-rate taxable bond market.
S&P 500 [®] Index	S&P 500 [®] Index reflects U.S. large-cap equity performance and represents broad U.S. equity market performance.
ADR	American Depositary Receipt
ICE	Intercontinental Exchange
LIBOR	London Interbank Offered Rate
LLC	Limited Liability Company
LP	Limited Partnership
PLC	Public Limited Company
SOFR	Secured Overnight Financing Rate
TBA	(To Be Announced) Securities are purchased/sold on a forward commitment basis with an approximate principal amount and no defined maturity date. The actual principal and maturity date will be determined upon settlement when specific mortgage pools are assigned.
ULC	Unlimited Liability Company
144A	Securities sold under Rule 144A of the Securities Act of 1933, as amended, are subject to legal and/or contractual restrictions on resale and may not be publicly sold without registration under the 1933 Act. Unless otherwise noted, these securities have been determined to be liquid under guidelines established by the Board of Trustees. The total value of 144A securities as of the year ended December 31, 2021 is \$787,893,390, which represents 9.0% of net assets.
*	Non-income producing security.
f	All or a portion of this position is not funded, or has been purchased on a delayed delivery or when-issued basis. If applicable, interest rates will be determined and interest will begin to accrue at a future date. See Notes to Financial Statements.
‡	Variable or floating rate security. Rate shown is the current rate as of December 31, 2021. Certain variable rate securities are not based on a published reference rate and spread; they are determined by the issuer or agent and current market conditions. Reference rate is as of reset date and may vary by security, which may not indicate a reference rate and/or spread in their description.
ÇÇ	Security is a U.S. Treasury Inflation-Protected Security (TIPS).
°°	Rate shown is the 7-day yield as of December 31, 2021.
μ	Perpetual security. Perpetual securities have no stated maturity date, but they may be called/redeemed by the issuer. The date indicated, if any, represents the next call date.
Ç	Step bond. The coupon rate will increase or decrease periodically based upon a predetermined schedule. The rate shown reflects the current rate.
£	The Portfolio may invest in certain securities that are considered affiliated companies. As defined by the Investment Company Act of 1940, as amended, an affiliated company is one in which the Portfolio owns 5% or more of the outstanding voting securities, or a company which is under common ownership or control.

Janus Henderson VIT Balanced Portfolio

Notes to Schedule of Investments and Other Information

The following is a summary of the inputs that were used to value the Portfolio's investments in securities and other financial instruments as of December 31, 2021. See Notes to Financial Statements for more information.

Valuation Inputs Summary

		<i>Level 1 - Quoted Prices</i>	<i>Level 2 - Other Significant Observable Inputs</i>	<i>Level 3 - Significant Unobservable Inputs</i>
Assets				
Investments In Securities:				
<i>Asset-Backed/Commercial Mortgage-Backed Securities</i>	\$	-	\$ 525,747,773	\$ -
<i>Bank Loans and Mezzanine Loans</i>		-	79,715,710	-
<i>Corporate Bonds</i>		-	896,066,166	-
<i>Inflation-Indexed Bonds</i>		-	14,585,818	-
<i>Mortgage-Backed Securities</i>		-	409,204,719	-
<i>United States Treasury Notes/Bonds</i>		-	1,095,529,191	-
<i>Common Stocks</i>		5,666,854,874	-	-
<i>Investment Companies</i>		-	350,908,893	-
Total Assets	\$	5,666,854,874	\$ 3,371,758,270	\$ -

Janus Henderson VIT Balanced Portfolio

Statement of Assets and Liabilities

December 31, 2021

Assets:		
Unaffiliated investments, at value (cost \$5,893,003,198)	\$	8,687,704,251
Affiliated investments, at value (cost \$350,903,627)		350,908,893
Cash		33,534
Non-interested Trustees' deferred compensation		228,403
Receivables:		
TBA investments sold		59,920,211
Portfolio shares sold		30,112,695
Interest		11,850,482
Investments sold		8,733,803
Dividends		2,430,294
Dividends from affiliates		21,855
Other assets		85,271
Total Assets		9,152,029,692
Liabilities:		
Payables:		
TBA investments purchased		339,379,531
Investments purchased		19,336,060
Advisory fees		4,281,596
12b-1 Distribution and shareholder servicing fees		1,831,831
Portfolio shares repurchased		735,864
Transfer agent fees and expenses		401,131
Non-interested Trustees' deferred compensation fees		228,403
Professional fees		60,503
Affiliated portfolio administration fees payable		19,462
Custodian fees		9,370
Non-interested Trustees' fees and expenses		796
Accrued expenses and other payables		231,802
Total Liabilities		366,516,349
Net Assets	\$	8,785,513,343
Net Assets Consist of:		
Capital (par value and paid-in surplus)	\$	5,781,053,949
Total distributable earnings (loss)		3,004,459,394
Total Net Assets	\$	8,785,513,343
Net Assets - Institutional Shares	\$	512,742,145
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		10,207,912
Net Asset Value Per Share	\$	50.23
Net Assets - Service Shares	\$	8,272,771,198
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		155,640,857
Net Asset Value Per Share	\$	53.15

See Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Statement of Operations

For the year ended December 31, 2021

Investment Income:		
Interest	\$	58,440,501
Dividends		56,612,623
Dividends from affiliates		186,546
Other income		372,115
Foreign tax withheld		(5,314)
Total Investment Income		115,606,471
Expenses:		
Advisory fees		41,924,613
12b-1 Distribution and shareholder servicing fees:		
Service Shares		17,847,961
Transfer agent administrative fees and expenses:		
Institutional Shares		241,736
Service Shares		3,569,592
Other transfer agent fees and expenses:		
Institutional Shares		16,526
Service Shares		105,348
Affiliated portfolio administration fees		212,349
Shareholder reports expense		138,553
Non-interested Trustees' fees and expenses		121,732
Professional fees		106,732
Custodian fees		42,420
Registration fees		23,401
Other expenses		372,722
Total Expenses		64,723,685
Net Investment Income/(Loss)		50,882,786
Net Realized Gain/(Loss) on Investments:		
Investments		220,673,093
Total Net Realized Gain/(Loss) on Investments		220,673,093
Change in Unrealized Net Appreciation/Depreciation:		
Investments and non-interested Trustees' deferred compensation		930,398,365
Total Change in Unrealized Net Appreciation/Depreciation		930,398,365
Net Increase/(Decrease) in Net Assets Resulting from Operations	\$	1,201,954,244

See Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Statements of Changes in Net Assets

	<i>Year ended</i> <i>December 31, 2021</i>	<i>Year ended</i> <i>December 31, 2020</i>
Operations:		
Net investment income/(loss)	\$ 50,882,786	\$ 73,841,683
Net realized gain/(loss) on investments	220,673,093	57,037,728
Change in unrealized net appreciation/depreciation	930,398,365	675,809,821
Net Increase/(Decrease) in Net Assets Resulting from Operations	1,201,954,244	806,689,232
Dividends and Distributions to Shareholders:		
Institutional Shares	(8,179,514)	(14,605,878)
Service Shares	(101,407,088)	(160,131,796)
Net Decrease from Dividends and Distributions to Shareholders	(109,586,602)	(174,737,674)
Capital Share Transactions:		
Institutional Shares	(20,391,789)	(25,132,978)
Service Shares	1,032,205,990	782,520,443
Net Increase/(Decrease) from Capital Share Transactions	1,011,814,201	757,387,465
Net Increase/(Decrease) in Net Assets	2,104,181,843	1,389,339,023
Net Assets:		
Beginning of period	6,681,331,500	5,291,992,477
End of period	\$ 8,785,513,343	\$ 6,681,331,500

See Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Financial Highlights

Institutional Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$43.58	\$39.48	\$33.75	\$35.27	\$30.32
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	0.42	0.61	0.74	0.66	0.64
Net realized and unrealized gain/(loss)	7.03	4.86	6.74	(0.42)	4.92
Total from Investment Operations	7.45	5.47	7.48	0.24	5.56
Less Dividends and Distributions:					
Dividends (from net investment income)	(0.43)	(0.73)	(0.72)	(0.77)	(0.54)
Distributions (from capital gains)	(0.37)	(0.64)	(1.03)	(0.99)	(0.07)
Total Dividends and Distributions	(0.80)	(1.37)	(1.75)	(1.76)	(0.61)
Net Asset Value, End of Period	\$50.23	\$43.58	\$39.48	\$33.75	\$35.27
Total Return*	17.22%	14.31%	22.59%	0.68%	18.43%
Net Assets, End of Period (in thousands)	\$512,742	\$464,280	\$446,026	\$402,796	\$429,403
Average Net Assets for the Period (in thousands)	\$484,461	\$430,893	\$426,775	\$429,843	\$417,575
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	0.62%	0.62%	0.62%	0.63%	0.63%
Ratio of Net Expenses (After Waivers and Expense Offsets)	0.62%	0.62%	0.62%	0.63%	0.63%
Ratio of Net Investment Income/(Loss)	0.91%	1.54%	1.99%	1.85%	1.94%
Portfolio Turnover Rate ⁽²⁾	56%	80%	79%	97%	67%

Service Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$46.11	\$41.70	\$35.59	\$37.09	\$31.89
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	0.32	0.54	0.68	0.60	0.58
Net realized and unrealized gain/(loss)	7.42	5.15	7.11	(0.44)	5.17
Total from Investment Operations	7.74	5.69	7.79	0.16	5.75
Less Dividends and Distributions:					
Dividends (from net investment income)	(0.33)	(0.64)	(0.65)	(0.67)	(0.48)
Distributions (from capital gains)	(0.37)	(0.64)	(1.03)	(0.99)	(0.07)
Total Dividends and Distributions	(0.70)	(1.28)	(1.68)	(1.66)	(0.55)
Net Asset Value, End of Period	\$53.15	\$46.11	\$41.70	\$35.59	\$37.09
Total Return*	16.91%	14.05%	22.27%	0.43%	18.13%
Net Assets, End of Period (in thousands)	\$8,272,771	\$6,217,051	\$4,845,966	\$3,445,696	\$2,887,613
Average Net Assets for the Period (in thousands)	\$7,144,785	\$5,239,258	\$4,109,486	\$3,235,435	\$2,523,514
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	0.86%	0.87%	0.87%	0.88%	0.88%
Ratio of Net Expenses (After Waivers and Expense Offsets)	0.86%	0.87%	0.87%	0.88%	0.88%
Ratio of Net Investment Income/(Loss)	0.65%	1.28%	1.74%	1.62%	1.69%
Portfolio Turnover Rate ⁽²⁾	56%	80%	79%	97%	67%

* Total return includes adjustments in accordance with generally accepted accounting principles required at the year or period end and are not annualized for periods of less than one full year. Total return does not include fees, charges, or expenses imposed by the variable annuity and life insurance contracts for which Janus Aspen Series serves as an underlying investment vehicle.

** Annualized for periods of less than one full year.

(1) Per share amounts are calculated based on average shares outstanding during the year or period.

(2) Portfolio Turnover Rate excludes TBA (to be announced) purchase and sales commitments.

See Notes to Financial Statements.

Janus Henderson VIT Balanced Portfolio

Notes to Financial Statements

1. Organization and Significant Accounting Policies

Janus Henderson VIT Balanced Portfolio (the "Portfolio") is a series of Janus Aspen Series (the "Trust"), which is organized as a Delaware statutory trust and is registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company, and therefore has applied the specialized accounting and reporting guidance in Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 946. The Trust offers 11 portfolios, each of which offers multiple share classes, with differing investment objectives and policies. The Portfolio seeks long-term capital growth, consistent with preservation of capital and balanced by current income. The Portfolio is classified as diversified, as defined in the 1940 Act. Janus Henderson Investors US LLC (formerly Janus Capital Management LLC) is the investment adviser (the "Adviser") to the Portfolio.

The Portfolio currently offers two classes of shares: Institutional Shares and Service Shares. Each class represents an interest in the same portfolio of investments. Institutional Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans. Service Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans that require a fee from Portfolio assets to procure distribution and administrative services to contract owners and plan participants.

Shareholders, including participating insurance companies, as well as accounts, may from time to time own (beneficially or of record) a significant percentage of the Portfolio's Shares and can be considered to "control" the Portfolio when that ownership exceeds 25% of the Portfolio's assets (and which may differ from control as determined in accordance with United States of America generally accepted accounting principles ("US GAAP")).

The following accounting policies have been followed by the Portfolio and are in conformity with US GAAP.

Investment Valuation

Securities held by the Portfolio are valued in accordance with policies and procedures established by and under the supervision of the Trustees (the "Valuation Procedures"). Equity securities traded on a domestic securities exchange are generally valued at the closing prices on the primary market or exchange on which they trade. If such price is lacking for the trading period immediately preceding the time of determination, such securities are valued at their current bid price. Equity securities that are traded on a foreign exchange are generally valued at the closing prices on such markets. In the event that there is no current trading volume on a particular security in such foreign exchange, the bid price from the primary exchange is generally used to value the security. Securities that are traded on the over-the-counter ("OTC") markets are generally valued at their closing or latest bid prices as available. Foreign securities and currencies are converted to U.S. dollars using the applicable exchange rate in effect at the close of the New York Stock Exchange ("NYSE"). The Portfolio will determine the market value of individual securities held by it by using prices provided by one or more approved professional pricing services or, as needed, by obtaining market quotations from independent broker-dealers. Most debt securities are valued in accordance with the evaluated bid price supplied by the pricing service that is intended to reflect market value. The evaluated bid price supplied by the pricing service is an evaluation that may consider factors such as security prices, yields, maturities and ratings. Certain short-term securities maturing within 60 days or less may be evaluated and valued on an amortized cost basis provided that the amortized cost determined approximates market value. Securities for which market quotations or evaluated prices are not readily available or deemed unreliable are valued at fair value determined in good faith under the Valuation Procedures. Circumstances in which fair value pricing may be utilized include, but are not limited to: (i) a significant event that may affect the securities of a single issuer, such as a merger, bankruptcy, or significant issuer-specific development; (ii) an event that may affect an entire market, such as a natural disaster or significant governmental action; (iii) a nonsignificant event such as a market closing early or not opening, or a security trading halt; and (iv) pricing of a nonvalued security and a restricted or nonpublic security. Special valuation considerations may apply with respect to "odd-lot" fixed-income transactions which, due to their small size, may receive evaluated prices by pricing services which reflect a large block trade and not what actually could be obtained for the odd-lot position. The Portfolio uses systematic fair valuation models provided by independent third parties to value international equity securities in order to adjust for stale pricing, which may occur between the close of certain foreign exchanges and the close of the NYSE.

Valuation Inputs Summary

FASB ASC 820, Fair Value Measurements and Disclosures ("ASC 820"), defines fair value, establishes a framework for measuring fair value, and expands disclosure requirements regarding fair value measurements. This standard emphasizes that fair value is a market-based measurement that should be determined based on the assumptions that

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market participants would use in pricing an asset or liability and establishes a hierarchy that prioritizes inputs to valuation techniques used to measure fair value. These inputs are summarized into three broad levels:

Level 1 – Unadjusted quoted prices in active markets the Portfolio has the ability to access for identical assets or liabilities.

Level 2 – Observable inputs other than unadjusted quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly. These inputs may include quoted prices for the identical instrument on an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.

Assets or liabilities categorized as Level 2 in the hierarchy generally include: debt securities fair valued in accordance with the evaluated bid or ask prices supplied by a pricing service; securities traded on OTC markets and listed securities for which no sales are reported that are fair valued at the latest bid price (or yield equivalent thereof) obtained from one or more dealers transacting in a market for such securities or by a pricing service approved by the Portfolio's Trustees; certain short-term debt securities with maturities of 60 days or less that are fair valued at amortized cost; and equity securities of foreign issuers whose fair value is determined by using systematic fair valuation models provided by independent third parties in order to adjust for stale pricing which may occur between the close of certain foreign exchanges and the close of the NYSE. Other securities that may be categorized as Level 2 in the hierarchy include, but are not limited to, preferred stocks, bank loans, swaps, investments in unregistered investment companies, options, and forward contracts.

Level 3 – Unobservable inputs for the asset or liability to the extent that relevant observable inputs are not available, representing the Portfolio's own assumptions about the assumptions that a market participant would use in valuing the asset or liability, and that would be based on the best information available.

There have been no significant changes in valuation techniques used in valuing any such positions held by the Portfolio since the beginning of the fiscal year.

The inputs or methodology used for fair valuing securities are not necessarily an indication of the risk associated with investing in those securities. The summary of inputs used as of December 31, 2021 to fair value the Portfolio's investments in securities and other financial instruments is included in the "Valuation Inputs Summary" in the Notes to Schedule of Investments and Other Information.

Investment Transactions and Investment Income

Investment transactions are accounted for as of the date purchased or sold (trade date). Dividend income is recorded on the ex-dividend date. Certain dividends from foreign securities will be recorded as soon as the Portfolio is informed of the dividend, if such information is obtained subsequent to the ex-dividend date. Dividends from foreign securities may be subject to withholding taxes in foreign jurisdictions. Non-cash dividends, if any, are recorded on the ex-dividend date at fair value. Interest income is recorded daily on the accrual basis and includes amortization of premiums and accretion of discounts. The Portfolio classifies gains and losses on prepayments received as an adjustment to interest income. Debt securities may be placed in non-accrual status and related interest income may be reduced by stopping current accruals and writing off interest receivables when collection of all or a portion of interest has become doubtful. Gains and losses are determined on the identified cost basis, which is the same basis used for federal income tax purposes. Income, as well as gains and losses, both realized and unrealized, are allocated daily to each class of shares based upon the ratio of net assets represented by each class as a percentage of total net assets.

Expenses

The Portfolio bears expenses incurred specifically on its behalf. Each class of shares bears a portion of general expenses, which are allocated daily to each class of shares based upon the ratio of net assets represented by each class as a percentage of total net assets. Expenses directly attributable to a specific class of shares are charged against the operations of such class.

Estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

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Indemnifications

In the normal course of business, the Portfolio may enter into contracts that contain provisions for indemnification of other parties against certain potential liabilities. The Portfolio's maximum exposure under these arrangements is unknown, and would involve future claims that may be made against the Portfolio that have not yet occurred. Currently, the risk of material loss from such claims is considered remote.

Dividends and Distributions

The Portfolio may make semiannual distributions of substantially all of its investment income and an annual distribution of its net realized capital gains (if any).

The Portfolio may make certain investments in real estate investment trusts ("REITs") which pay dividends to their shareholders based upon funds available from operations. It is quite common for these dividends to exceed the REITs' taxable earnings and profits, resulting in the excess portion of such dividends being designated as a return of capital. If the Portfolio distributes such amounts, such distributions could constitute a return of capital to shareholders for federal income tax purposes.

Federal Income Taxes

The Portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income in accordance with the requirements of Subchapter M of the Internal Revenue Code. Management has analyzed the Portfolio's tax positions taken for all open federal income tax years, generally a three-year period, and has concluded that no provision for federal income tax is required in the Portfolio's financial statements. The Portfolio is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months.

2. Other Investments and Strategies

Additional Investment Risk

The Portfolio may be invested in lower-rated debt securities that have a higher risk of default or loss of value since these securities may be sensitive to economic changes, political changes, or adverse developments specific to the issuer.

In response to the COVID-19 pandemic, the U.S. government and the Federal Reserve, as well as certain foreign governments and central banks, have taken extraordinary actions to support local and global economies and the financial markets, including reducing interest rates to record-low levels. Extremely low or negative interest rates may become more prevalent or may not work as intended. As there is little precedent for this situation, the impact on various markets that interest rate or other significant policy changes may have is unknown. The withdrawal of this support, a failure of measures put in place in response to such economic uncertainty, or investor perception that such efforts were not sufficient could each negatively affect financial markets generally, and the value and liquidity of specific securities. In addition, policy and legislative changes in the United States and in other countries continue to impact many aspects of financial regulation.

Widespread disease, including pandemics and epidemics, and natural or environmental disasters, including those which may be attributable to global climate change, such as earthquakes, fires, floods, hurricanes, tsunamis and weather-related phenomena generally, have been and can be highly disruptive to economies and markets, adversely impacting individual companies, sectors, industries, markets, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of a Portfolio's investments. Economies and financial markets throughout the world have become increasingly interconnected, which increases the likelihood that events or conditions in one region or country will adversely affect markets or issuers in other regions or countries, including the United States. These disruptions could prevent a Portfolio from executing advantageous investment decisions in a timely manner and negatively impact a Portfolio's ability to achieve its investment objective(s). Any such event(s) could have a significant adverse impact on the value of a Portfolio. In addition, these disruptions could also impair the information technology and other operational systems upon which the Portfolio's service providers, including the Adviser or the subadviser (as applicable), rely, and could otherwise disrupt the ability of employees of the Portfolio's service providers to perform essential tasks on behalf of the Portfolio. Adverse weather conditions may also have a particularly significant negative effect on issuers in the agricultural sector and on insurance and reinsurance companies that insure or reinsure against the impact of natural disasters.

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A number of countries in the European Union (the “EU”) have experienced, and may continue to experience, severe economic and financial difficulties. In particular, many EU nations are susceptible to economic risks associated with high levels of debt. Many non-governmental issuers, and even certain governments, have defaulted on, or been forced to restructure, their debts. Many other issuers have faced difficulties obtaining credit or refinancing existing obligations. Financial institutions have in many cases required government or central bank support, have needed to raise capital, and/or have been impaired in their ability to extend credit. As a result, financial markets in the EU have experienced extreme volatility and declines in asset values and liquidity. These difficulties may continue, worsen, or spread further within the EU. Responses to these financial problems by European governments, central banks, and others, including austerity measures and reforms, may not work, may result in social unrest, and may limit future growth and economic recovery or have other unintended consequences. Among other things, these developments have adversely affected the value and exchange rate of the euro and pound sterling, and may continue to significantly affect the economies of all EU countries, which in turn may have a material adverse effect on the Portfolio’s investments in such countries, other countries that depend on EU countries for significant amounts of trade or investment, or issuers with exposure to debt issued by certain EU countries.

Inflation-Linked Securities

The Portfolio may invest in inflation-indexed bonds, including municipal inflation-indexed bonds and corporate inflation-indexed bonds, or in derivatives that are linked to these securities. Inflation-linked bonds are fixed-income securities that have a principal value that is periodically adjusted according to the rate of inflation. If an index measuring inflation falls, the principal value of inflation-indexed bonds will typically be adjusted downward, and consequently the interest payable on these securities (calculated with respect to a smaller principal amount) will be reduced. Because of their inflation adjustment feature, inflation-linked bonds typically have lower yields than conventional fixed-rate bonds. In addition, inflation-linked bonds also normally decline in price when real interest rates rise. In the event of deflation, when prices decline over time, the principal and income of inflation-linked bonds would likely decline, resulting in losses to the Portfolio.

In the case of Treasury Inflation-Protected Securities, also known as TIPS, repayment of original bond principal upon maturity (as adjusted for inflation) is guaranteed by the U.S. Treasury. For inflation-linked bonds that do not provide a similar guarantee, the adjusted principal value of the inflation-linked bond repaid at maturity may be less than the original principal. Other non-U.S. sovereign governments also issue inflation-linked securities (sometimes referred to as “linkers”) that are tied to their own local consumer price indices. In certain of these non-U.S. jurisdictions, the repayment of the original bond principal upon the maturity of an inflation-linked bond is not guaranteed, allowing for the amount of the bond repaid at maturity to be less than par. Inflation-linked bonds may also be issued by, or related to, sovereign governments of other developed countries, emerging market countries, or companies or other entities not affiliated with governments.

Loans

The Portfolio may invest in various commercial loans, including bank loans, bridge loans, debtor-in-possession (“DIP”) loans, mezzanine loans, and other fixed and floating rate loans. These loans may be acquired through loan participations and assignments or on a when-issued basis. Commercial loans will comprise no more than 20% of the Portfolio’s total assets. Below are descriptions of the types of loans held by the Portfolio as of December 31, 2021.

- **Bank Loans** - Bank loans are obligations of companies or other entities entered into in connection with recapitalizations, acquisitions, and refinancings. The Portfolio’s investments in bank loans are generally acquired as a participation interest in, or assignment of, loans originated by a lender or other financial institution. These investments may include institutionally-traded floating and fixed-rate debt securities.
- **Floating Rate Loans** – Floating rate loans are debt securities that have floating interest rates, that adjust periodically, and are tied to a benchmark lending rate, such as London Interbank Offered Rate (“LIBOR”). In other cases, the lending rate could be tied to the prime rate offered by one or more major U.S. banks or the rate paid on large certificates of deposit traded in the secondary markets. If the benchmark lending rate changes, the rate payable to lenders under the loan will change at the next scheduled adjustment date specified in the loan agreement. Floating rate loans are typically issued to companies (“borrowers”) in connection with recapitalizations, acquisitions, and refinancings. Floating rate loan investments are generally below investment grade. Senior floating rate loans are secured by specific collateral of a borrower and are senior in the borrower’s capital structure. The senior position in the borrower’s capital structure generally gives holders of senior loans a claim on certain of the borrower’s assets that is senior to subordinated debt and

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preferred and common stock in the case of a borrower's default. Floating rate loan investments may involve foreign borrowers, and investments may be denominated in foreign currencies. Floating rate loans often involve borrowers whose financial condition is troubled or uncertain and companies that are highly leveraged. The Portfolio may invest in obligations of borrowers who are in bankruptcy proceedings. While the Portfolio generally expects to invest in fully funded term loans, certain of the loans in which the Portfolio may invest include revolving loans, bridge loans, and delayed draw term loans.

Purchasers of floating rate loans may pay and/or receive certain fees. The Portfolio may receive fees such as covenant waiver fees or prepayment penalty fees. The Portfolio may pay fees such as facility fees. Such fees may affect the Portfolio's return.

- **Mezzanine Loans** - Mezzanine loans are secured by the stock of the company that owns the assets. Mezzanine loans are a hybrid of debt and equity financing that is typically used to fund the expansion of existing companies. A mezzanine loan is composed of debt capital that gives the lender the right to convert to an ownership or equity interest in the company if the loan is not paid back in time and in full. Mezzanine loans typically are the most subordinated debt obligation in an issuer's capital structure.

Mortgage- and Asset-Backed Securities

Mortgage- and asset-backed securities represent interests in "pools" of commercial or residential mortgages or other assets, including consumer and commercial loans or receivables. The Portfolio may purchase fixed or variable rate commercial or residential mortgage-backed securities issued by the Government National Mortgage Association ("Ginnie Mae"), the Federal National Mortgage Association ("Fannie Mae"), the Federal Home Loan Mortgage Corporation ("Freddie Mac"), or other governmental or government-related entities. Ginnie Mae's guarantees are backed as to the timely payment of principal and interest by the full faith and credit of the U.S. Government. Fannie Mae and Freddie Mac securities are not backed by the full faith and credit of the U.S. Government. In September 2008, the Federal Housing Finance Agency ("FHFA"), an agency of the U.S. Government, placed Fannie Mae and Freddie Mac under conservatorship. Since that time, Fannie Mae and Freddie Mac have received capital support through U.S. Treasury preferred stock purchases and Treasury and Federal Reserve purchases of their mortgage-backed securities. The FHFA and the U.S. Treasury have imposed strict limits on the size of these entities' mortgage portfolios. The FHFA has the power to cancel any contract entered into by Fannie Mae and Freddie Mac prior to FHFA's appointment as conservator or receiver, including the guarantee obligations of Fannie Mae and Freddie Mac.

The Portfolio may also purchase other mortgage- and asset-backed securities through single- and multi-seller conduits, collateralized debt obligations, structured investment vehicles, and other similar securities. Asset-backed securities may be backed by various consumer obligations, including automobile loans, equipment leases, credit card receivables, or other collateral. In the event the underlying loans are not paid, the securities' issuer could be forced to sell the assets and recognize losses on such assets, which could impact your return. Unlike traditional debt instruments, payments on these securities include both interest and a partial payment of principal. Mortgage- and asset-backed securities are subject to both extension risk, where borrowers pay off their debt obligations more slowly in times of rising interest rates, and prepayment risk, where borrowers pay off their debt obligations sooner than expected in times of declining interest rates. These risks may reduce the Portfolio's returns. In addition, investments in mortgage- and asset-backed securities, including those comprised of subprime mortgages, may be subject to a higher degree of credit risk, valuation risk, extension risk (if interest rates rise), and liquidity risk than various other types of fixed-income securities. Additionally, although mortgage-backed securities are generally supported by some form of government or private guarantee and/or insurance, there is no assurance that guarantors or insurers will meet their obligations.

Real Estate Investing

The Portfolio may invest in equity and debt securities of real estate-related companies. Such companies may include those in the real estate industry or real estate-related industries. These securities may include common stocks, corporate bonds, preferred stocks, and other equity securities, including, but not limited to, mortgage-backed securities, real estate-backed securities, securities of REITs and similar REIT-like entities. A REIT is a trust that invests in real estate-related projects, such as properties, mortgage loans, and construction loans. REITs are generally categorized as equity, mortgage, or hybrid REITs. A REIT may be listed on an exchange or traded OTC.

Sovereign Debt

The Portfolio may invest in U.S. and non-U.S. government debt securities ("sovereign debt"). Some investments in sovereign debt, such as U.S. sovereign debt, are considered low risk. However, investments in sovereign debt, especially

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the debt of less developed countries, can involve a high degree of risk, including the risk that the governmental entity that controls the repayment of sovereign debt may not be willing or able to repay the principal and/or to pay the interest on its sovereign debt in a timely manner. A sovereign debtor's willingness or ability to satisfy its debt obligation may be affected by various factors including, but not limited to, its cash flow situation, the extent of its foreign currency reserves, the availability of foreign exchange when a payment is due, the relative size of its debt position in relation to its economy as a whole, the sovereign debtor's policy toward international lenders, and local political constraints to which the governmental entity may be subject. Sovereign debtors may also be dependent on expected disbursements from foreign governments, multilateral agencies, and other entities. The failure of a sovereign debtor to implement economic reforms, achieve specified levels of economic performance, or repay principal or interest when due may result in the cancellation of third party commitments to lend funds to the sovereign debtor, which may further impair such debtor's ability or willingness to timely service its debts. The Portfolio may be requested to participate in the rescheduling of such sovereign debt and to extend further loans to governmental entities, which may adversely affect the Portfolio's holdings. In the event of default, there may be limited or no legal remedies for collecting sovereign debt and there may be no bankruptcy proceedings through which the Portfolio may collect all or part of the sovereign debt that a governmental entity has not repaid. In addition, to the extent the Portfolio invests in non-U.S. sovereign debt, it may be subject to currency risk.

TBA Commitments

The Portfolio may enter into "to be announced" or "TBA" commitments. TBAs are forward agreements for the purchase or sale of securities, including mortgage-backed securities, for a fixed price, with payment and delivery on an agreed upon future settlement date. The specific securities to be delivered are not identified at the trade date. However, delivered securities must meet specified terms, including issuer, rate, and mortgage terms. Although the particular TBA securities must meet industry-accepted "good delivery" standards, there can be no assurance that a security purchased on forward commitment basis will ultimately be issued or delivered by the counterparty. During the settlement period, the Portfolio will still bear the risk of any decline in the value of the security to be delivered. Because TBA commitments do not require the delivery of a specific security, the characteristics of the security delivered to the Portfolio may be less favorable than expected. If the counterparty to a transaction fails to deliver the security, the Portfolio could suffer a loss. To facilitate TBA commitments, the Portfolio will segregate or otherwise earmark liquid assets marked to market daily in an amount at least equal to such TBA commitments. Proposed rules of the Financial Industry Regulatory Authority ("FINRA") include mandatory margin requirements for TBA commitments which, in some circumstances, will require the Portfolio to also post collateral. These collateral requirements may increase costs associated with the Portfolio's participation in the TBA market.

When-Issued, Delayed Delivery and Forward Commitment Transactions

The Portfolio may purchase or sell securities on a when-issued, delayed delivery, or forward commitment basis. When purchasing a security on a when-issued, delayed delivery, or forward commitment basis, the Portfolio assumes the rights and risks of ownership of the security, including the risk of price and yield fluctuations, and takes such fluctuations into account when determining its net asset value. Typically, no income accrues on securities the Portfolio has committed to purchase prior to the time delivery of the securities is made. Because the Portfolio is not required to pay for the security until the delivery date, these risks are in addition to the risks associated with the Portfolio's other investments. If the other party to a transaction fails to deliver the securities, the Portfolio could miss a favorable price or yield opportunity. If the Portfolio remains substantially fully invested at a time when when-issued, delayed delivery, or forward commitment purchases are outstanding, the purchases may result in a form of leverage. If the Portfolio remains substantially fully invested at a time when when-issued, delayed delivery, or forward commitment purchases (including TBA commitments) are outstanding, the purchases may result in a form of leverage.

When the Portfolio has sold a security on a when-issued, delayed delivery, or forward commitment basis, the Portfolio does not participate in future gains or losses with respect to the security. If the other party to a transaction fails to pay for the securities, the Portfolio could suffer a loss. Additionally, when selling a security on a when-issued, delayed delivery, or forward commitment basis without owning the security, the Portfolio will incur a loss if the security's price appreciates in value such that the security's price is above the agreed upon price on the settlement date. The Portfolio may dispose of or renegotiate a transaction after it is entered into, and may purchase or sell when-issued, delayed delivery or forward commitment securities before the settlement date, which may result in a gain or loss.

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3. Investment Advisory Agreements and Other Transactions with Affiliates

The Portfolio pays the Adviser an investment advisory fee which is calculated daily and paid monthly. The Portfolio's contractual investment advisory fee rate (expressed as an annual rate) is 0.55% of its average daily net assets.

Janus Henderson Services US LLC (formerly Janus Services LLC) (the "Transfer Agent"), a wholly-owned subsidiary of the Adviser, is the Portfolio's transfer agent. The Transfer Agent receives an administrative services fee at an annual rate of 0.05% of the average daily net assets of the Portfolio for arranging for the provision by participating insurance companies and qualified plan service providers of administrative services, including recordkeeping, subaccounting, order processing, or other shareholder services provided on behalf of contract holders or plan participants investing in the Portfolio. Other shareholder services may include the provision of order confirmations, periodic account statements, forwarding prospectuses, shareholder reports, and other materials to existing investors, and answering inquiries regarding accounts. The Transfer Agent expects to use this entire fee to compensate insurance companies and qualified plan service providers for providing these services to their customers who invest in the Portfolio. Any unused portion will be reimbursed to the applicable share class at least annually.

In addition, the Transfer Agent provides or arranges for the provision of certain other internal administrative, recordkeeping, and shareholder relations services for the Portfolio. The Transfer Agent is not compensated for these internal services related to the shares, except for out-of-pocket costs. These amounts are disclosed as "Other transfer agent fees and expenses" on the Statement of Operations.

Under a distribution and shareholder servicing plan (the "Plan") adopted in accordance with Rule 12b-1 under the 1940 Act, the Service Shares may pay the Trust's distributor, Janus Henderson Distributors US LLC (formerly Janus Distributors LLC) (the "Distributor"), a wholly-owned subsidiary of the Adviser, a fee for the sale and distribution and/or shareholder servicing of the Service Shares at an annual rate of up to 0.25% of the average daily net assets of the Service Shares. Under the terms of the Plan, the Trust is authorized to make payments to the Distributor for remittance to insurance companies and qualified plan service providers as compensation for distribution and/or shareholder services performed by such entities. These amounts are disclosed as "12b-1 Distribution and shareholder servicing fees" on the Statement of Operations. Payments under the Plan are not tied exclusively to actual 12b-1 distribution and servicing fees, and the payments may exceed 12b-1 distribution and servicing fees actually incurred. If any of the Portfolio's actual 12b-1 distribution and servicing fees incurred during a calendar year are less than the payments made during a calendar year, the Portfolio will be refunded the difference. Refunds, if any, are included in "12b-1 Distribution and shareholder servicing fees" in the Statement of Operations.

The Adviser serves as administrator to the Portfolio pursuant to an administration agreement between the Adviser and the Trust. Under the administration agreement, the Adviser is obligated to provide or arrange for the provision of certain administration, compliance, and accounting services to the Portfolio, including providing office space for the Portfolio, and is reimbursed by the Portfolio for certain of its costs in providing these services (to the extent the Adviser seeks reimbursement and such costs are not otherwise waived). In addition, employees of the Adviser and/or its affiliates may serve as officers of the Trust. The Portfolio pays for some or all of the salaries, fees, and expenses of the Adviser employees and Portfolio officers, with respect to certain specified administration functions they perform on behalf of the Portfolio. The Portfolio pays these costs based on out-of-pocket expenses incurred by the Adviser, and these costs are separate and apart from advisory fees and other expenses paid in connection with the investment advisory services the Adviser (or any subadvisor, as applicable) provides to the Portfolio. These amounts are disclosed as "Affiliated portfolio administration fees" on the Statement of Operations. In addition, some expenses related to compensation payable to the Portfolio's Chief Compliance Officer and certain compliance staff, all of whom are employees of the Adviser and/or its affiliates, are shared with the Portfolio. Total compensation of \$32,683 was paid to the Chief Compliance Officer and certain compliance staff by the Trust during the year ended December 31, 2021. The Portfolio's portion is reported as part of "Other expenses" on the Statement of Operations.

The Board of Trustees has adopted a deferred compensation plan (the "Deferred Plan") for independent Trustees to elect to defer receipt of all or a portion of the annual compensation they are entitled to receive from the Portfolio. All deferred fees are credited to an account established in the name of the Trustees. The amounts credited to the account then increase or decrease, as the case may be, in accordance with the performance of one or more of the Janus Henderson funds that are selected by the Trustees. The account balance continues to fluctuate in accordance with the performance of the selected fund or funds until final payment of all amounts are credited to the account. The fluctuation of the account balance is recorded by the Portfolio as unrealized appreciation/(depreciation) and is included as of December 31, 2021 on the Statement of Assets and Liabilities in the asset, "Non-interested Trustees' deferred

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compensation," and liability, "Non-interested Trustees' deferred compensation fees." Additionally, the recorded unrealized appreciation/(depreciation) is included in "Total distributable earnings (loss)" on the Statement of Assets and Liabilities. Deferred compensation expenses for the year ended December 31, 2021 are included in "Non-interested Trustees' fees and expenses" on the Statement of Operations. Trustees are allowed to change their designation of mutual funds from time to time. Amounts will be deferred until distributed in accordance with the Deferred Plan. Deferred fees of \$512,700 were paid by the Trust to the Trustees under the Deferred Plan during the year ended December 31, 2021.

Pursuant to the provisions of the 1940 Act and related rules, the Portfolio may participate in an affiliated or non-affiliated cash sweep program. In the cash sweep program, uninvested cash balances of the Portfolio may be used to purchase shares of affiliated or non-affiliated money market funds or cash management pooled investment vehicles that operate as money market funds. The Portfolio is eligible to participate in the cash sweep program (the "Investing Funds"). As adviser, the Adviser has an inherent conflict of interest because of its fiduciary duties to the affiliated money market funds or cash management pooled investment vehicles and the Investing Funds. Janus Henderson Cash Liquidity Fund LLC (the "Sweep Vehicle") is an affiliated unregistered cash management pooled investment vehicle that invests primarily in highly-rated short-term fixed-income securities. The Sweep Vehicle operates pursuant to the provisions of the 1940 Act that govern the operation of money market funds and prices its shares at NAV reflecting market-based values of its portfolio securities (i.e., a "floating" NAV) rounded to the fourth decimal place (e.g., \$1.0000). The Sweep Vehicle is permitted to impose a liquidity fee (of up to 2%) on redemptions from the Sweep Vehicle or a redemption gate that temporarily suspends redemptions from the Sweep Vehicle for up to 10 business days during a 90 day period. There are no restrictions on the Portfolio's ability to withdraw investments from the Sweep Vehicle at will, and there are no unfunded capital commitments due from the Portfolio to the Sweep Vehicle. The Sweep Vehicle does not charge any management fee, sales charge or service fee.

Any purchases and sales, realized gains/losses and recorded dividends from affiliated investments during the year ended December 31, 2021 can be found in the "Schedules of Affiliated Investments" located in the Schedule of Investments.

The Portfolio is permitted to purchase or sell securities ("cross-trade") between itself and other funds or accounts managed by the Adviser in accordance with Rule 17a-7 under the Investment Company Act of 1940 ("Rule 17a-7"), when the transaction is consistent with the investment objectives and policies of the Portfolio and in accordance with the Internal Cross Trade Procedures adopted by the Trust's Board of Trustees. These procedures have been designed to ensure that any cross-trade of securities by the Portfolio from or to another fund or account that is or could be considered an affiliate of the Portfolio under certain limited circumstances by virtue of having a common investment adviser, common Officer, or common Trustee complies with Rule 17a-7. Under these procedures, each cross-trade is effected at the current market price to save costs where allowed. During the year ended December 31, 2021, the Portfolio engaged in cross trades amounting to \$2,032,825 in purchases and \$8,260,680 in sales, resulting in a net realized gain of \$119,285. The net realized gain is included within the "Net Realized Gain/(Loss) on Investments" section of the Portfolio's Statement of Operations.

4. Federal Income Tax

The tax components of capital shown in the table below represent: (1) distribution requirements the Portfolio must satisfy under the income tax regulations; (2) losses or deductions the Portfolio may be able to offset against income and gains realized in future years; and (3) unrealized appreciation or depreciation of investments for federal income tax purposes.

Other book to tax differences primarily consist of deferred compensation. The Portfolio has elected to treat gains and losses on forward foreign currency contracts as capital gains and losses, if applicable. Other foreign currency gains and losses on debt instruments are treated as ordinary income for federal income tax purposes pursuant to Section 988 of the Internal Revenue Code.

<i>Undistributed Ordinary Income</i>	<i>Undistributed Long-Term Gains</i>	<i>Accumulated Capital Losses</i>	<i>Loss Deferrals</i>		<i>Other Book to Tax Differences</i>	<i>Net Tax Appreciation/ (Depreciation)</i>
			<i>Late-Year Ordinary Loss</i>	<i>Post-October Capital Loss</i>		
\$ 20,952,626	\$ 214,713,127	\$ -	\$ -	\$ -	\$ (224,284)	\$2,769,017,925

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Notes to Financial Statements

The aggregate cost of investments and the composition of unrealized appreciation and depreciation of investment securities for federal income tax purposes as of December 31, 2021 are noted below. The primary differences between book and tax appreciation or depreciation of investments are wash sale loss deferrals and investments in partnerships.

<i>Federal Tax Cost</i>	<i>Unrealized Appreciation</i>	<i>Unrealized (Depreciation)</i>	<i>Net Tax Appreciation/ (Depreciation)</i>
\$ 6,269,595,219	\$ 2,804,511,241	\$ (35,493,316)	\$ 2,769,017,925

Income and capital gains distributions are determined in accordance with income tax regulations that may differ from US GAAP. These differences are due to differing treatments for items such as net short-term gains, deferral of wash sale losses, and capital loss carryovers. Certain permanent differences such as tax returns of capital and net investment losses noted below have been reclassified to capital.

For the year ended December 31, 2021

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 68,969,978	\$ 40,616,624	\$ -	\$ -

For the year ended December 31, 2020

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 122,041,226	\$ 52,696,448	\$ -	\$ -

Permanent book to tax basis differences may result in reclassifications between the components of net assets. These differences have no impact on the results of operations or net assets. The following reclassifications have been made to the Portfolio:

<i>Increase/(Decrease) to Capital</i>	<i>Increase/(Decrease) to Undistributed Net Investment Income/Loss</i>	<i>Increase/(Decrease) to Undistributed Net Realized Gain/Loss</i>
\$ -	\$ 4,435,345	\$ (4,435,345)

5. Capital Share Transactions

	<i>Year ended December 31, 2021</i>		<i>Year ended December 31, 2020</i>	
	<i>Shares</i>	<i>Amount</i>	<i>Shares</i>	<i>Amount</i>
Institutional Shares:				
Shares sold	790,610	\$ 37,146,075	833,472	\$ 32,931,124
Reinvested dividends and distributions	174,782	8,179,514	377,963	14,605,878
Shares repurchased	(1,409,934)	(65,717,378)	(1,857,858)	(72,669,980)
Net Increase/(Decrease)	(444,542)	\$ (20,391,789)	(646,423)	\$ (25,132,978)
Service Shares:				
Shares sold	24,312,111	\$1,203,520,484	21,712,567	\$911,634,210
Reinvested dividends and distributions	2,050,503	101,407,088	3,917,443	160,131,796
Shares repurchased	(5,557,696)	(272,721,582)	(7,010,260)	(289,245,563)
Net Increase/(Decrease)	20,804,918	\$1,032,205,990	18,619,750	\$782,520,443

Janus Henderson VIT Balanced Portfolio

Notes to Financial Statements

6. Purchases and Sales of Investment Securities

For the year ended December 31, 2021, the aggregate cost of purchases and proceeds from sales of investment securities (excluding any short-term securities, short-term options contracts, TBAs, and in-kind transactions, as applicable) was as follows:

<i>Purchases of Securities</i>	<i>Proceeds from Sales of Securities</i>	<i>Purchases of Long- Term U.S. Government Obligations</i>	<i>Proceeds from Sales of Long-Term U.S. Government Obligations</i>
\$2,190,771,781	\$2,192,691,920	\$ 2,662,072,539	\$ 1,897,523,176

7. Subsequent Event

Management has evaluated whether any events or transactions occurred subsequent to December 31, 2021 and through the date of issuance of the Portfolio's financial statements and determined that there were no material events or transactions that would require recognition or disclosure in the Portfolio's financial statements.

Janus Henderson VIT Balanced Portfolio

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Janus Aspen Series and Shareholders of Janus Henderson VIT Balanced Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Janus Henderson VIT Balanced Portfolio (one of the portfolios constituting Janus Aspen Series, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statements of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent, and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.



Denver, Colorado
February 15, 2022

We have served as the auditor of one or more investment companies in Janus Henderson Funds since 1990.

Janus Henderson VIT Balanced Portfolio

Additional Information (unaudited)

Proxy Voting Policies and Voting Record

A description of the policies and procedures that the Portfolio uses to determine how to vote proxies relating to its portfolio securities is available without charge: (i) upon request, by calling 1-800-525-1093; (ii) on the Portfolio's website at janushenderson.com/proxyvoting; and (iii) on the SEC's website at <http://www.sec.gov>. Additionally, information regarding the Portfolio's proxy voting record for the most recent twelve-month period ended June 30 is also available, free of charge, through janushenderson.com/proxyvoting and from the SEC's website at <http://www.sec.gov>.

Full Holdings

The Portfolio files its complete portfolio holdings (schedule of investments) with the SEC as an exhibit to Form N-PORT within 60 days of the end of the first and third fiscal quarters, and in the annual report and semiannual report to shareholders. The Portfolio's Form N-PORT filings and annual and semiannual reports: (i) are available on the SEC's website at <http://www.sec.gov>; (ii) may be reviewed and copied at the SEC's Public Reference Room in Washington, D.C. (information on the Public Reference Room may be obtained by calling 1-800-SEC-0330); and (iii) are available without charge, upon request, by calling a Janus Henderson representative at 1-877-335-2687 (toll free). Portfolio holdings consisting of at least the names of the holdings are generally available on a monthly basis with a 30-day lag under Full Holdings for the Portfolio at janushenderson.com/vit.

APPROVAL OF ADVISORY AGREEMENTS DURING THE PERIOD

The Trustees of Janus Aspen Series, each of whom serves as an "independent" Trustee (the "Trustees"), oversee the management of each portfolio of Janus Aspen Series (each, a "VIT Portfolio," and collectively, the "VIT Portfolios"), as well as each fund of Janus Investment Fund (each, a "Fund," and collectively, the "Funds" and together with the VIT Portfolios, the "Janus Henderson Funds," and each, a "Janus Henderson Fund"). As required by law, the Trustees determine annually whether to continue the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each Janus Henderson Fund that utilizes a subadviser.

In connection with their most recent consideration of those agreements for each Janus Henderson Fund, the Trustees received and reviewed information provided by Janus Henderson Investors US LLC (formerly, Janus Capital Management LLC) (the "Adviser") and the subadviser in response to requests of the Trustees and their independent legal counsel. They also received and reviewed information and analysis provided by, and in response to requests of, their independent fee consultant. Throughout their consideration of the agreements, the Trustees were advised by their independent legal counsel. The Trustees met with management to consider the agreements, and also met separately in executive session with their independent legal counsel and their independent fee consultant.

At meetings held on November 3-4, 2021 and December 7-8, 2021, the Trustees' evaluated the information provided by the Adviser, the subadviser, and the independent fee consultant, as well as other information addressed during the year. Following such evaluation, the Trustees determined that the overall arrangements between each Janus Henderson Fund and the Adviser and each subadviser, as applicable, were fair and reasonable in light of the nature, extent and quality of the services provided by the Adviser, its affiliates and the subadviser, the fees charged for those services, and other matters that the Trustees considered relevant in the exercise of their business judgment and unanimously approved the continuation of the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each subadvised Janus Henderson Fund, for the period from February 1, 2022 through February 1, 2023, subject to earlier termination as provided for in each agreement.

In considering the continuation of those agreements, the Trustees reviewed and analyzed various factors that they determined were relevant, including the factors described below, none of which by itself was considered dispositive. However, the material factors and conclusions that formed the basis for the Trustees' determination to approve the continuation of the agreements are discussed separately below. Also included is a summary of the independent fee consultant's conclusions and opinions that arose during, and were included as part of, the Trustees' consideration of the agreements. "Management fees," as used herein, reflect actual annual advisory fees and, for the purpose of peer comparisons any administration fees (excluding out of pocket costs), net of any waivers, paid by a fund as a percentage of average net assets.

Nature, Extent and Quality of Services

The Trustees reviewed the nature, extent and quality of the services provided by the Adviser and the subadviser to the Janus Henderson Funds, taking into account the investment objective, strategies and policies of each Janus Henderson Fund, and the knowledge the Trustees gained from their regular meetings with management on at least a quarterly

Janus Henderson VIT Balanced Portfolio

Additional Information (unaudited)

basis and their ongoing review of information related to the Janus Henderson Funds. In addition, the Trustees reviewed the resources and key personnel of the Adviser and the subadviser, particularly noting those employees who provide investment and risk management services to the Janus Henderson Funds. The Trustees also considered other services provided to the Janus Henderson Funds by the Adviser or the subadviser, such as managing the execution of portfolio transactions and the selection of broker-dealers for those transactions. The Trustees considered the Adviser's role as administrator to the Janus Henderson Funds, noting that the Adviser generally does not receive a fee for its services as administrator, but is reimbursed for its out-of-pocket costs. The Trustees considered the role of the Adviser in monitoring adherence to the Janus Henderson Funds' investment restrictions, providing support services for the Trustees and Trustee committees, and overseeing communications with shareholders and the activities of other service providers, including monitoring compliance with various policies and procedures of the Janus Henderson Funds and with applicable securities laws and regulations.

In this regard, the independent fee consultant noted that the Adviser provides a number of different services for the Janus Henderson Funds and fund shareholders, ranging from investment management services to various other servicing functions, and that, in its view, the Adviser is a capable provider of those services. The independent fee consultant also provided its belief that the Adviser has developed a number of institutional competitive advantages that should enable it to provide superior investment and service performance over the long term.

The Trustees concluded that the nature, extent and quality of the services provided by the Adviser and the subadviser to each Janus Henderson Fund were appropriate and consistent with the terms of the respective advisory and subadvisory agreements, and that, taking into account steps taken to address those Janus Henderson Funds whose performance lagged that of their peers for certain periods, the Janus Henderson Funds were likely to benefit from the continued provision of those services. They also concluded that the Adviser and the subadviser had sufficient personnel, with the appropriate education and experience, to serve the Janus Henderson Funds effectively and each had demonstrated its ability to attract well-qualified personnel.

Performance of the Funds

The Trustees considered the performance results of each Janus Henderson Fund over various time periods. They noted that they considered Janus Henderson Fund performance data throughout the year, including periodic meetings with each Janus Henderson Fund's portfolio manager(s), and also reviewed information comparing each Janus Henderson Fund's performance with the performance of comparable funds and peer groups identified by Broadridge Financial Solutions, Inc. ("Broadridge"), an independent data provider, and with the Janus Henderson Fund's benchmark index. In this regard, the independent fee consultant found that the overall Janus Henderson Funds' performance has been reasonable: for the 36 months ended September 30, 2021, approximately 55% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers, and for the 12 months ended September 30, 2021, approximately 45% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers.

The Trustees considered the performance of each Janus Henderson Fund, noting that performance may vary by share class, and noted the following with respect to the VIT Portfolios:

- For Janus Henderson Balanced Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Forty Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.

Janus Henderson VIT Balanced Portfolio

Additional Information (unaudited)

- For Janus Henderson Global Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Overseas Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser and subadviser had taken or were taking to improve performance.

In consideration of each Janus Henderson Fund's performance, the Trustees concluded that, taking into account the factors relevant to performance, as well as other considerations, including steps taken to improve performance, the Janus Henderson Fund's performance warranted continuation of such Janus Henderson Fund's investment advisory and subadvisory agreement(s).

Costs of Services Provided

The Trustees examined information regarding the fees and expenses of each Janus Henderson Fund in comparison to similar information for other comparable funds as provided by Broadridge, an independent data provider. They also reviewed an analysis of that information provided by their independent fee consultant and noted that the rate of management fees (investment advisory fees and any administration fees but excluding out-of-pocket costs) for many of the Janus Henderson Funds, after applicable waivers, was below the average management fee rate of the respective peer group of funds selected by an independent data provider. The Trustees also examined information regarding the subadvisory fees charged for subadvisory services, as applicable, noting that all such fees were paid by the Adviser out of its management fees collected from such Janus Henderson Fund.

The independent fee consultant provided its belief that the management fees charged by the Adviser to each of the Janus Henderson Funds under the current investment advisory and administration agreements are reasonable in relation to the services provided by the Adviser. The independent fee consultant found: (1) the total expenses and management fees of the Janus Henderson Funds to be reasonable relative to other comparable mutual funds; (2) the total expenses, on average, were 8% under the average total expenses of the respective Broadridge Expense Group peers; and (3) the management fees for the Janus Henderson Funds, on average, were 6% under the average management fees for the respective Broadridge Expense Group. The Trustees also considered the total expenses for each share class of each Janus Henderson Fund compared to the average total expenses for its Broadridge Expense Group and to average total expenses for its Broadridge Expense Universe.

For certain Janus Henderson Funds, the independent fee consultant also performed a systematic "focus list" analysis of expenses which assessed fund fees in the context of fund performance being delivered. Based on this analysis, the

Janus Henderson VIT Balanced Portfolio

Additional Information (unaudited)

independent fee consultant found that the combination of service quality/performance and expenses on these individual Janus Henderson Funds was reasonable in light of performance trends, performance histories, and existence of performance fees, breakpoints, and/or expense waivers on such Janus Henderson Funds.

The Trustees considered the methodology used by the Adviser and subadviser in determining compensation payable to portfolio managers, the competitive environment for investment management talent, and the competitive market for mutual funds in different distribution channels.

The Trustees also reviewed management fees charged by the Adviser and subadviser to comparable separate account clients and to comparable non-affiliated funds subadvised by the Adviser or subadviser (for which the Adviser or the subadviser provides only or primarily portfolio management services). Although in most instances subadvisory and separate account fee rates for various investment strategies were lower than management fee rates for Janus Henderson Funds having a similar strategy, the Trustees considered that the Adviser noted that, under the terms of the management agreements with the Janus Henderson Funds, the Adviser performs significant additional services for the Janus Henderson Funds that it does not provide to those other clients, including administration services, oversight of the Janus Henderson Funds' other service providers, trustee support, regulatory compliance and numerous other services, and that, in serving the Janus Henderson Funds, the Adviser assumes many legal risks and other costs that it does not assume in servicing its other clients. Moreover, the Trustees noted that the independent fee consultant found that: (1) the management fees the Adviser charges to the Janus Henderson Funds are reasonable in relation to the management fees the Adviser charges to funds subadvised by the Adviser and to the fees the Adviser charges to its institutional separate account clients; (2) these subadvised and institutional separate accounts have different service and infrastructure needs and operate in markets very distinct relative to retail funds; (3) Janus Henderson mutual fund investors enjoy reasonable fees relative to the fees charged to Janus Henderson subadvised fund and separate account investors; and (4) as part of its 2020 review, 9 of 10 Janus Henderson Funds have lower management fees than similar funds subadvised by the Adviser.

The Trustees considered the fees for each Janus Henderson Fund for its fiscal year ended in 2020, including the VIT Portfolios, and noted the following with regard to each VIT Portfolio's total expenses, net of applicable fee waivers (the VIT Portfolio's "total expenses"):

- For Janus Henderson Balanced Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses.
- For Janus Henderson Forty Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Research Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for both share classes.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses, although this limit did not apply because the Fund's total expenses were already below the applicable fee limit.
- For Janus Henderson Overseas Portfolio, the Trustees noted that although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's total expenses were below the peer group average for both share classes.

Janus Henderson VIT Balanced Portfolio

Additional Information (unaudited)

- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for its sole share class.

The Trustees reviewed information on the overall profitability to the Adviser and its affiliates from their relationships with the Janus Henderson Funds, and considered profitability data of other publicly traded mutual fund advisers. The Trustees recognized that profitability comparisons among fund managers are difficult because of the variation in the type of comparative information that is publicly available, and the profitability of any fund manager is affected by numerous factors, including the organizational structure of the particular fund manager, differences in complex size, difference in product mix, difference in types of business (mutual fund, institutional and other), differences in the types of funds and other accounts it manages, possible other lines of business, the methodology for allocating expenses and the fund manager's capital structure and cost of capital.

Additionally, the Trustees considered the estimated profitability to the Adviser from the investment management services it provided to each Janus Henderson Fund. In their review, the Trustees considered whether the Adviser and subadviser receive adequate incentives and resources to manage the Janus Henderson Funds effectively. In reviewing profitability, the Trustees noted that the estimated profitability for an individual Janus Henderson Fund is necessarily a product of the allocation methodology utilized by the Adviser to allocate its expenses as part of the estimated profitability calculation. In this regard, the Trustees noted that the independent fee consultant found that (1) the expense allocation methodology and rationales utilized by the Adviser were reasonable and (2) no clear correlation exists between expense allocations and operating margins. The Trustees also considered that the estimated profitability for an individual Janus Henderson Fund was influenced by a number of factors, including not only the allocation methodology selected, but also the presence of fee waivers and expense caps, and whether the Janus Henderson Fund's investment management agreement contained breakpoints or a performance fee component. The Trustees determined, after taking into account these factors, among others, that the Adviser's estimated profitability with respect to each Janus Henderson Fund was not unreasonable in relation to the services provided, and that the variation in the range of such estimated profitability among the Janus Henderson Funds was not a material factor in the Board's approval of the reasonableness of any Janus Henderson Fund's investment management fees.

The Trustees concluded that the management fees payable by each Janus Henderson Fund to the Adviser and its affiliates, as well as the fees paid by the Adviser to the subadviser of subadvised Janus Henderson Funds, were reasonable in relation to the nature, extent, and quality of the services provided, taking into account the fees charged by other advisers for managing comparable mutual funds with similar strategies, the fees the Adviser and the subadviser charge to other clients, and, as applicable, the impact of fund performance on management fees payable by the Janus Henderson Funds. The Trustees also concluded that each Janus Henderson Fund's total expenses were reasonable, taking into account the size of the Janus Henderson Fund, the quality of services provided by the Adviser and subadviser, the investment performance of the Janus Henderson Fund, and any expense limitations agreed to or provided by the Adviser.

Economies of Scale

The Trustees considered information about the potential for the Adviser to realize economies of scale as the assets of the Janus Henderson Funds increase. They noted that their independent fee consultant published a report to the Trustees in November 2019 which provided its research and analysis into economies of scale. They also noted that, although many Janus Henderson Funds pay advisory fees at a fixed base rate as a percentage of net assets, without any breakpoints or performance fees, their independent fee consultant concluded that 75% of these Janus Henderson Funds' have contractual management fees (gross of waivers) below their Broadridge Expense Group averages. The Trustees also noted the following: (1) that for those Janus Henderson Funds whose expenses are being reduced by the contractual expense limitations of the Adviser, the Adviser is subsidizing certain of these Janus Henderson Funds because they have not reached adequate scale; (2) performance fee structures have been implemented for various Janus Henderson Funds that have caused the effective rate of advisory fees payable by such Janus Henderson Fund to vary depending on the investment performance of the Janus Henderson Fund relative to its benchmark index over the measurement period; and (3) a few Janus Henderson Funds have fee schedules with breakpoints and reduced fee rates above certain asset levels. The Trustees also noted that the Janus Henderson Funds share directly in economies of scale through the significant investments made by the Adviser and its affiliates related to services provided to the Funds and the lower charges of third-party service providers that are based in part on the combined scale of all of the Janus Henderson Funds.

Janus Henderson VIT Balanced Portfolio

Additional Information (unaudited)

The Trustees also considered the independent fee consultant's conclusion that, given the limitations of various analytical approaches to economies of scale and their conflicting results, it is difficult to analytically confirm or deny the existence of economies of scale in the Janus Henderson complex. In this regard, the independent consultant concluded that (1) to the extent there were economies of scale at the Adviser, the Adviser's general strategy of setting fixed management fees below peers appeared to share any such economies with investors even on smaller Janus Henderson Funds which have not yet achieved those economies and (2) by setting lower fixed fees from the start on these Janus Henderson Funds, the Adviser appeared to be investing to increase the likelihood that these Janus Henderson Funds will grow to a level to achieve any economies of scale that may exist. Further, the independent fee consultant provided its belief that Janus Henderson Fund investors are well-served by the fee levels and performance fee structures in place on the Janus Henderson Funds in light of any economies of scale that may be present at the Adviser.

Based on all of the information reviewed, including the recent and past research and analysis conducted by the Trustees' independent fee consultant, the Trustees concluded that the current fee structure of each Janus Henderson Fund was reasonable and that the current rates of fees do reflect a sharing between the Adviser and the Janus Henderson Fund of any economies of scale that may be present at the current asset level of the Janus Henderson Fund.

Other Benefits to the Adviser

The Trustees also considered benefits that accrue to the Adviser and its affiliates and subadviser to the Janus Henderson Funds from their relationships with the Janus Henderson Funds. They recognized that two affiliates of the Adviser separately serve the Janus Henderson Funds as transfer agent and distributor, respectively, and the transfer agent receives compensation directly from the non-money market funds for services provided, and that such compensation contributes to the overall profitability of the Adviser and its affiliates that results from their relationship with the Janus Henderson Funds. The Trustees also considered the Adviser's past and proposed use of commissions paid by the Janus Henderson Funds on portfolio brokerage transactions to obtain proprietary and third-party research products and services benefiting the Janus Henderson Fund and/or other clients of the Adviser and/or the Adviser, and/or subadviser to a Janus Henderson Fund. The Trustees concluded that the Adviser's and the subadviser's use of these types of client commission arrangements to obtain proprietary and third-party research products and services was consistent with regulatory requirements and guidelines and was likely to benefit each Janus Henderson Fund. The Trustees also concluded that, other than the services provided by the Adviser and its affiliates and subadviser pursuant to the agreements and the fees to be paid by each Janus Henderson Fund therefor, the Janus Henderson Funds and the Adviser and the subadviser may potentially benefit from their relationship with each other in other ways. They concluded that the Adviser and its affiliates share directly in economies of scale through the lower charges of third-party service providers that are based in part on the combined scale of the Janus Henderson Funds and other clients serviced by the Adviser and its affiliates. They also concluded that the Adviser and the subadviser benefit from the receipt of research products and services acquired through commissions paid on portfolio transactions of the Janus Henderson Funds and that the Janus Henderson Funds benefit from the Adviser's and/or the subadviser's receipt of those products and services as well as research products and services acquired through commissions paid by other clients of the Adviser and/or other clients of the subadviser. They further concluded that the success of any Janus Henderson Fund could attract other business to the Adviser, the subadviser or other Janus Henderson funds, and that the success of the Adviser and the subadviser could enhance the Adviser's and the subadviser's ability to serve the Janus Henderson Funds.

Janus Henderson VIT Balanced Portfolio

Useful Information About Your Portfolio Report (unaudited)

Management Commentary

The Management Commentary in this report includes valuable insight as well as statistical information to help you understand how your Portfolio's performance and characteristics stack up against those of comparable indices.

If the Portfolio invests in foreign securities, this report may include information about country exposure. Country exposure is based primarily on the country of risk. A company may be allocated to a country based on other factors such as location of the company's principal office, the location of the principal trading market for the company's securities, or the country where a majority of the company's revenues are derived.

Please keep in mind that the opinions expressed in the Management Commentary are just that: opinions. They are a reflection based on best judgment at the time this report was compiled, which was December 31, 2021. As the investing environment changes, so could opinions. These views are unique and are not necessarily shared by fellow employees or by Janus Henderson in general.

Performance Overviews

Performance overview graphs compare the performance of a hypothetical \$10,000 investment in the Portfolio with one or more widely used market indices. When comparing the performance of the Portfolio with an index, keep in mind that market indices are not available for investment and do not reflect deduction of expenses.

Average annual total returns are quoted for a Portfolio with more than one year of performance history. Average annual total return is calculated by taking the growth or decline in value of an investment over a period of time, including reinvestment of dividends and distributions, then calculating the annual compounded percentage rate that would have produced the same result had the rate of growth been constant throughout the period. Average annual total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Cumulative total returns are quoted for a Portfolio with less than one year of performance history. Cumulative total return is the growth or decline in value of an investment over time, independent of the period of time involved. Cumulative total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Pursuant to federal securities rules, expense ratios shown in the performance chart reflect subsidized (if applicable) and unsubsidized ratios. The total annual fund operating expenses ratio is gross of any fee waivers, reflecting the Portfolio's unsubsidized expense ratio. The net annual fund operating expenses ratio (if applicable) includes contractual waivers of the Adviser and reflects the Portfolio's subsidized expense ratio. Ratios may be higher or lower than those shown in the "Financial Highlights" in this report.

Schedule of Investments

Following the performance overview section is the Portfolio's Schedule of Investments. This schedule reports the types of securities held in the Portfolio on the last day of the reporting period. Securities are usually listed by type (common stock, corporate bonds, U.S. Government obligations, etc.) and by industry classification (banking, communications, insurance, etc.). Holdings are subject to change without notice.

The value of each security is quoted as of the last day of the reporting period. The value of securities denominated in foreign currencies is converted into U.S. dollars.

If the Portfolio invests in foreign securities, it will also provide a summary of investments by country. This summary reports the Portfolio exposure to different countries by providing the percentage of securities invested in each country. The country of each security represents the country of risk. The Portfolio's Schedule of Investments relies upon the industry group and country classifications published by Bloomberg and/or MSCI Inc.

Tables listing details of individual forward currency contracts, futures, written options, swaptions, and swaps follow the Portfolio's Schedule of Investments (if applicable).

Statement of Assets and Liabilities

This statement is often referred to as the "balance sheet." It lists the assets and liabilities of the Portfolio on the last day of the reporting period.

Janus Henderson VIT Balanced Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's assets are calculated by adding the value of the securities owned, the receivable for securities sold but not yet settled, the receivable for dividends declared but not yet received on securities owned, and the receivable for Portfolio shares sold to investors but not yet settled. The Portfolio's liabilities include payables for securities purchased but not yet settled, Portfolio shares redeemed but not yet paid, and expenses owed but not yet paid. Additionally, there may be other assets and liabilities such as unrealized gain or loss on forward currency contracts.

The section entitled "Net Assets Consist of" breaks down the components of the Portfolio's net assets. Because the Portfolio must distribute substantially all earnings, you will notice that a significant portion of net assets is shareholder capital.

The last section of this statement reports the net asset value ("NAV") per share on the last day of the reporting period. The NAV is calculated by dividing the Portfolio's net assets for each share class (assets minus liabilities) by the number of shares outstanding.

Statement of Operations

This statement details the Portfolio's income, expenses, realized gains and losses on securities and currency transactions, and changes in unrealized appreciation or depreciation of Portfolio holdings.

The first section in this statement, entitled "Investment Income," reports the dividends earned from securities and interest earned from interest-bearing securities in the Portfolio.

The next section reports the expenses incurred by the Portfolio, including the advisory fee paid to the investment adviser, transfer agent fees and expenses, and printing and postage for mailing statements, financial reports and prospectuses. Expense offsets and expense reimbursements, if any, are also shown.

The last section lists the amounts of realized gains or losses from investment and foreign currency transactions, and changes in unrealized appreciation or depreciation of investments and foreign currency-denominated assets and liabilities. The Portfolio will realize a gain (or loss) when it sells its position in a particular security. A change in unrealized gain (or loss) refers to the change in net appreciation or depreciation of the Portfolio during the reporting period. "Net Realized and Unrealized Gain/(Loss) on Investments" is affected both by changes in the market value of Portfolio holdings and by gains (or losses) realized during the reporting period.

Statements of Changes in Net Assets

These statements report the increase or decrease in the Portfolio's net assets during the reporting period. Changes in the Portfolio's net assets are attributable to investment operations, dividends and distributions to investors, and capital share transactions. This is important to investors because it shows exactly what caused the Portfolio's net asset size to change during the period.

The first section summarizes the information from the Statement of Operations regarding changes in net assets due to the Portfolio's investment operations. The Portfolio's net assets may also change as a result of dividend and capital gains distributions to investors. If investors receive their dividends and/or distributions in cash, money is taken out of the Portfolio to pay the dividend and/or distribution. If investors reinvest their dividends and/or distributions, the Portfolio's net assets will not be affected.

The reinvestment of dividends and distributions is included under "Capital Share Transactions." "Capital Shares" refers to the money investors contribute to the Portfolio through purchases or withdrawals via redemptions. The Portfolio's net assets will increase and decrease in value as investors purchase and redeem shares from the Portfolio.

Financial Highlights

This schedule provides a per-share breakdown of the components that affect the Portfolio's NAV for current and past reporting periods as well as total return, asset size, ratios, and portfolio turnover rate.

The first line in the table reflects the NAV per share at the beginning of the reporting period. The next line reports the net investment income/(loss) per share. Following is the per share total of net gains/(losses), realized and unrealized. Per share dividends and distributions to investors are then subtracted to arrive at the NAV per share at the end of the period. The next line reflects the total return for the period. The total return may include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes. As a result, the total return may differ from the total return reflected for individual shareholder transactions. Also included are ratios of expenses and net investment income to average net assets.

Janus Henderson VIT Balanced Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's expenses may be reduced through expense offsets and expense reimbursements. The ratios shown reflect expenses before and after any such offsets and reimbursements.

The ratio of net investment income/(loss) summarizes the income earned less expenses, divided by the average net assets of the Portfolio during the reporting period. Do not confuse this ratio with the Portfolio's yield. The net investment income ratio is not a true measure of the Portfolio's yield because it does not take into account the dividends distributed to the Portfolio's investors.

The next figure is the portfolio turnover rate, which measures the buying and selling activity in the Portfolio. Portfolio turnover is affected by market conditions, changes in the asset size of the Portfolio, fluctuating volume of shareholder purchase and redemption orders, the nature of the Portfolio's investments, and the investment style and/or outlook of the portfolio manager(s) and/or investment personnel. A 100% rate implies that an amount equal to the value of the entire portfolio was replaced once during the fiscal year; a 50% rate means that an amount equal to the value of half the portfolio is traded in a year; and a 200% rate means that an amount equal to the value of the entire portfolio is traded every six months.

Janus Henderson VIT Balanced Portfolio
Designation Requirements (unaudited)

For federal income tax purposes, the Portfolio designated the following for the year ended December 31, 2021:

Section 163(j) Interest Dividend	41%
Capital Gain Distributions	\$40,616,624
Dividends Received Deduction Percentage	85%

Janus Henderson VIT Balanced Portfolio

Trustees and Officers (unaudited)

The following are the Trustees and officers of the Trust, together with a brief description of their principal occupations during the last five years (principal occupations for certain Trustees may include periods over five years). The Portfolio's Statement of Additional Information includes additional information about the Trustees and officers and is available, without charge, by calling 1-877-335-2687.

Each Trustee has served in that capacity since he or she was originally elected or appointed. The Trustees do not serve a specified term of office. Each Trustee will hold office until the termination of the Trust or his or her earlier death, resignation, retirement, incapacity, or removal. Under the Portfolio's Governance Procedures and Guidelines, the policy is for Trustees to retire no later than the end of the calendar year in which the Trustee turns 75. The Trustees review the Portfolio's Governance Procedures and Guidelines from time to time and may make changes they deem appropriate. The Portfolio's Nominating and Governance Committee will consider nominees for the position of Trustee recommended by shareholders. Shareholders may submit the name of a candidate for consideration by the Committee by submitting their recommendations to the Trust's Secretary. Each Trustee is currently a Trustee of one other registered investment company advised by the Adviser: Janus Investment Fund. Collectively, these two registered investment companies consist of 52 series or funds referred to herein as the Fund Complex.

The Trust's officers are elected annually by the Trustees for a one-year term. Certain officers also serve as officers of Janus Investment Fund. Certain officers of the Portfolio may also be officers and/or directors of the Adviser. Except as otherwise disclosed, Portfolio officers receive no compensation from the Portfolio, except for the Portfolio's Chief Compliance Officer, as authorized by the Trustees.

Janus Henderson VIT Balanced Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William F. McCalpin 151 Detroit Street Denver, CO 80206 DOB: 1957	Chairman Trustee	1/08-Present 6/02-Present	Independent Consultant (since 2019) and Chief Operating Officer, muun chi LLC (organic food business) (since 2020). Formerly, Managing Partner, Impact Investments, Athena Capital Advisors LLC (independent registered investment advisor) (2016-2019), Managing Director, Holos Consulting LLC (provides consulting services to foundations and other nonprofit organizations) (2009-2016), Chief Executive Officer, Imprint Capital Advisors (impact investment firm) (2013-2015), and Executive Vice President and Chief Operating Officer of The Rockefeller Brothers Fund (a private family foundation) (1998-2006).	52	Chairman of the Board and Trustee of The Investment Fund for Foundations Investment Program (TIP) (consisting of 1 fund) (since 2008), and Director of the F.B. Heron Foundation (a private grantmaking foundation) (since 2006). Formerly, Director of Mutual Fund Directors Forum (a non-profit organization serving independent directors of U.S. mutual funds) (2016-2021).

Janus Henderson VIT Balanced Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Alan A. Brown 151 Detroit Street Denver, CO 80206 DOB: 1962	Trustee	1/13-Present	Principal, Curam Holdings LLC (since 2018). Formerly, Executive Vice President, Institutional Markets, of Black Creek Group (private equity real estate investment management firm) (2012-2018), Executive Vice President and Co-Head, Global Private Client Group (2007-2010), Executive Vice President, Mutual Funds (2005-2007), and Chief Marketing Officer (2001-2005) of Nuveen Investments, Inc. (asset management).	52	Advisory Board Member of AEW Core Property Trust (open-end property fund) (since 2020), and Director of WTTW (PBS affiliate) (since 2003). Formerly, Director of MotiveQuest LLC (strategic social market research company) (2003-2016), Director of Nuveen Global Investors LLC (2007-2011), Director of Communities in Schools (2004-2010), and Director of Mutual Fund Education Alliance (until 2010).

Janus Henderson VIT Balanced Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William D. Cvengros 151 Detroit Street Denver, CO 80206 DOB: 1948	Trustee	1/11-Present	Chief Executive Officer of SJC Capital, LLC (a personal investment company and consulting firm) (since 2002). Formerly, Chief Executive Officer and President of PIMCO Advisors Holdings L.P. (a publicly traded investment management firm) (1994-2000), and Chief Investment Officer (1987-1994) and Vice Chairman and Director (1990-1994) of Pacific Life Insurance Company (a mutual life insurance and annuity company) (1987-1994).	52	Member, Limited Partner Advisory Committee, Karmel Capital Fund III (since 2022), Member of the Investmtnet Committee for the Orange Country Community Foundation (a grantmaking foundation) (since 2020), Advisory Board Member, RevOZ Fund LP and related funds (real estate investments for opportunity zones) (since 2020), and Advisory Board Member, Innovate Partners Emerging Growth and Equity Fund I (early stage venture capital fund) (since 2014). Formerly, Managing Trustee of National Retirement Partners Liquidating Trust (2013-2016), Chairman, National Retirement Partners, Inc. (formerly a network of advisors to 401(k) plans) (2005-2013), Director of Prospect Acquisition Corp. (a special purpose acquisition corporation) (2007-2009), Director of RemedyTemp, Inc. (temporary help services company) (1996-2006), and Trustee of PIMCO Funds Multi-Manager Series (1990-2000) and Pacific Life Variable Life & Annuity Trusts (1987-1994).

Janus Henderson VIT Balanced Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Raudline Etienne 151 Detroit Street Denver, CO 80206 DOB: 1965	Trustee	6/16-Present	Founder, Daraja Capital (advisory and investment firm) (since 2016). Formerly, Senior Vice President and Senior Advisor, Albright Stonebridge Group LLC (global strategy firm) (2011-2021), and Deputy Comptroller and Chief Investment Officer, New York State Common Retirement Fund (public pension fund) (2008-2011).	52	Member of the Investment Committee for Cooper Union (private college) (since 2021), Board Member, Van Alen Institute (nonprofit architectural and design organization) (since 2019) and Director of Brightwood Capital Advisors, LLC (since 2014).
Gary A. Poliner 151 Detroit Street Denver, CO 80206 DOB: 1953	Trustee	6/16-Present	Retired. Formerly, President (2010-2013) of Northwestern Mutual Life Insurance Company.	52	Director of MGIC Investment Corporation (private mortgage insurance) (since 2013). Formerly, Director, West Bend Mutual Insurance Company (property/casualty insurance) (2013-2021), Trustee of Northwestern Mutual Life Insurance Company (2010-2013) and Director of Frank Russell Company (global asset management firm) (2008-2013).

Janus Henderson VIT Balanced Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Diane L. Wallace 151 Detroit Street Denver, CO 80206 DOB: 1958	Trustee	6/17-Present	Retired. Formerly, Chief Operating Officer, Senior Vice President-Operations, and Chief Financial Officer for Driehaus Capital Management, LLC (1988-2006) and Treasurer for Driehaus Mutual Funds (1996-2002).	52	Formerly, Director of Family Service of Lake County (2019-2021), Independent Trustee, Henderson Global Funds (13 portfolios) (2015-2017), Independent Trustee, State Farm Associates' Funds Trust, State Farm Mutual Fund Trust, and State Farm Variable Product Trust (28 portfolios) (2013-2017).
Linda S. Wolf 151 Detroit Street Denver, CO 80206 DOB: 1947	Trustee	11/05-Present	Retired. Formerly, Chairman and Chief Executive Officer of Leo Burnett (Worldwide) (advertising agency) (2001-2005).	52	Director of Chicago Community Trust (Regional Community Foundation), Lurie Children's Hospital (Chicago, IL), and Shirley Ryan Ability Lab. Formerly, Director of Wrapports, LLC (until 2022), Director of Chicago Council on Global Affairs (until 2019), InnerWorkings (until 2019) and Director of Walmart (until 2017).

Janus Henderson VIT Balanced Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Jeremiah Buckley 151 Detroit Street Denver, CO 80206 DOB: 1976	Executive Vice President and Co-Portfolio Manager Janus Henderson Balanced Portfolio	12/15-Present	Portfolio Manager for other Janus Henderson accounts.
Michael Keough 151 Detroit Street Denver, CO 80206 DOB: 1978	Executive Vice President and Co-Portfolio Manager Janus Henderson Balanced Portfolio	12/19-Present	Portfolio Manager for other Janus Henderson accounts.
Greg Wilensky 151 Detroit Street Denver, CO 80206 DOB: 1967	Executive Vice President and Co-Portfolio Manager Janus Henderson Balanced Portfolio	2/20-Present	Head of U.S. Fixed Income of Janus Henderson Investors and Portfolio Manager for other Janus Henderson accounts. Formerly, Director and Lead Portfolio Manager of the U.S. Multi-Sector Fixed Income team at AllianceBernstein (2007-2019).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

Janus Henderson VIT Balanced Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Michelle Rosenberg 151 Detroit Street Denver, CO 80206 DOB: 1973	Interim President and Chief Executive Officer	1/22-Present	General Counsel and Corporate Secretary of Janus Henderson Investors (since 2018). Formerly, Senior Vice President and Head of Legal, North America of Janus Henderson Investors (2017-2018) and Deputy General Counsel of Janus Henderson US (Holdings) Inc. (2015-2018).
Kristin Mariani 151 Detroit Street Denver, CO 80206 DOB: 1966	Vice President, Chief Compliance Officer, and Anti-Money Laundering Officer	7/20-Present	Head of Compliance, North America for Janus Henderson Investors (since September 2020), and Chief Compliance Officer for Janus Henderson Investors US LLC (since September 2017). Formerly, Global Head of Investment Management Compliance for Janus Henderson Investors (February 2019-August 2020), Vice President, Head of Global Distribution Compliance and Chief Compliance Officer of Janus Henderson Distributors US LLC (May 2017-September 2017), Vice President, Compliance at Janus Henderson US (Holdings) Inc., Janus Henderson Investors US LLC, and Janus Henderson Distributors US LLC (2009-2017).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

Janus Henderson VIT Balanced Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Jesper Nergaard 151 Detroit Street Denver, CO 80206 DOB: 1962	Chief Financial Officer Vice President, Treasurer, and Principal Accounting Officer	3/05-Present 2/05-Present	Head of U.S. Fund Administration, Janus Henderson Investors and Janus Henderson Services US LLC.
Abigail J. Murray 151 Detroit Street Denver, CO 80206 DOB: 1975	Vice President, Chief Legal Officer, and Secretary	12/20-Present	Managing Counsel (2020-present). Formerly, Senior Counsel for Invesco Ltd. (2017-2020), and Vice President and Senior Counsel, ALPS Fund Services, Inc. and Assistant General Counsel, ALPS Advisors, Inc. (2015-2017).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

Janus Henderson VIT Balanced Portfolio

Notes

Janus Henderson VIT Balanced Portfolio

Notes

This report is submitted for the general information of shareholders of the Portfolio. It is not an offer or solicitation for the Portfolio and is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus.

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Janus Henderson Distributors US LLC

Janus Henderson VIT Global Research Portfolio

Janus Aspen Series

HIGHLIGHTS

- Portfolio management perspective
- Investment strategy behind your portfolio
- Portfolio performance, characteristics and holdings

Janus Henderson
— INVESTORS —

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Janus Henderson VIT Global Research Portfolio

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Janus Henderson VIT Global Research Portfolio (unaudited)

PORTFOLIO SNAPSHOT

We believe that the best way to generate consistent excess returns is stock picking based on independent research. We focus the risks of the Portfolio on what we feel are our strengths – research and stock selection – and seek to avoid unnecessary risks, specifically macro risks and other portfolio biases. Therefore, we let sector experts drive the process and pick their best ideas and use a portfolio oversight team to monitor the risk of the Portfolio and keep it focused on stock selection.

Team-Based Approach
Led by Matthew Peron,
Director of Research

PERFORMANCE SUMMARY

For the 12-month period ending December 31, 2021, the Janus Henderson Global Research Portfolio's Institutional Shares and Service Shares returned 18.09% and 17.80%, respectively, while its primary benchmark, the MSCI World IndexSM, returned 21.82%. The Portfolio's secondary benchmark, the MSCI All Country World IndexSM, returned 18.54%.

MARKET ENVIRONMENT

The approval and rollout of COVID-19 vaccines at the start of the period, as well as ongoing accommodative policies from central banks around the world, put the global economy firmly on a path to recovery. While fiscal and monetary programs supported the recovery, increasing expectations for growth and inflation pushed global bond yields higher, with the widely watched 10-year U.S. Treasury yield rising sharply in March. This fueled a rotation out of technology stocks, where high valuations were supported by the notion that growth and cost of capital will remain low, and into stocks that generally perform well in a rising rate environment. Despite continued growth in the global economy, the yield on the 10-year U.S. Treasury note pulled back in August. In November, after several months of describing the inflationary environment as "transitory," the U.S. Federal Reserve (Fed) acknowledged that inflation was a greater concern than originally thought and announced that it would aggressively dial back its large-scale bond buying in response to rising inflation. The Fed also indicated it may raise interest rates as many as three times in 2022. While the European Central Bank kept its monetary policy unchanged, in December, the Bank of England raised interest rates – the first major central bank to increase rates since the start of the pandemic. Although rising consumer prices, persistent inflation, supply chain bottlenecks and the emergence of new variants of the COVID-19 virus fueled market volatility in the final months

of the reporting period, markets finished the period with strong gains.

PERFORMANCE DISCUSSION

Our seven global sector teams employ a bottom-up, fundamental approach to identify what we consider the best global opportunities. Our analysts take a long-term view of companies with a focus on value creation and duration of growth, which may lead to high returns on invested capital. The Portfolio directly captures the insights of our teams through their highest-conviction ideas. In building a diversified portfolio, we seek to minimize macroeconomic risks while generating strong performance over longer periods.

On an individual stock basis, relative detractors included select China-based holdings, which declined following the government's announcement that it will increase regulatory oversight in a number of industries. Detractors included resorts developer and operator Sands China, which also suffered from a slower-than-expected recovery in travel. Although we have revised our earnings estimates for Sands and other China-based holdings based on known and expected regulatory changes, we maintained our position in the company, as we believe China is committed to sustaining access to foreign investor capital.

Latin America-based e-commerce retailer MercadoLibre also struggled. The stock traded lower amid global logistics headwinds. Adding to weakness was the company's decision to sell one million shares at a discount of approximately 5% to its closing price, thereby diluting the value of the stock for existing shareholders. Nonetheless, we remain impressed with growth trends in MercadoLibre's e-commerce marketplace and payments network. Given that e-commerce and digital banking penetration in Latin America still is low, we remain upbeat in our outlook for the company.

Janus Henderson VIT Global Research Portfolio (unaudited)

Notable detractors also included Fidelity National Information Services (FIS), a provider of software solutions for the financial services industry. It appears the market has decided FIS is now “legacy” tech and thus a secular share donor to new fintech competitors. Our research suggests differently – FIS is well positioned to grow across both its Merchant and Banking segments and trades at a favorable valuation.

Although we are disappointed in the performance of these stocks, a number of our holdings delivered solid results, including semiconductor companies ASML Holding and Nvidia. ASML's stock gained on optimism around expanding capital investment plans across the industry, driven by long-term secular demand for chips. Particularly notable are sizable investments planned by Samsung and Taiwan Semiconductor Manufacturing Company. Broadening adoption of extreme ultraviolet lithography (EUV) across device types along with accelerated investment in upgrading leading-edge semiconductor manufacturing continue to support our positive long-term outlook for ASML. Nvidia's stock jumped following an announcement by social media giant Meta Platforms (formerly Facebook), which also is a Portfolio holding, that it will significantly increase its capital spending plans for 2022 as it bolsters its data center network and infrastructure. As a leading producer of graphics processing units used in data centers, we believe Nvidia could benefit.

Alternative asset management firm Blackstone Group also contributed. Performance in the company's portfolios has been strong as a result of economic reopening, and Blackstone has been favorably positioned to capture capital migrating to alternatives, a long-term secular trend we believe is likely to continue.

OUTLOOK

Our outlook for 2022 is framed around our belief that the economic recovery will continue. With that said, the persistence of above-average inflation and shifting monetary policy could fuel market volatility. COVID-19 remains a risk to derail the expansion in 2022, but a lesser one than in 2021 given that we now have a broader set of tools that make it less likely outbreaks will be as disruptive as they were earlier in the pandemic. Notably, global supply chain disruptions remain an overhang from the pandemic, but we are optimistic they will stabilize by mid-2022. Greater concerns are inflation and Fed policy. While our view is that inflation will moderate, we are mindful that if it runs too hot for too

long, central bankers globally may respond by scaling back the massive liquidity programs they introduced during the pandemic more aggressively and more quickly than initially projected. Against this backdrop, investors could find themselves navigating the market's choppy waters in the first half of 2022 before finding solid footing in the second half.

Despite the potential for a bumpy start to 2022, we believe any market volatility would indicate a transition to the mid-cycle stage of the economic cycle – a stage in which we feel we are positioned to participate. Specifically, our holdings include companies believed to be driving or benefiting from secular growth trends such as e-commerce, cloud computing, digital payments and health care innovation. Furthermore, we are optimistic that a transition to the mid-cycle stage will likely favor our investment strategy of emphasizing quality and growth at a reasonable price and also allow broader sector participation in market gains.

Thank you for your investment in Janus Henderson VIT Global Research Portfolio.

Janus Henderson VIT Global Research Portfolio (unaudited)

Portfolio At A Glance

December 31, 2021

5 Top Contributors - Holdings

	Average Weight	Relative Contribution		Average Weight	Relative Contribution
ASML Holding NV	2.74%	0.80%	Sands China Ltd	0.69%	-0.62%
Blackstone Group Inc	1.05%	0.59%	Unilever PLC	1.45%	-0.47%
Ferguson PLC	1.69%	0.48%	MercadoLibre Inc	1.00%	-0.40%
NVIDIA Corp	0.96%	0.42%	Fidelity National Information Services Inc	0.91%	-0.40%
Canadian Natural Resources Ltd	0.88%	0.39%	Uber Technologies Inc	1.09%	-0.40%

5 Top Detractors - Holdings

2 Top Contributors - Sectors*

	Relative Contribution	Portfolio Average Weight	MSCI World Index Average Weight
Energy	0.95%	6.07%	5.87%
Technology	0.73%	18.83%	18.68%

5 Top Detractors - Sectors*

	Relative Contribution	Portfolio Average Weight	MSCI World Index Average Weight
Financials	-2.04%	18.09%	18.26%
Consumer	-1.02%	16.01%	16.11%
Healthcare	-0.79%	12.32%	12.54%
Communications	-0.63%	10.56%	10.50%
Industrials	-0.37%	17.12%	17.16%

Relative contribution reflects how the portfolio's holdings impacted return relative to the benchmark. Cash and securities not held in the portfolio are not shown. For equity portfolios, relative contribution compares the performance of a security in the portfolio to the benchmark's total return, factoring in the difference in weight of that security in the benchmark. Returns are calculated using daily returns and previous day ending weights rolled up by ticker, excluding fixed income securities, gross of advisory fees, may exclude certain derivatives and will differ from actual performance. Performance attribution reflects returns gross of advisory fees and may differ from actual returns as they are based on end of day holdings. Attribution is calculated by geometrically linking daily returns for the portfolio and index.

* The sectors listed above reflect those covered by the six analyst teams who comprise the Janus Henderson Research Team.

Janus Henderson VIT Global Research Portfolio (unaudited)

Portfolio At A Glance

December 31, 2021

5 Largest Equity Holdings - (% of Net Assets)

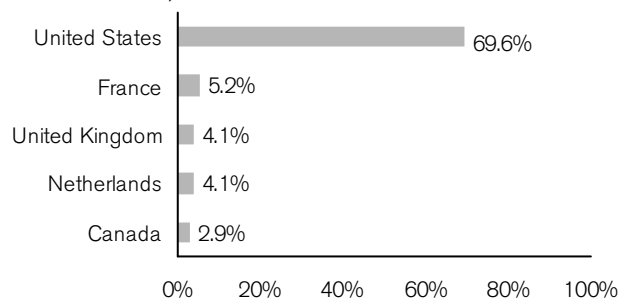
Microsoft Corp	
Software	5.0%
Alphabet Inc - Class C	
Interactive Media & Services	3.4%
Amazon.com Inc	
Internet & Direct Marketing Retail	3.2%
Apple Inc	
Technology Hardware, Storage & Peripherals	2.9%
ASML Holding NV	
Semiconductor & Semiconductor Equipment	2.8%
	17.3%

Asset Allocation - (% of Net Assets)

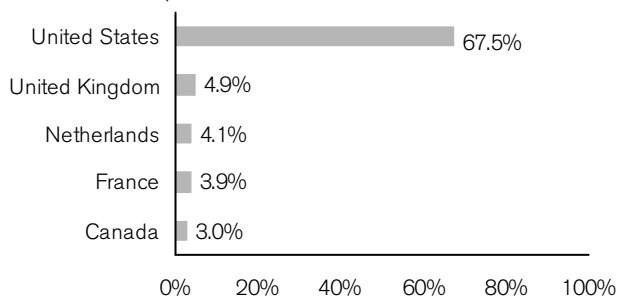
Common Stocks	99.6%
Preferred Stocks	0.2%
Investment Companies	0.1%
Other	0.1%
	100.0%
Emerging markets comprised 5.0% of total net assets.	

Top Country Allocations - Long Positions - (% of Investment Securities)

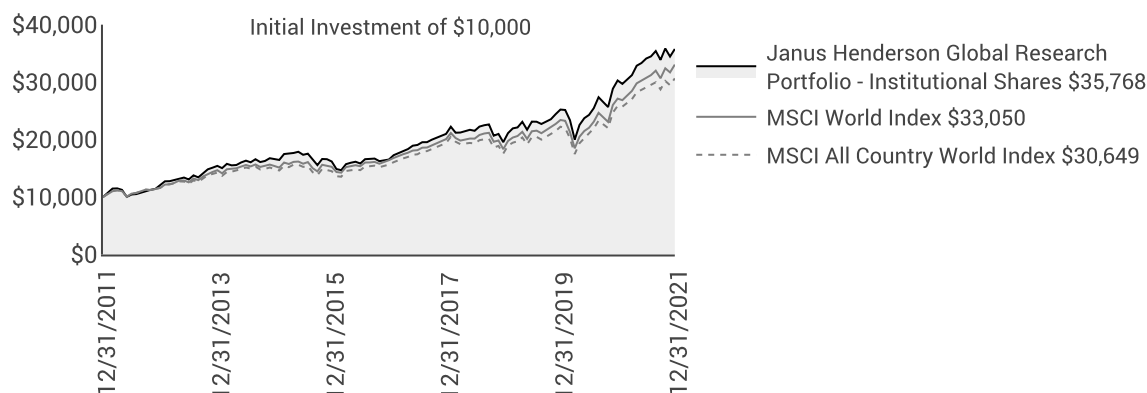
As of December 31, 2021



As of December 31, 2020



Janus Henderson VIT Global Research Portfolio (unaudited) Performance



Average Annual Total Return - for the periods ended December 31, 2021					Prospectus Expense Ratios
	One Year	Five Year	Ten Year	Since Inception*	Total Annual Fund Operating Expenses†
Institutional Shares	18.09%	16.70%	13.59%	9.23%	0.84%
Service Shares	17.80%	16.41%	13.31%	8.95%	1.09%
MSCI World Index	21.82%	15.03%	12.70%	8.02%	
MSCI All Country World Index	18.54%	14.40%	11.85%	N/A**	
Morningstar Quartile - Institutional Shares	2nd	3rd	3rd	2nd	
Morningstar Ranking - based on total returns for World Large Stock Funds	89/361	221/303	153/225	62/92	

Returns quoted are past performance and do not guarantee future results; current performance may be lower or higher. Investment returns and principal value will vary; there may be a gain or loss when shares are sold. For the most recent month-end performance call 800.668.0434 or visit janushenderson.com/VITperformance.

This Portfolio has a performance-based management fee that may adjust up or down based on the Portfolio's performance.

Performance may be affected by risks that include those associated with foreign and emerging markets, fixed income securities, high-yield and high-risk securities, undervalued, overlooked and smaller capitalization companies, real estate related securities including Real Estate Investment Trusts (REITs), Environmental, Social and Governance (ESG) factors, non-diversification, portfolio turnover, derivatives, short sales, initial public offerings (IPOs) and potential conflicts of interest. Each product has different risks. Please see the prospectus for more information about risks, holdings and other details.

Returns do not reflect the deduction of fees, charges or expenses of any insurance product or qualified plan. If applied, returns would have been lower.

Returns include reinvestment of all dividends and distributions and do not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares. The returns do not include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes.

Performance for Service Shares prior to December 31, 1999 reflects the performance of Institutional Shares adjusted to reflect the expenses of Service Shares.

Ranking is for the share class shown only; other classes may have different performance characteristics.

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There is no assurance that the investment process will consistently lead to successful investing.

See Notes to Schedule of Investments and Other Information for index definitions.

Index performance does not reflect the expenses of managing a portfolio as an index is unmanaged and not available for direct investment.

See important disclosures on the next page.

Janus Henderson VIT Global Research Portfolio (unaudited) Performance

See "Useful Information About Your Portfolio Report."

*The Portfolio's inception date – September 13, 1993

**Since inception return is not shown for the index because the index's inception date differs significantly from the Portfolio's inception date.

‡ As stated in the prospectus. See Financial Highlights for actual expense ratios during the reporting period.

Janus Henderson VIT Global Research Portfolio (unaudited)

Expense Examples

As a shareholder of the Portfolio, you incur two types of costs: (1) transaction costs and (2) ongoing costs, including management fees; 12b-1 distribution and shareholder servicing fees (applicable to Service Shares only); transfer agent fees and expenses payable pursuant to the Transfer Agency Agreement; and other Portfolio expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Portfolio and to compare these costs with the ongoing costs of investing in other mutual funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. The example is based upon an investment of \$1,000 invested at the beginning of the period and held for the six-months indicated, unless noted otherwise in the table and footnotes below.

Actual Expenses

The information in the table under the heading "Actual" provides information about actual account values and actual expenses. You may use the information in these columns, 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 appropriate column for your share class under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during the period.

Hypothetical Example for Comparison Purposes

The information in the table under the heading "Hypothetical (5% return before expenses)" provides information about hypothetical account values and hypothetical expenses based upon the Portfolio's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Portfolio'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 Portfolio 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. Additionally, for an analysis of the fees associated with an investment in either share class or other similar funds, please visit www.finra.org/fundalyzer.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transaction costs, such as any charges at the separate account level or contract level. These fees are fully described in the Portfolio's prospectuses. Therefore, the hypothetical examples are useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds. In addition, if these transaction costs were included, your costs would have been higher.

	Actual			Hypothetical (5% return before expenses)			Net Annualized Expense Ratio (7/1/21 - 12/31/21)
	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	
Institutional							
Shares	\$1,000.00	\$1,048.60	\$4.03	\$1,000.00	\$1,021.27	\$3.97	0.78%
Service Shares	\$1,000.00	\$1,047.30	\$5.32	\$1,000.00	\$1,020.01	\$5.24	1.03%

† Expenses Paid During Period are equal to the Net Annualized Expense Ratio multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period). Expenses in the examples include the effect of applicable fee waivers and/or expense reimbursements, if any. Had such waivers and/or reimbursements not been in effect, your expenses would have been higher. Please refer to the Notes to Financial Statements or the Portfolio's prospectuses for more information regarding waivers and/or reimbursements.

Janus Henderson VIT Global Research Portfolio

Schedule of Investments

December 31, 2021

	Shares	Value
Common Stocks– 99.6%		
Aerospace & Defense – 1.3%		
Airbus SE*	73,380	\$9,386,037
L3Harris Technologies Inc	10,383	2,214,071
		11,600,108
Air Freight & Logistics – 1.3%		
United Parcel Service Inc	56,865	12,188,444
Airlines – 0.6%		
Ryanair Holdings PLC (ADR)*	52,677	5,390,437
Auto Components – 1.0%		
Aptiv PLC*	54,741	9,029,528
Banks – 4.2%		
BNP Paribas SA	119,699	8,280,806
Citigroup Inc	141,885	8,568,435
HDFC Bank Ltd	188,132	3,744,442
JPMorgan Chase & Co	113,690	18,002,811
		38,596,494
Beverages – 3.7%		
Constellation Brands Inc	75,101	18,848,098
Pernod Ricard SA	60,313	14,521,589
		33,369,687
Biotechnology – 2.1%		
AbbVie Inc	72,370	9,798,898
Ascendis Pharma A/S (ADR)*	16,620	2,235,889
Sarepta Therapeutics Inc*	27,478	2,474,394
Vertex Pharmaceuticals Inc*	22,892	5,027,083
		19,536,264
Building Products – 2.0%		
Assa Abloy AB	283,877	8,680,043
Daikin Industries Ltd	40,400	9,164,733
		17,844,776
Capital Markets – 3.4%		
Apollo Global Management Inc	115,933	8,397,027
Blackstone Group Inc	75,164	9,725,470
London Stock Exchange Group PLC	39,707	3,723,891
Morgan Stanley	96,228	9,445,740
		31,292,128
Chemicals – 2.1%		
Air Products & Chemicals Inc	26,273	7,993,823
Sherwin-Williams Co	32,113	11,308,914
		19,302,737
Consumer Finance – 1.6%		
Nexi SpA (144A)*	351,373	5,596,016
OneMain Holdings Inc	79,065	3,956,413
Synchrony Financial	116,085	5,385,183
		14,937,612
Electric Utilities – 0.3%		
NextEra Energy Inc	27,359	2,554,236
Electronic Equipment, Instruments & Components – 1.7%		
Hexagon AB - Class B	958,632	15,244,934
Entertainment – 3.2%		
Liberty Media Corp-Liberty Formula One*	178,241	11,271,961
Netflix Inc*	22,694	13,671,773
Sea Ltd (ADR)*	16,791	3,756,315
		28,700,049
Health Care Equipment & Supplies – 3.3%		
Abbott Laboratories	57,016	8,024,432
Boston Scientific Corp*	175,069	7,436,931
Danaher Corp	8,698	2,861,729
Dentsply Sirona Inc	56,785	3,168,035

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Global Research Portfolio

Schedule of Investments

December 31, 2021

	Shares	Value
Common Stocks– (continued)		
Health Care Equipment & Supplies– (continued)		
DexCom Inc*	6,214	\$3,336,607
Edwards Lifesciences Corp*	40,433	5,238,095
		30,065,829
Health Care Providers & Services – 1.6%		
Centene Corp*	61,280	5,049,472
Humana Inc	13,900	6,447,654
UnitedHealth Group Inc	5,617	2,820,520
		14,317,646
Hotels, Restaurants & Leisure – 2.5%		
GVC Holdings PLC*	417,037	9,498,508
McDonald's Corp	34,644	9,287,017
Sands China Ltd*	1,774,400	4,132,598
		22,918,123
Household Durables – 0.5%		
Roku Inc*	17,676	4,033,663
Independent Power and Renewable Electricity Producers – 1.5%		
NRG Energy Inc	181,085	7,801,142
Vistra Energy Corp	259,554	5,910,045
		13,711,187
Industrial Conglomerates – 0.6%		
Honeywell International Inc	27,756	5,787,404
Information Technology Services – 4.2%		
Fidelity National Information Services Inc	60,393	6,591,896
Mastercard Inc	44,171	15,871,524
One 97 Communications Ltd*	82,212	1,476,076
Visa Inc	65,360	14,164,166
		38,103,662
Insurance – 3.5%		
AIA Group Ltd	692,200	6,977,662
Aon PLC - Class A	23,758	7,140,704
Beazley PLC*	685,562	4,326,223
Intact Financial Corp	29,997	3,899,515
Progressive Corp	58,772	6,032,946
Prudential PLC	223,828	3,860,566
		32,237,616
Interactive Media & Services – 5.8%		
Alphabet Inc - Class C*	10,749	31,103,199
Facebook Inc*	28,943	9,734,978
Match Group Inc*	26,375	3,488,094
Snap Inc - Class A*	100,305	4,717,344
Tencent Holdings Ltd	71,600	4,194,642
		53,238,257
Internet & Direct Marketing Retail – 5.6%		
Amazon.com Inc*	8,739	29,138,797
Booking Holdings Inc*	3,495	8,385,309
DoorDash Inc - Class A*	22,207	3,306,622
Meituan Dianping (144A)*	91,000	2,630,577
MercadoLibre Inc*	5,801	7,822,068
		51,283,373
Life Sciences Tools & Services – 0.9%		
Thermo Fisher Scientific Inc	12,885	8,597,387
Machinery – 2.5%		
Alstom SA	273,311	9,713,659
Parker-Hannifin Corp	28,933	9,204,166
Sany Heavy Industry Co Ltd	1,050,448	3,767,475
		22,685,300
Metals & Mining – 2.0%		
Freeport-McMoRan Inc	126,931	5,296,831

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Global Research Portfolio

Schedule of Investments

December 31, 2021

	Shares	Value
Common Stocks– (continued)		
Metals & Mining– (continued)		
Rio Tinto PLC	77,525	\$5,132,452
Teck Resources Ltd	281,719	8,114,345
		18,543,628
Multi-Utilities – 0.2%		
RWE AG	52,324	2,127,675
Oil, Gas & Consumable Fuels – 4.2%		
Canadian Natural Resources Ltd	204,238	8,631,026
Cheniere Energy Inc	23,116	2,344,425
ConocoPhillips	99,088	7,152,172
EOG Resources Inc	56,348	5,005,393
Marathon Petroleum Corp	113,544	7,265,681
Suncor Energy Inc	240,752	6,024,510
Total SE	28,294	1,437,521
		37,860,728
Personal Products – 1.3%		
Unilever PLC	213,531	11,438,249
Pharmaceuticals – 4.9%		
AstraZeneca PLC	95,240	11,184,993
Catalent Inc*	50,087	6,412,639
Eli Lilly & Co	10,333	2,854,181
Horizon Therapeutics PLC*	39,403	4,246,067
Novartis AG	85,326	7,520,004
Roche Holding AG	20,376	8,480,120
Sanofi	42,792	4,315,102
		45,013,106
Road & Rail – 1.3%		
Full Truck Alliance Co (ADR)*	295,341	2,472,004
Uber Technologies Inc*	231,334	9,699,835
		12,171,839
Semiconductor & Semiconductor Equipment – 8.7%		
Advanced Micro Devices Inc*	58,401	8,403,904
ASML Holding NV	31,862	25,633,090
Marvell Technology Inc	84,334	7,378,382
NVIDIA Corp	57,953	17,044,557
Taiwan Semiconductor Manufacturing Co Ltd	615,000	13,675,561
Texas Instruments Inc	39,815	7,503,933
		79,639,427
Software – 8.9%		
Adobe Inc*	26,437	14,991,365
Autodesk Inc*	26,646	7,492,589
Microsoft Corp	136,344	45,855,214
SS&C Technologies Holdings Inc	48,958	4,013,577
Workday Inc - Class A*	31,102	8,496,444
		80,849,189
Technology Hardware, Storage & Peripherals – 2.9%		
Apple Inc	146,791	26,065,678
Textiles, Apparel & Luxury Goods – 1.8%		
adidas AG	22,954	6,616,296
NIKE Inc - Class B	56,919	9,486,690
		16,102,986
Trading Companies & Distributors – 2.0%		
Ferguson PLC	103,761	18,402,121
Wireless Telecommunication Services – 0.4%		
T-Mobile US Inc*	34,200	3,966,516
Total Common Stocks (cost \$538,725,391)		908,748,023
Preferred Stocks– 0.2%		
Health Care Providers & Services – 0.2%		
API Holdings Private Ltd PP*,c.\$ (cost \$2,347,416)	3,231,470	2,331,837

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Global Research Portfolio
Schedule of Investments
December 31, 2021

	<i>Shares</i>	<i>Value</i>
Investment Companies— 0.1%		
Money Markets — 0.1%		
Janus Henderson Cash Liquidity Fund LLC, 0.0570% [∞] _± (cost \$963,925)	963,829	\$963,925
Total Investments (total cost \$542,036,732) — 99.9%		912,043,785
Cash, Receivables and Other Assets, net of Liabilities — 0.1%		731,261
Net Assets — 100%		\$912,775,046

Summary of Investments by Country - (Long Positions) (unaudited)

<i>Country</i>	<i>Value</i>	<i>% of Investment Securities</i>
United States	\$634,884,299	69.6 %
France	47,654,714	5.2
United Kingdom	37,726,633	4.1
Netherlands	37,071,339	4.1
Canada	26,669,396	2.9
Sweden	23,924,977	2.6
Taiwan	17,431,876	1.9
Switzerland	16,000,124	1.8
China	13,064,698	1.4
Hong Kong	11,110,260	1.2
Japan	9,164,733	1.0
Germany	8,743,971	1.0
Argentina	7,822,068	0.9
India	7,552,355	0.8
Italy	5,596,016	0.6
Ireland	5,390,437	0.6
Denmark	2,235,889	0.3
Total	\$912,043,785	100.0 %

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Global Research Portfolio

Schedule of Investments

December 31, 2021

Schedules of Affiliated Investments – (% of Net Assets)

		<i>Dividend Income</i>		<i>Realized Gain/(Loss)</i>		<i>Change in Unrealized Appreciation/ Depreciation</i>		<i>Value at 12/31/21</i>
Investment Companies - 0.1%								
Money Markets - 0.1%								
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	\$	1,041	\$	-	\$	-	\$	963,925
Investments Purchased with Cash Collateral from Securities Lending - N/A								
Investment Companies - N/A								
Janus Henderson Cash Collateral Fund LLC, 0%		8,849 ^A		-		-		-
Total Affiliated Investments - 0.1%	\$	9,890	\$	-	\$	-	\$	963,925

	<i>Value at 12/31/20</i>	<i>Purchases</i>	<i>Sales Proceeds</i>	<i>Value at 12/31/21</i>
Investment Companies - 0.1%				
Money Markets - 0.1%				
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	3,707,498	64,075,119	(66,818,692)	963,925
Investments Purchased with Cash Collateral from Securities Lending - N/A				
Investment Companies - N/A				
Janus Henderson Cash Collateral Fund LLC, 0%	1,691,642	64,939,484	(66,631,126)	-

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Global Research Portfolio

Notes to Schedule of Investments and Other Information

MSCI All Country World IndexSM MSCI All Country World IndexSM reflects the equity market performance of global developed and emerging markets.

MSCI World IndexSM MSCI World IndexSM reflects the equity market performance of global developed markets.

ADR American Depositary Receipt

LLC Limited Liability Company

PLC Public Limited Company

PP Private Placement

144A Securities sold under Rule 144A of the Securities Act of 1933, as amended, are subject to legal and/or contractual restrictions on resale and may not be publicly sold without registration under the 1933 Act. Unless otherwise noted, these securities have been determined to be liquid under guidelines established by the Board of Trustees. The total value of 144A securities as of the year ended December 31, 2021 is \$8,226,593, which represents 0.9% of net assets.

* Non-income producing security.

°° Rate shown is the 7-day yield as of December 31, 2021.

¢ Security is valued using significant unobservable inputs. The total value of Level 3 securities as of the year ended December 31, 2021 is \$2,331,837, which represents 0.2% of net assets.

£ The Portfolio may invest in certain securities that are considered affiliated companies. As defined by the Investment Company Act of 1940, as amended, an affiliated company is one in which the Portfolio owns 5% or more of the outstanding voting securities, or a company which is under common ownership or control.

Δ Net of income paid to the securities lending agent and rebates paid to the borrowing counterparties.

§ Schedule of Restricted Securities (as of December 31, 2021)

	<i>Acquisition Date</i>	<i>Cost</i>	<i>Value</i>	<i>Value as a % of Net Assets</i>
API Holdings Private Ltd PP	9/27/21	\$ 2,347,416	\$ 2,331,837	0.2%

The Portfolio has registration rights for certain restricted securities held as of December 31, 2021. The issuer incurs all registration costs.

Janus Henderson VIT Global Research Portfolio

Notes to Schedule of Investments and Other Information

The following is a summary of the inputs that were used to value the Portfolio's investments in securities and other financial instruments as of December 31, 2021. See Notes to Financial Statements for more information.

Valuation Inputs Summary

	Level 1 - Quoted Prices		Level 2 - Other Significant Observable Inputs		Level 3 - Significant Unobservable Inputs	
Assets						
Investments In Securities:						
Common Stocks	\$	908,748,023	\$	-	\$	-
Preferred Stocks		-		-		2,331,837
Investment Companies		-		963,925		-
Total Assets	\$	908,748,023	\$	963,925	\$	2,331,837

Janus Henderson VIT Global Research Portfolio

Statement of Assets and Liabilities

December 31, 2021

Assets:		
Unaffiliated investments, at value (cost \$541,072,807)	\$	911,079,860
Affiliated investments, at value (cost \$963,925)		963,925
Cash denominated in foreign currency (cost \$62,220)		62,220
Non-interested Trustees' deferred compensation		23,817
Receivables:		
Investments sold		910,601
Foreign tax reclaims		367,597
Dividends		249,468
Portfolio shares sold		105,700
Dividends from affiliates		54
Other assets		12,227
Total Assets		913,775,469
Liabilities:		
Due to custodian		36
Payables:		
Advisory fees		534,722
Portfolio shares repurchased		159,519
Printing fees		57,590
12b-1 Distribution and shareholder servicing fees		57,449
Professional fees		43,743
Transfer agent fees and expenses		42,683
Non-interested Trustees' deferred compensation fees		23,817
Non-affiliated portfolio administration fees payable		23,450
Custodian fees		8,110
Affiliated portfolio administration fees payable		2,029
Foreign tax liability		1,822
Non-interested Trustees' fees and expenses		356
Accrued expenses and other payables		45,097
Total Liabilities		1,000,423
Net Assets	\$	912,775,046
Net Assets Consist of:		
Capital (par value and paid-in surplus)	\$	458,177,606
Total distributable earnings (loss) (includes \$1,822 of foreign capital gains tax)		454,597,440
Total Net Assets	\$	912,775,046
Net Assets - Institutional Shares	\$	653,852,998
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		9,172,593
Net Asset Value Per Share	\$	71.28
Net Assets - Service Shares	\$	258,922,048
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		3,735,724
Net Asset Value Per Share	\$	69.31

See Notes to Financial Statements.

Janus Henderson VIT Global Research Portfolio

Statement of Operations

For the year ended December 31, 2021

Investment Income:		
Dividends	\$	12,333,827
Affiliated securities lending income, net		8,849
Dividends from affiliates		1,041
Unaffiliated securities lending income, net		355
Other income		57
Foreign tax withheld		(464,634)
Total Investment Income		11,879,495
Expenses:		
Advisory fees		6,078,903
12b-1 Distribution and shareholder servicing fees:		
Service Shares		620,685
Transfer agent administrative fees and expenses:		
Institutional Shares		317,542
Service Shares		124,137
Other transfer agent fees and expenses:		
Institutional Shares		22,191
Service Shares		3,993
Professional fees		61,669
Shareholder reports expense		46,044
Custodian fees		36,636
Affiliated portfolio administration fees		24,678
Registration fees		23,367
Non-interested Trustees' fees and expenses		14,039
Other expenses		83,282
Total Expenses		7,457,166
Net Investment Income/(Loss)		4,422,329
Net Realized Gain/(Loss) on Investments:		
Investments and foreign currency transactions		82,488,846
Total Net Realized Gain/(Loss) on Investments		82,488,846
Change in Unrealized Net Appreciation/Depreciation:		
Investments, foreign currency translations and non-interested Trustees' deferred compensation (net of decrease in deferred foreign taxes of \$66,824)		58,401,316
Total Change in Unrealized Net Appreciation/Depreciation		58,401,316
Net Increase/(Decrease) in Net Assets Resulting from Operations	\$	145,312,491

See Notes to Financial Statements.

Janus Henderson VIT Global Research Portfolio

Statements of Changes in Net Assets

	<i>Year ended</i> <i>December 31, 2021</i>	<i>Year ended</i> <i>December 31, 2020</i>
Operations:		
Net investment income/(loss)	\$ 4,422,329	\$ 4,653,529
Net realized gain/(loss) on investments	82,488,846	40,036,236
Change in unrealized net appreciation/depreciation	58,401,316	94,175,782
Net Increase/(Decrease) in Net Assets Resulting from Operations	145,312,491	138,865,547
Dividends and Distributions to Shareholders:		
Institutional Shares	(32,926,296)	(31,186,676)
Service Shares	(12,748,040)	(12,545,127)
Net Decrease from Dividends and Distributions to Shareholders	(45,674,336)	(43,731,803)
Capital Share Transactions:		
Institutional Shares	(19,091,566)	(7,319,597)
Service Shares	(4,426,458)	(5,498,429)
Net Increase/(Decrease) from Capital Share Transactions	(23,518,024)	(12,818,026)
Net Increase/(Decrease) in Net Assets	76,120,131	82,315,718
Net Assets:		
Beginning of period	836,654,915	754,339,197
End of period	\$ 912,775,046	\$ 836,654,915

See Notes to Financial Statements.

Janus Henderson VIT Global Research Portfolio

Financial Highlights

Institutional Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$63.62	\$56.59	\$47.13	\$51.20	\$40.63
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	0.39	0.39	0.60	0.62	0.51
Net realized and unrealized gain/(loss)	10.90	10.04	12.67	(4.09)	10.45
Total from Investment Operations	11.29	10.43	13.27	(3.47)	10.96
Less Dividends and Distributions:					
Dividends (from net investment income)	(0.36)	(0.41)	(0.54)	(0.60)	(0.39)
Distributions (from capital gains)	(3.27)	(2.99)	(3.27)	—	—
Total Dividends and Distributions	(3.63)	(3.40)	(3.81)	(0.60)	(0.39)
Net Asset Value, End of Period	\$71.28	\$63.62	\$56.59	\$47.13	\$51.20
Total Return*	18.09%	20.06%	29.04%	(6.87)%	27.03%
Net Assets, End of Period (in thousands)	\$653,853	\$600,868	\$539,915	\$463,402	\$540,594
Average Net Assets for the Period (in thousands)	\$636,425	\$516,468	\$511,859	\$533,418	\$512,287
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	0.77%	0.84%	0.79%	0.60%	0.64%
Ratio of Net Expenses (After Waivers and Expense Offsets)	0.77%	0.84%	0.79%	0.60%	0.64%
Ratio of Net Investment Income/(Loss)	0.57%	0.72%	1.13%	1.19%	1.05%
Portfolio Turnover Rate	20%	33%	36%	36%	41%

Service Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$62.00	\$55.27	\$46.15	\$50.17	\$39.87
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	0.21	0.25	0.45	0.48	0.38
Net realized and unrealized gain/(loss)	10.62	9.77	12.39	(4.00)	10.24
Total from Investment Operations	10.83	10.02	12.84	(3.52)	10.62
Less Dividends and Distributions:					
Dividends (from net investment income)	(0.25)	(0.30)	(0.45)	(0.50)	(0.32)
Distributions (from capital gains)	(3.27)	(2.99)	(3.27)	—	—
Total Dividends and Distributions	(3.52)	(3.29)	(3.72)	(0.50)	(0.32)
Net Asset Value, End of Period	\$69.31	\$62.00	\$55.27	\$46.15	\$50.17
Total Return*	17.80%	19.76%	28.71%	(7.08)%	26.68%
Net Assets, End of Period (in thousands)	\$258,922	\$235,787	\$214,425	\$180,168	\$210,318
Average Net Assets for the Period (in thousands)	\$248,792	\$206,127	\$198,883	\$206,497	\$197,483
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	1.02%	1.09%	1.04%	0.85%	0.89%
Ratio of Net Expenses (After Waivers and Expense Offsets)	1.02%	1.09%	1.04%	0.85%	0.89%
Ratio of Net Investment Income/(Loss)	0.32%	0.47%	0.88%	0.94%	0.81%
Portfolio Turnover Rate	20%	33%	36%	36%	41%

* Total return includes adjustments in accordance with generally accepted accounting principles required at the year or period end and are not annualized for periods of less than one full year. Total return does not include fees, charges, or expenses imposed by the variable annuity and life insurance contracts for which Janus Aspen Series serves as an underlying investment vehicle.

** Annualized for periods of less than one full year.

(1) Per share amounts are calculated based on average shares outstanding during the year or period.

See Notes to Financial Statements.

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Notes to Financial Statements

1. Organization and Significant Accounting Policies

Janus Henderson VIT Global Research Portfolio (the "Portfolio") is a series of Janus Aspen Series (the "Trust"), which is organized as a Delaware statutory trust and is registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company, and therefore has applied the specialized accounting and reporting guidance in Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 946. The Trust offers 10 portfolios, each of which offers multiple share classes, with differing investment objectives and policies. The Portfolio seeks long-term growth of capital. The Portfolio is classified as diversified, as defined in the 1940 Act. Janus Henderson Investors US LLC (formerly Janus Capital Management LLC) is the investment adviser (the "Adviser") to the Portfolio.

The Portfolio currently offers two classes of shares: Institutional Shares and Service Shares. Each class represents an interest in the same portfolio of investments. Institutional Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans. Service Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans that require a fee from Portfolio assets to procure distribution and administrative services to contract owners and plan participants.

Shareholders, including participating insurance companies, as well as accounts, may from time to time own (beneficially or of record) a significant percentage of the Portfolio's Shares and can be considered to "control" the Portfolio when that ownership exceeds 25% of the Portfolio's assets (and which may differ from control as determined in accordance with United States of America generally accepted accounting principles ("US GAAP")).

The following accounting policies have been followed by the Portfolio and are in conformity with US GAAP.

Investment Valuation

Securities held by the Portfolio are valued in accordance with policies and procedures established by and under the supervision of the Trustees (the "Valuation Procedures"). Equity securities traded on a domestic securities exchange are generally valued at the closing prices on the primary market or exchange on which they trade. If such price is lacking for the trading period immediately preceding the time of determination, such securities are valued at their current bid price. Equity securities that are traded on a foreign exchange are generally valued at the closing prices on such markets. In the event that there is no current trading volume on a particular security in such foreign exchange, the bid price from the primary exchange is generally used to value the security. Securities that are traded on the over-the-counter ("OTC") markets are generally valued at their closing or latest bid prices as available. Foreign securities and currencies are converted to U.S. dollars using the applicable exchange rate in effect at the close of the New York Stock Exchange ("NYSE"). The Portfolio will determine the market value of individual securities held by it by using prices provided by one or more approved professional pricing services or, as needed, by obtaining market quotations from independent broker-dealers. Most debt securities are valued in accordance with the evaluated bid price supplied by the pricing service that is intended to reflect market value. The evaluated bid price supplied by the pricing service is an evaluation that may consider factors such as security prices, yields, maturities and ratings. Certain short-term securities maturing within 60 days or less may be evaluated and valued on an amortized cost basis provided that the amortized cost determined approximates market value. Securities for which market quotations or evaluated prices are not readily available or deemed unreliable are valued at fair value determined in good faith under the Valuation Procedures. Circumstances in which fair value pricing may be utilized include, but are not limited to: (i) a significant event that may affect the securities of a single issuer, such as a merger, bankruptcy, or significant issuer-specific development; (ii) an event that may affect an entire market, such as a natural disaster or significant governmental action; (iii) a nonsignificant event such as a market closing early or not opening, or a security trading halt; and (iv) pricing of a nonvalued security and a restricted or nonpublic security. Special valuation considerations may apply with respect to "odd-lot" fixed-income transactions which, due to their small size, may receive evaluated prices by pricing services which reflect a large block trade and not what actually could be obtained for the odd-lot position. The Portfolio uses systematic fair valuation models provided by independent third parties to value international equity securities in order to adjust for stale pricing, which may occur between the close of certain foreign exchanges and the close of the NYSE.

Valuation Inputs Summary

FASB ASC 820, Fair Value Measurements and Disclosures ("ASC 820"), defines fair value, establishes a framework for measuring fair value, and expands disclosure requirements regarding fair value measurements. This standard emphasizes that fair value is a market-based measurement that should be determined based on the assumptions that

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market participants would use in pricing an asset or liability and establishes a hierarchy that prioritizes inputs to valuation techniques used to measure fair value. These inputs are summarized into three broad levels:

Level 1 – Unadjusted quoted prices in active markets the Portfolio has the ability to access for identical assets or liabilities.

Level 2 – Observable inputs other than unadjusted quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly. These inputs may include quoted prices for the identical instrument on an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.

Assets or liabilities categorized as Level 2 in the hierarchy generally include: debt securities fair valued in accordance with the evaluated bid or ask prices supplied by a pricing service; securities traded on OTC markets and listed securities for which no sales are reported that are fair valued at the latest bid price (or yield equivalent thereof) obtained from one or more dealers transacting in a market for such securities or by a pricing service approved by the Portfolio's Trustees; certain short-term debt securities with maturities of 60 days or less that are fair valued at amortized cost; and equity securities of foreign issuers whose fair value is determined by using systematic fair valuation models provided by independent third parties in order to adjust for stale pricing which may occur between the close of certain foreign exchanges and the close of the NYSE. Other securities that may be categorized as Level 2 in the hierarchy include, but are not limited to, preferred stocks, bank loans, swaps, investments in unregistered investment companies, options, and forward contracts.

Level 3 – Unobservable inputs for the asset or liability to the extent that relevant observable inputs are not available, representing the Portfolio's own assumptions about the assumptions that a market participant would use in valuing the asset or liability, and that would be based on the best information available.

There have been no significant changes in valuation techniques used in valuing any such positions held by the Portfolio since the beginning of the fiscal year.

The inputs or methodology used for fair valuing securities are not necessarily an indication of the risk associated with investing in those securities. The summary of inputs used as of December 31, 2021 to fair value the Portfolio's investments in securities and other financial instruments is included in the "Valuation Inputs Summary" in the Notes to Schedule of Investments and Other Information.

Investment Transactions and Investment Income

Investment transactions are accounted for as of the date purchased or sold (trade date). Dividend income is recorded on the ex-dividend date. Certain dividends from foreign securities will be recorded as soon as the Portfolio is informed of the dividend, if such information is obtained subsequent to the ex-dividend date. Dividends from foreign securities may be subject to withholding taxes in foreign jurisdictions. Non-cash dividends, if any, are recorded on the ex-dividend date at fair value. Interest income is recorded daily on the accrual basis and includes amortization of premiums and accretion of discounts. The Portfolio classifies gains and losses on prepayments received as an adjustment to interest income. Debt securities may be placed in non-accrual status and related interest income may be reduced by stopping current accruals and writing off interest receivables when collection of all or a portion of interest has become doubtful. Gains and losses are determined on the identified cost basis, which is the same basis used for federal income tax purposes. Income, as well as gains and losses, both realized and unrealized, are allocated daily to each class of shares based upon the ratio of net assets represented by each class as a percentage of total net assets.

Expenses

The Portfolio bears expenses incurred specifically on its behalf. Each class of shares bears a portion of general expenses, which are allocated daily to each class of shares based upon the ratio of net assets represented by each class as a percentage of total net assets. Expenses directly attributable to a specific class of shares are charged against the operations of such class.

Estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

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Indemnifications

In the normal course of business, the Portfolio may enter into contracts that contain provisions for indemnification of other parties against certain potential liabilities. The Portfolio's maximum exposure under these arrangements is unknown, and would involve future claims that may be made against the Portfolio that have not yet occurred. Currently, the risk of material loss from such claims is considered remote.

Foreign Currency Translations

The Portfolio does not isolate that portion of the results of operations resulting from the effect of changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held at the date of the financial statements. Net unrealized appreciation or depreciation of investments and foreign currency translations arise from changes in the value of assets and liabilities, including investments in securities held at the date of the financial statements, resulting from changes in the exchange rates and changes in market prices of securities held.

Currency gains and losses are also calculated on payables and receivables that are denominated in foreign currencies. The payables and receivables are generally related to foreign security transactions and income translations.

Foreign currency-denominated assets and forward currency contracts may involve more risks than domestic transactions, including currency risk, counterparty risk, political and economic risk, regulatory risk and equity risk. Risks may arise from unanticipated movements in the value of foreign currencies relative to the U.S. dollar.

Dividends and Distributions

The Portfolio may make semiannual distributions of substantially all of its investment income and an annual distribution of its net realized capital gains (if any).

The Portfolio may make certain investments in real estate investment trusts ("REITs") which pay dividends to their shareholders based upon funds available from operations. It is quite common for these dividends to exceed the REITs' taxable earnings and profits, resulting in the excess portion of such dividends being designated as a return of capital. If the Portfolio distributes such amounts, such distributions could constitute a return of capital to shareholders for federal income tax purposes.

Federal Income Taxes

The Portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income in accordance with the requirements of Subchapter M of the Internal Revenue Code. Management has analyzed the Portfolio's tax positions taken for all open federal income tax years, generally a three-year period, and has concluded that no provision for federal income tax is required in the Portfolio's financial statements. The Portfolio is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months.

2. Other Investments and Strategies

Additional Investment Risk

In response to the COVID-19 pandemic, the U.S. government and the Federal Reserve, as well as certain foreign governments and central banks, have taken extraordinary actions to support local and global economies and the financial markets, including reducing interest rates to record-low levels. Extremely low or negative interest rates may become more prevalent or may not work as intended. As there is little precedent for this situation, the impact on various markets that interest rate or other significant policy changes may have is unknown. The withdrawal of this support, a failure of measures put in place in response to such economic uncertainty, or investor perception that such efforts were not sufficient could each negatively affect financial markets generally, and the value and liquidity of specific securities. In addition, policy and legislative changes in the United States and in other countries continue to impact many aspects of financial regulation.

Widespread disease, including pandemics and epidemics, and natural or environmental disasters, including those which may be attributable to global climate change, such as earthquakes, fires, floods, hurricanes, tsunamis and weather-related phenomena generally, have been and can be highly disruptive to economies and markets, adversely impacting individual companies, sectors, industries, markets, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of a Portfolio's investments. Economies and financial markets throughout the world have become increasingly interconnected, which increases the likelihood that events or conditions in one region or country will adversely affect markets or issuers in other regions or countries, including the United

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States. These disruptions could prevent a Portfolio from executing advantageous investment decisions in a timely manner and negatively impact a Portfolio's ability to achieve its investment objective(s). Any such event(s) could have a significant adverse impact on the value of a Portfolio. In addition, these disruptions could also impair the information technology and other operational systems upon which the Portfolio's service providers, including the Adviser or the subadviser (as applicable), rely, and could otherwise disrupt the ability of employees of the Portfolio's service providers to perform essential tasks on behalf of the Portfolio. Adverse weather conditions may also have a particularly significant negative effect on issuers in the agricultural sector and on insurance and reinsurance companies that insure or reinsure against the impact of natural disasters.

A number of countries in the European Union (the "EU") have experienced, and may continue to experience, severe economic and financial difficulties. In particular, many EU nations are susceptible to economic risks associated with high levels of debt. Many non-governmental issuers, and even certain governments, have defaulted on, or been forced to restructure, their debts. Many other issuers have faced difficulties obtaining credit or refinancing existing obligations. Financial institutions have in many cases required government or central bank support, have needed to raise capital, and/or have been impaired in their ability to extend credit. As a result, financial markets in the EU have experienced extreme volatility and declines in asset values and liquidity. These difficulties may continue, worsen, or spread further within the EU. Responses to these financial problems by European governments, central banks, and others, including austerity measures and reforms, may not work, may result in social unrest, and may limit future growth and economic recovery or have other unintended consequences. Among other things, these developments have adversely affected the value and exchange rate of the euro and pound sterling, and may continue to significantly affect the economies of all EU countries, which in turn may have a material adverse effect on the Portfolio's investments in such countries, other countries that depend on EU countries for significant amounts of trade or investment, or issuers with exposure to debt issued by certain EU countries.

Counterparties

Portfolio transactions involving a counterparty are subject to the risk that the counterparty or a third party will not fulfill its obligation to the Portfolio ("counterparty risk"). Counterparty risk may arise because of the counterparty's financial condition (i.e., financial difficulties, bankruptcy, or insolvency), market activities and developments, or other reasons, whether foreseen or not. A counterparty's inability to fulfill its obligation may result in significant financial loss to the Portfolio. The Portfolio may be unable to recover its investment from the counterparty or may obtain a limited recovery, and/or recovery may be delayed. The extent of the Portfolio's exposure to counterparty risk with respect to financial assets and liabilities approximates its carrying value.

The Portfolio may be exposed to counterparty risk through participation in various programs, including, but not limited to, lending its securities to third parties, cash sweep arrangements whereby the Portfolio's cash balance is invested in one or more types of cash management vehicles, as well as investments in, but not limited to, repurchase agreements, debt securities, and derivatives, including various types of swaps, futures and options. The Portfolio intends to enter into financial transactions with counterparties that the Adviser believes to be creditworthy at the time of the transaction. There is always the risk that the Adviser's analysis of a counterparty's creditworthiness is incorrect or may change due to market conditions. To the extent that the Portfolio focuses its transactions with a limited number of counterparties, it will have greater exposure to the risks associated with one or more counterparties.

Emerging Market Investing

Within the parameters of its specific investment policies, the Portfolio may invest in securities of issuers or companies from or with exposure to one or more "developing countries" or "emerging market countries." Such countries include but are not limited to countries included in the MSCI Emerging Markets IndexSM. Emerging market countries in which the Portfolio may invest include frontier market countries, the economies of which are less developed than other emerging market countries. To the extent that the Portfolio invests a significant amount of its assets in one or more of these countries, its returns and net asset value may be affected to a large degree by events and economic conditions in such countries. The risks of foreign investing are heightened when investing in emerging markets, which may result in the price of investments in emerging markets experiencing sudden and sharp price swings. In many developing markets, there is less government supervision and regulation of stock exchanges, brokers, and listed companies, making these investments potentially more volatile in price and less liquid than investments in developed securities markets, resulting in greater risk to investors. Similarly, issuers in such markets may not be subject to regulatory, accounting, auditing, and financial reporting and recordkeeping standards comparable to those to which U.S. companies are subject. There is a risk in developing countries that a current or future economic or political crisis could lead to price controls, forced

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mergers of companies, expropriation or confiscatory taxation, imposition or enforcement of foreign ownership limits, seizure, nationalization, sanctions or imposition of restrictions by various governmental entities on investment and trading, or creation of government monopolies, any of which may have a detrimental effect on the Portfolio's investments. In addition, the Portfolio's investments may be denominated in foreign currencies and therefore, changes in the value of a country's currency compared to the U.S. dollar may affect the value of the Portfolio's investments. To the extent that the Portfolio invests a significant portion of its assets in the securities of issuers in or companies of a single country or region, it is more likely to be impacted by events or conditions affecting that country or region, which could have a negative impact on the Portfolio's performance. Developing countries may also experience a higher level of exposure and vulnerability to the adverse effects of climate change. This can be attributed to both the geographic location of emerging market countries and/or a country's lack of access to technology or resources to adjust and adapt to its effects. An increased occurrence and severity of natural disasters and extreme weather events such as droughts and decreased crop yields, heat waves, flooding and rising sea levels, and increased spread of disease, could cause harmful effects to the performance of affected economies. Additionally, foreign and emerging market risks, including, but not limited to, price controls, expropriation or confiscatory taxation, imposition or enforcement of foreign ownership limits, nationalization, and restrictions on repatriation of assets may be heightened to the extent the Portfolio invests in Chinese local market securities.

Restricted Security Transactions

Restricted securities held by the Portfolio may not be sold except in exempt transactions or in a public offering registered under the Securities Act of 1933, as amended. The risk of investing in such securities is generally greater than the risk of investing in the securities of widely held, publicly traded companies. Lack of a secondary market and resale restrictions may result in the inability of the Portfolio to sell a security at a fair price and may substantially delay the sale of the security. In addition, these securities may exhibit greater price volatility than securities for which secondary markets exist.

Securities Lending

Under procedures adopted by the Trustees, the Portfolio may seek to earn additional income by lending securities to certain qualified broker-dealers and institutions. JPMorgan Chase Bank, National Association acts as securities lending agent and a limited purpose custodian or subcustodian to receive and disburse cash balances and cash collateral, hold short-term investments, hold collateral, and perform other custodial functions in accordance with the Non-Custodial Securities Lending Agreement. The Portfolio may lend portfolio securities in an amount equal to up to 1/3 of its total assets as determined at the time of the loan origination. There is the risk of delay in recovering a loaned security or the risk of loss in collateral rights if the borrower fails financially. In addition, the Adviser makes efforts to balance the benefits and risks from granting such loans. All loans will be continuously secured by collateral which may consist of cash, U.S. Government securities, domestic and foreign short-term debt instruments, letters of credit, time deposits, repurchase agreements, money market mutual funds or other money market accounts, or such other collateral as permitted by the Securities and Exchange Commission (the "SEC"). If the Portfolio is unable to recover a security on loan, the Portfolio may use the collateral to purchase replacement securities in the market. There is a risk that the value of the collateral could decrease below the cost of the replacement security by the time the replacement investment is made, resulting in a loss to the Portfolio. In certain circumstances individual loan transactions could yield negative returns.

Upon receipt of cash collateral, the Adviser may invest it in affiliated or non-affiliated cash management vehicles, whether registered or unregistered entities, as permitted by the 1940 Act and rules promulgated thereunder. The Adviser currently intends to primarily invest the cash collateral in a cash management vehicle for which the Adviser serves as investment adviser, Janus Henderson Cash Collateral Fund LLC, or in time deposits. An investment in Janus Henderson Cash Collateral Fund LLC is generally subject to the same risks that shareholders experience when investing in similarly structured vehicles, such as the potential for significant fluctuations in assets as a result of the purchase and redemption activity of the securities lending program, a decline in the value of the collateral, and possible liquidity issues. Such risks may delay the return of the cash collateral and cause the Portfolio to violate its agreement to return the cash collateral to a borrower in a timely manner. As adviser to the Portfolio and Janus Henderson Cash Collateral Fund LLC, the Adviser has an inherent conflict of interest as a result of its fiduciary duties to both the Portfolio and Janus Henderson Cash Collateral Fund LLC. Additionally, the Adviser receives an investment advisory fee of 0.05% for managing Janus Henderson Cash Collateral Fund LLC, but it may not receive a fee for managing certain other affiliated cash management vehicles in which the Portfolio may invest, and therefore may have an incentive to allocate preferred investment opportunities to investment vehicles for which it is receiving a fee.

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The value of the collateral must be at least 102% of the market value of the loaned securities that are denominated in U.S. dollars and 105% of the market value of the loaned securities that are not denominated in U.S. dollars. Loaned securities and related collateral are marked-to-market each business day based upon the market value of the loaned securities at the close of business, employing the most recent available pricing information. Collateral levels are then adjusted based on this mark-to-market evaluation. Additional required collateral, or excess collateral returned, is delivered on the next business day. Therefore, the value of the collateral held may be temporarily less than 102% or 105% value of the securities on loan. The cash collateral invested by the Adviser is disclosed in the Schedule of Investments (if applicable).

Income earned from the investment of the cash collateral, net of rebates paid to, or fees paid by, borrowers and less the fees paid to the lending agent are included as "Affiliated securities lending income, net" on the Statement of Operations.

There were no securities on loan as of December 31, 2021.

3. Investment Advisory Agreements and Other Transactions with Affiliates

The Portfolio pays the Adviser an investment advisory fee rate that may adjust up or down based on the Portfolio's performance relative to its benchmark index.

The investment advisory fee rate paid to the Adviser by the Portfolio consists of two components: (1) a base fee calculated by applying the contractual fixed rate of the advisory fee to the Portfolio's average daily net assets during the previous month (the "Base Fee Rate"), plus or minus (2) a performance-fee adjustment (the "Performance Adjustment") calculated by applying a variable rate of up to 0.15% (positive or negative) to the Portfolio's average daily net assets based on the Portfolio's relative performance compared to the cumulative investment record of its benchmark index over a 36-month performance measurement period or shorter time period, as applicable. The investment advisory fee rate is calculated daily and paid monthly.

The investment performance of the Portfolio's Service Shares for the performance measurement period is used to calculate the Performance Adjustment. The Portfolio's Base Fee Rate prior to any performance adjustment (expressed as an annual rate) is 0.60%, and the Portfolio's benchmark index used in the calculation is the MSCI World IndexSM.

No Performance Adjustment is applied unless the difference between the Portfolio's investment performance and the cumulative investment record of the Portfolio's benchmark index is 0.50% or greater (positive or negative) during the applicable performance measurement period. The Base Fee Rate is subject to an upward or downward Performance Adjustment for every full 0.50% increment by which the Portfolio outperforms or underperforms its benchmark index, up to the Portfolio's full performance rate of $\pm 6.00\%$. Because the Performance Adjustment is tied to a Portfolio's relative performance compared to its benchmark index (and not its absolute performance), the Performance Adjustment could increase the Adviser's fee even if the Portfolio's Shares lose value during the performance measurement period and could decrease the Adviser's fee even if the Portfolio's Shares increase in value during the performance measurement period. For purposes of computing the Base Fee Rate and the Performance Adjustment, net assets are averaged over different periods (average daily net assets during the previous month for the Base Fee Rate, versus average daily net assets during the performance measurement period for the Performance Adjustment). Performance of the Portfolio is calculated net of expenses whereas the Portfolio's benchmark index does not have any fees or expenses. Reinvestment of dividends and distributions is included in calculating both the performance of a Portfolio and the Portfolio's benchmark index.

The Portfolio's prospectuses and statement(s) of additional information contain additional information about performance-based fees. The amount shown as advisory fees on the Statement of Operations reflects the Base Fee Rate plus/minus any Performance Adjustment. For the year ended December 31, 2021, the performance adjusted investment advisory fee rate before any waivers and/or reimbursements of expenses is 0.69%.

Janus Henderson Services US LLC (formerly Janus Services LLC) (the "Transfer Agent"), a wholly-owned subsidiary of the Adviser, is the Portfolio's transfer agent. The Transfer Agent receives an administrative services fee at an annual rate of 0.05% of the average daily net assets of the Portfolio for arranging for the provision by participating insurance companies and qualified plan service providers of administrative services, including recordkeeping, subaccounting, order processing, or other shareholder services provided on behalf of contract holders or plan participants investing in the Portfolio. Other shareholder services may include the provision of order confirmations, periodic account statements, forwarding prospectuses, shareholder reports, and other materials to existing investors, and answering inquiries regarding accounts. The Transfer Agent expects to use this entire fee to compensate insurance companies and

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qualified plan service providers for providing these services to their customers who invest in the Portfolio. Any unused portion will be reimbursed to the applicable share class at least annually.

In addition, the Transfer Agent provides or arranges for the provision of certain other internal administrative, recordkeeping, and shareholder relations services for the Portfolio. The Transfer Agent is not compensated for these internal services related to the shares, except for out-of-pocket costs. These amounts are disclosed as "Other transfer agent fees and expenses" on the Statement of Operations.

Under a distribution and shareholder servicing plan (the "Plan") adopted in accordance with Rule 12b-1 under the 1940 Act, the Service Shares may pay the Trust's distributor, Janus Henderson Distributors US LLC (formerly Janus Distributors LLC) (the "Distributor"), a wholly-owned subsidiary of the Adviser, a fee for the sale and distribution and/or shareholder servicing of the Service Shares at an annual rate of up to 0.25% of the average daily net assets of the Service Shares. Under the terms of the Plan, the Trust is authorized to make payments to the Distributor for remittance to insurance companies and qualified plan service providers as compensation for distribution and/or shareholder services performed by such entities. These amounts are disclosed as "12b-1 Distribution and shareholder servicing fees" on the Statement of Operations. Payments under the Plan are not tied exclusively to actual 12b-1 distribution and servicing fees, and the payments may exceed 12b-1 distribution and servicing fees actually incurred. If any of the Portfolio's actual 12b-1 distribution and servicing fees incurred during a calendar year are less than the payments made during a calendar year, the Portfolio will be refunded the difference. Refunds, if any, are included in "12b-1 Distribution and shareholder servicing fees" in the Statement of Operations.

The Adviser serves as administrator to the Portfolio pursuant to an administration agreement between the Adviser and the Trust. Under the administration agreement, the Adviser is obligated to provide or arrange for the provision of certain administration, compliance, and accounting services to the Portfolio, including providing office space for the Portfolio, and is reimbursed by the Portfolio for certain of its costs in providing these services (to the extent the Adviser seeks reimbursement and such costs are not otherwise waived). In addition, employees of the Adviser and/or its affiliates may serve as officers of the Trust. The Portfolio pays for some or all of the salaries, fees, and expenses of the Adviser employees and Portfolio officers, with respect to certain specified administration functions they perform on behalf of the Portfolio. The Portfolio pays these costs based on out-of-pocket expenses incurred by the Adviser, and these costs are separate and apart from advisory fees and other expenses paid in connection with the investment advisory services the Adviser (or any subadvisor, as applicable) provides to the Portfolio. These amounts are disclosed as "Affiliated portfolio administration fees" on the Statement of Operations. In addition, some expenses related to compensation payable to the Portfolio's Chief Compliance Officer and certain compliance staff, all of whom are employees of the Adviser and/or its affiliates, are shared with the Portfolio. Total compensation of \$32,683 was paid to the Chief Compliance Officer and certain compliance staff by the Trust during the year ended December 31, 2021. The Portfolio's portion is reported as part of "Other expenses" on the Statement of Operations.

The Board of Trustees has adopted a deferred compensation plan (the "Deferred Plan") for independent Trustees to elect to defer receipt of all or a portion of the annual compensation they are entitled to receive from the Portfolio. All deferred fees are credited to an account established in the name of the Trustees. The amounts credited to the account then increase or decrease, as the case may be, in accordance with the performance of one or more of the Janus Henderson funds that are selected by the Trustees. The account balance continues to fluctuate in accordance with the performance of the selected fund or funds until final payment of all amounts are credited to the account. The fluctuation of the account balance is recorded by the Portfolio as unrealized appreciation/(depreciation) and is included as of December 31, 2021 on the Statement of Assets and Liabilities in the asset, "Non-interested Trustees' deferred compensation," and liability, "Non-interested Trustees' deferred compensation fees." Additionally, the recorded unrealized appreciation/(depreciation) is included in "Total distributable earnings (loss)" on the Statement of Assets and Liabilities. Deferred compensation expenses for the year ended December 31, 2021 are included in "Non-interested Trustees' fees and expenses" on the Statement of Operations. Trustees are allowed to change their designation of mutual funds from time to time. Amounts will be deferred until distributed in accordance with the Deferred Plan. Deferred fees of \$512,700 were paid by the Trust to the Trustees under the Deferred Plan during the year ended December 31, 2021.

Pursuant to the provisions of the 1940 Act and related rules, the Portfolio may participate in an affiliated or non-affiliated cash sweep program. In the cash sweep program, uninvested cash balances of the Portfolio may be used to purchase shares of affiliated or non-affiliated money market funds or cash management pooled investment vehicles that operate as money market funds. The Portfolio is eligible to participate in the cash sweep program (the "Investing

Janus Henderson VIT Global Research Portfolio

Notes to Financial Statements

Funds"). As adviser, the Adviser has an inherent conflict of interest because of its fiduciary duties to the affiliated money market funds or cash management pooled investment vehicles and the Investing Funds. Janus Henderson Cash Liquidity Fund LLC (the "Sweep Vehicle") is an affiliated unregistered cash management pooled investment vehicle that invests primarily in highly-rated short-term fixed-income securities. The Sweep Vehicle operates pursuant to the provisions of the 1940 Act that govern the operation of money market funds and prices its shares at NAV reflecting market-based values of its portfolio securities (i.e., a "floating" NAV) rounded to the fourth decimal place (e.g., \$1.0000). The Sweep Vehicle is permitted to impose a liquidity fee (of up to 2%) on redemptions from the Sweep Vehicle or a redemption gate that temporarily suspends redemptions from the Sweep Vehicle for up to 10 business days during a 90 day period. There are no restrictions on the Portfolio's ability to withdraw investments from the Sweep Vehicle at will, and there are no unfunded capital commitments due from the Portfolio to the Sweep Vehicle. The Sweep Vehicle does not charge any management fee, sales charge or service fee.

Any purchases and sales, realized gains/losses and recorded dividends from affiliated investments during the year ended December 31, 2021 can be found in the "Schedules of Affiliated Investments" located in the Schedule of Investments.

The Portfolio is permitted to purchase or sell securities ("cross-trade") between itself and other funds or accounts managed by the Adviser in accordance with Rule 17a-7 under the Investment Company Act of 1940 ("Rule 17a-7"), when the transaction is consistent with the investment objectives and policies of the Portfolio and in accordance with the Internal Cross Trade Procedures adopted by the Trust's Board of Trustees. These procedures have been designed to ensure that any cross-trade of securities by the Portfolio from or to another fund or account that is or could be considered an affiliate of the Portfolio under certain limited circumstances by virtue of having a common investment adviser, common Officer, or common Trustee complies with Rule 17a-7. Under these procedures, each cross-trade is effected at the current market price to save costs where allowed. During the year ended December 31, 2021, the Portfolio engaged in cross trades amounting to \$1,161,597 in purchases.

4. Federal Income Tax

The tax components of capital shown in the table below represent: (1) distribution requirements the Portfolio must satisfy under the income tax regulations; (2) losses or deductions the Portfolio may be able to offset against income and gains realized in future years; and (3) unrealized appreciation or depreciation of investments for federal income tax purposes (reduced by foreign tax liability).

Other book to tax differences primarily consist of deferred compensation. The Portfolio has elected to treat gains and losses on forward foreign currency contracts as capital gains and losses, if applicable. Other foreign currency gains and losses on debt instruments are treated as ordinary income for federal income tax purposes pursuant to Section 988 of the Internal Revenue Code.

<i>Undistributed Ordinary Income</i>	<i>Undistributed Long-Term Gains</i>	<i>Accumulated Capital Losses</i>	<i>Loss Deferrals</i>		<i>Other Book to Tax Differences</i>	<i>Net Tax Appreciation/ (Depreciation)</i>
			<i>Late-Year Ordinary Loss</i>	<i>Post-October Capital Loss</i>		
\$ 6,562,630	\$ 78,643,188	\$ -	\$ -	\$ -	\$ (19,133)	\$369,410,755

The aggregate cost of investments and the composition of unrealized appreciation and depreciation of investment securities for federal income tax purposes as of December 31, 2021 are noted below. The primary differences between book and tax appreciation or depreciation of investments are wash sale loss deferrals and investments in partnerships.

<i>Federal Tax Cost</i>	<i>Unrealized Appreciation</i>	<i>Unrealized (Depreciation)</i>	<i>Net Tax Appreciation/ (Depreciation)</i>
\$ 542,631,208	\$ 384,839,366	\$ (15,426,789)	\$ 369,412,577

Income and capital gains distributions are determined in accordance with income tax regulations that may differ from US GAAP. These differences are due to differing treatments for items such as net short-term gains, deferral of wash

Janus Henderson VIT Global Research Portfolio

Notes to Financial Statements

sale losses, foreign currency transactions, and capital loss carryovers. Certain permanent differences such as tax returns of capital and net investment losses noted below have been reclassified to capital.

For the year ended December 31, 2021

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 4,199,243	\$ 41,475,093	\$ -	\$ -

For the year ended December 31, 2020

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 5,557,134	\$ 38,174,669	\$ -	\$ -

Permanent book to tax basis differences may result in reclassifications between the components of net assets. These differences have no impact on the results of operations or net assets. The following reclassifications have been made to the Portfolio:

<i>Increase/(Decrease) to Capital</i>	<i>Increase/(Decrease) to Undistributed Net Investment Income/Loss</i>	<i>Increase/(Decrease) to Undistributed Net Realized Gain/Loss</i>
\$ -	\$ 1,245,599	\$ (1,245,599)

5. Capital Share Transactions

	<i>Year ended December 31, 2021</i>		<i>Year ended December 31, 2020</i>	
	<i>Shares</i>	<i>Amount</i>	<i>Shares</i>	<i>Amount</i>
Institutional Shares:				
Shares sold	312,608	\$ 21,172,671	332,367	\$18,355,000
Reinvested dividends and distributions	488,320	32,926,296	621,750	31,186,676
Shares repurchased	(1,072,453)	(73,190,533)	(1,050,167)	(56,861,273)
Net Increase/(Decrease)	(271,525)	\$(19,091,566)	(96,050)	\$ (7,319,597)
Service Shares:				
Shares sold	233,267	\$ 15,614,302	240,326	\$12,343,506
Reinvested dividends and distributions	194,479	12,748,040	257,316	12,545,127
Shares repurchased	(495,053)	(32,788,800)	(574,118)	(30,387,062)
Net Increase/(Decrease)	(67,307)	\$ (4,426,458)	(76,476)	\$ (5,498,429)

6. Purchases and Sales of Investment Securities

For the year ended December 31, 2021, the aggregate cost of purchases and proceeds from sales of investment securities (excluding any short-term securities, short-term options contracts, TBAs, and in-kind transactions, as applicable) was as follows:

<i>Purchases of Securities</i>	<i>Proceeds from Sales of Securities</i>	<i>Purchases of Long-Term U.S. Government Obligations</i>	<i>Proceeds from Sales of Long-Term U.S. Government Obligations</i>
\$175,957,877	\$ 238,768,111	-	-

Janus Henderson VIT Global Research Portfolio

Notes to Financial Statements

7. Subsequent Event

Management has evaluated whether any events or transactions occurred subsequent to December 31, 2021 and through the date of issuance of the Portfolio's financial statements and determined that there were no material events or transactions that would require recognition or disclosure in the Portfolio's financial statements.

Janus Henderson VIT Global Research Portfolio

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Janus Aspen Series and Shareholders of Janus Henderson VIT Global Research Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Janus Henderson VIT Global Research Portfolio (one of the portfolios constituting Janus Aspen Series, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statements of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent, investee company and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.



Denver, Colorado
February 15, 2022

We have served as the auditor of one or more investment companies in Janus Henderson Funds since 1990.

Janus Henderson VIT Global Research Portfolio

Additional Information (unaudited)

Proxy Voting Policies and Voting Record

A description of the policies and procedures that the Portfolio uses to determine how to vote proxies relating to its portfolio securities is available without charge: (i) upon request, by calling 1-800-525-1093; (ii) on the Portfolio's website at janushenderson.com/proxyvoting; and (iii) on the SEC's website at <http://www.sec.gov>. Additionally, information regarding the Portfolio's proxy voting record for the most recent twelve-month period ended June 30 is also available, free of charge, through janushenderson.com/proxyvoting and from the SEC's website at <http://www.sec.gov>.

Full Holdings

The Portfolio files its complete portfolio holdings (schedule of investments) with the SEC as an exhibit to Form N-PORT within 60 days of the end of the first and third fiscal quarters, and in the annual report and semiannual report to shareholders. The Portfolio's Form N-PORT filings and annual and semiannual reports: (i) are available on the SEC's website at <http://www.sec.gov>; (ii) may be reviewed and copied at the SEC's Public Reference Room in Washington, D.C. (information on the Public Reference Room may be obtained by calling 1-800-SEC-0330); and (iii) are available without charge, upon request, by calling a Janus Henderson representative at 1-877-335-2687 (toll free). Portfolio holdings consisting of at least the names of the holdings are generally available on a monthly basis with a 30-day lag under Full Holdings for the Portfolio at janushenderson.com/vit.

APPROVAL OF ADVISORY AGREEMENTS DURING THE PERIOD

The Trustees of Janus Aspen Series, each of whom serves as an "independent" Trustee (the "Trustees"), oversee the management of each portfolio of Janus Aspen Series (each, a "VIT Portfolio," and collectively, the "VIT Portfolios"), as well as each fund of Janus Investment Fund (each, a "Fund," and collectively, the "Funds" and together with the VIT Portfolios, the "Janus Henderson Funds," and each, a "Janus Henderson Fund"). As required by law, the Trustees determine annually whether to continue the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each Janus Henderson Fund that utilizes a subadviser.

In connection with their most recent consideration of those agreements for each Janus Henderson Fund, the Trustees received and reviewed information provided by Janus Henderson Investors US LLC (formerly, Janus Capital Management LLC) (the "Adviser") and the subadviser in response to requests of the Trustees and their independent legal counsel. They also received and reviewed information and analysis provided by, and in response to requests of, their independent fee consultant. Throughout their consideration of the agreements, the Trustees were advised by their independent legal counsel. The Trustees met with management to consider the agreements, and also met separately in executive session with their independent legal counsel and their independent fee consultant.

At meetings held on November 3-4, 2021 and December 7-8, 2021, the Trustees' evaluated the information provided by the Adviser, the subadviser, and the independent fee consultant, as well as other information addressed during the year. Following such evaluation, the Trustees determined that the overall arrangements between each Janus Henderson Fund and the Adviser and each subadviser, as applicable, were fair and reasonable in light of the nature, extent and quality of the services provided by the Adviser, its affiliates and the subadviser, the fees charged for those services, and other matters that the Trustees considered relevant in the exercise of their business judgment and unanimously approved the continuation of the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each subadvised Janus Henderson Fund, for the period from February 1, 2022 through February 1, 2023, subject to earlier termination as provided for in each agreement.

In considering the continuation of those agreements, the Trustees reviewed and analyzed various factors that they determined were relevant, including the factors described below, none of which by itself was considered dispositive. However, the material factors and conclusions that formed the basis for the Trustees' determination to approve the continuation of the agreements are discussed separately below. Also included is a summary of the independent fee consultant's conclusions and opinions that arose during, and were included as part of, the Trustees' consideration of the agreements. "Management fees," as used herein, reflect actual annual advisory fees and, for the purpose of peer comparisons any administration fees (excluding out of pocket costs), net of any waivers, paid by a fund as a percentage of average net assets.

Nature, Extent and Quality of Services

The Trustees reviewed the nature, extent and quality of the services provided by the Adviser and the subadviser to the Janus Henderson Funds, taking into account the investment objective, strategies and policies of each Janus Henderson Fund, and the knowledge the Trustees gained from their regular meetings with management on at least a quarterly

Janus Henderson VIT Global Research Portfolio

Additional Information (unaudited)

basis and their ongoing review of information related to the Janus Henderson Funds. In addition, the Trustees reviewed the resources and key personnel of the Adviser and the subadviser, particularly noting those employees who provide investment and risk management services to the Janus Henderson Funds. The Trustees also considered other services provided to the Janus Henderson Funds by the Adviser or the subadviser, such as managing the execution of portfolio transactions and the selection of broker-dealers for those transactions. The Trustees considered the Adviser's role as administrator to the Janus Henderson Funds, noting that the Adviser generally does not receive a fee for its services as administrator, but is reimbursed for its out-of-pocket costs. The Trustees considered the role of the Adviser in monitoring adherence to the Janus Henderson Funds' investment restrictions, providing support services for the Trustees and Trustee committees, and overseeing communications with shareholders and the activities of other service providers, including monitoring compliance with various policies and procedures of the Janus Henderson Funds and with applicable securities laws and regulations.

In this regard, the independent fee consultant noted that the Adviser provides a number of different services for the Janus Henderson Funds and fund shareholders, ranging from investment management services to various other servicing functions, and that, in its view, the Adviser is a capable provider of those services. The independent fee consultant also provided its belief that the Adviser has developed a number of institutional competitive advantages that should enable it to provide superior investment and service performance over the long term.

The Trustees concluded that the nature, extent and quality of the services provided by the Adviser and the subadviser to each Janus Henderson Fund were appropriate and consistent with the terms of the respective advisory and subadvisory agreements, and that, taking into account steps taken to address those Janus Henderson Funds whose performance lagged that of their peers for certain periods, the Janus Henderson Funds were likely to benefit from the continued provision of those services. They also concluded that the Adviser and the subadviser had sufficient personnel, with the appropriate education and experience, to serve the Janus Henderson Funds effectively and each had demonstrated its ability to attract well-qualified personnel.

Performance of the Funds

The Trustees considered the performance results of each Janus Henderson Fund over various time periods. They noted that they considered Janus Henderson Fund performance data throughout the year, including periodic meetings with each Janus Henderson Fund's portfolio manager(s), and also reviewed information comparing each Janus Henderson Fund's performance with the performance of comparable funds and peer groups identified by Broadridge Financial Solutions, Inc. ("Broadridge"), an independent data provider, and with the Janus Henderson Fund's benchmark index. In this regard, the independent fee consultant found that the overall Janus Henderson Funds' performance has been reasonable: for the 36 months ended September 30, 2021, approximately 55% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers, and for the 12 months ended September 30, 2021, approximately 45% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers.

The Trustees considered the performance of each Janus Henderson Fund, noting that performance may vary by share class, and noted the following with respect to the VIT Portfolios:

- For Janus Henderson Balanced Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Forty Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.

Janus Henderson VIT Global Research Portfolio

Additional Information (unaudited)

- For Janus Henderson Global Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Overseas Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser and subadviser had taken or were taking to improve performance.

In consideration of each Janus Henderson Fund's performance, the Trustees concluded that, taking into account the factors relevant to performance, as well as other considerations, including steps taken to improve performance, the Janus Henderson Fund's performance warranted continuation of such Janus Henderson Fund's investment advisory and subadvisory agreement(s).

Costs of Services Provided

The Trustees examined information regarding the fees and expenses of each Janus Henderson Fund in comparison to similar information for other comparable funds as provided by Broadridge, an independent data provider. They also reviewed an analysis of that information provided by their independent fee consultant and noted that the rate of management fees (investment advisory fees and any administration fees but excluding out-of-pocket costs) for many of the Janus Henderson Funds, after applicable waivers, was below the average management fee rate of the respective peer group of funds selected by an independent data provider. The Trustees also examined information regarding the subadvisory fees charged for subadvisory services, as applicable, noting that all such fees were paid by the Adviser out of its management fees collected from such Janus Henderson Fund.

The independent fee consultant provided its belief that the management fees charged by the Adviser to each of the Janus Henderson Funds under the current investment advisory and administration agreements are reasonable in relation to the services provided by the Adviser. The independent fee consultant found: (1) the total expenses and management fees of the Janus Henderson Funds to be reasonable relative to other comparable mutual funds; (2) the total expenses, on average, were 8% under the average total expenses of the respective Broadridge Expense Group peers; and (3) the management fees for the Janus Henderson Funds, on average, were 6% under the average management fees for the respective Broadridge Expense Group. The Trustees also considered the total expenses for each share class of each Janus Henderson Fund compared to the average total expenses for its Broadridge Expense Group and to average total expenses for its Broadridge Expense Universe.

For certain Janus Henderson Funds, the independent fee consultant also performed a systematic "focus list" analysis of expenses which assessed fund fees in the context of fund performance being delivered. Based on this analysis, the

Janus Henderson VIT Global Research Portfolio

Additional Information (unaudited)

independent fee consultant found that the combination of service quality/performance and expenses on these individual Janus Henderson Funds was reasonable in light of performance trends, performance histories, and existence of performance fees, breakpoints, and/or expense waivers on such Janus Henderson Funds.

The Trustees considered the methodology used by the Adviser and subadviser in determining compensation payable to portfolio managers, the competitive environment for investment management talent, and the competitive market for mutual funds in different distribution channels.

The Trustees also reviewed management fees charged by the Adviser and subadviser to comparable separate account clients and to comparable non-affiliated funds subadvised by the Adviser or subadviser (for which the Adviser or the subadviser provides only or primarily portfolio management services). Although in most instances subadvisory and separate account fee rates for various investment strategies were lower than management fee rates for Janus Henderson Funds having a similar strategy, the Trustees considered that the Adviser noted that, under the terms of the management agreements with the Janus Henderson Funds, the Adviser performs significant additional services for the Janus Henderson Funds that it does not provide to those other clients, including administration services, oversight of the Janus Henderson Funds' other service providers, trustee support, regulatory compliance and numerous other services, and that, in serving the Janus Henderson Funds, the Adviser assumes many legal risks and other costs that it does not assume in servicing its other clients. Moreover, the Trustees noted that the independent fee consultant found that: (1) the management fees the Adviser charges to the Janus Henderson Funds are reasonable in relation to the management fees the Adviser charges to funds subadvised by the Adviser and to the fees the Adviser charges to its institutional separate account clients; (2) these subadvised and institutional separate accounts have different service and infrastructure needs and operate in markets very distinct relative to retail funds; (3) Janus Henderson mutual fund investors enjoy reasonable fees relative to the fees charged to Janus Henderson subadvised fund and separate account investors; and (4) as part of its 2020 review, 9 of 10 Janus Henderson Funds have lower management fees than similar funds subadvised by the Adviser.

The Trustees considered the fees for each Janus Henderson Fund for its fiscal year ended in 2020, including the VIT Portfolios, and noted the following with regard to each VIT Portfolio's total expenses, net of applicable fee waivers (the VIT Portfolio's "total expenses"):

- For Janus Henderson Balanced Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses.
- For Janus Henderson Forty Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Research Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for both share classes.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses, although this limit did not apply because the Fund's total expenses were already below the applicable fee limit.
- For Janus Henderson Overseas Portfolio, the Trustees noted that although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's total expenses were below the peer group average for both share classes.

Janus Henderson VIT Global Research Portfolio

Additional Information (unaudited)

- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for its sole share class.

The Trustees reviewed information on the overall profitability to the Adviser and its affiliates from their relationships with the Janus Henderson Funds, and considered profitability data of other publicly traded mutual fund advisers. The Trustees recognized that profitability comparisons among fund managers are difficult because of the variation in the type of comparative information that is publicly available, and the profitability of any fund manager is affected by numerous factors, including the organizational structure of the particular fund manager, differences in complex size, difference in product mix, difference in types of business (mutual fund, institutional and other), differences in the types of funds and other accounts it manages, possible other lines of business, the methodology for allocating expenses and the fund manager's capital structure and cost of capital.

Additionally, the Trustees considered the estimated profitability to the Adviser from the investment management services it provided to each Janus Henderson Fund. In their review, the Trustees considered whether the Adviser and subadviser receive adequate incentives and resources to manage the Janus Henderson Funds effectively. In reviewing profitability, the Trustees noted that the estimated profitability for an individual Janus Henderson Fund is necessarily a product of the allocation methodology utilized by the Adviser to allocate its expenses as part of the estimated profitability calculation. In this regard, the Trustees noted that the independent fee consultant found that (1) the expense allocation methodology and rationales utilized by the Adviser were reasonable and (2) no clear correlation exists between expense allocations and operating margins. The Trustees also considered that the estimated profitability for an individual Janus Henderson Fund was influenced by a number of factors, including not only the allocation methodology selected, but also the presence of fee waivers and expense caps, and whether the Janus Henderson Fund's investment management agreement contained breakpoints or a performance fee component. The Trustees determined, after taking into account these factors, among others, that the Adviser's estimated profitability with respect to each Janus Henderson Fund was not unreasonable in relation to the services provided, and that the variation in the range of such estimated profitability among the Janus Henderson Funds was not a material factor in the Board's approval of the reasonableness of any Janus Henderson Fund's investment management fees.

The Trustees concluded that the management fees payable by each Janus Henderson Fund to the Adviser and its affiliates, as well as the fees paid by the Adviser to the subadviser of subadvised Janus Henderson Funds, were reasonable in relation to the nature, extent, and quality of the services provided, taking into account the fees charged by other advisers for managing comparable mutual funds with similar strategies, the fees the Adviser and the subadviser charge to other clients, and, as applicable, the impact of fund performance on management fees payable by the Janus Henderson Funds. The Trustees also concluded that each Janus Henderson Fund's total expenses were reasonable, taking into account the size of the Janus Henderson Fund, the quality of services provided by the Adviser and subadviser, the investment performance of the Janus Henderson Fund, and any expense limitations agreed to or provided by the Adviser.

Economies of Scale

The Trustees considered information about the potential for the Adviser to realize economies of scale as the assets of the Janus Henderson Funds increase. They noted that their independent fee consultant published a report to the Trustees in November 2019 which provided its research and analysis into economies of scale. They also noted that, although many Janus Henderson Funds pay advisory fees at a fixed base rate as a percentage of net assets, without any breakpoints or performance fees, their independent fee consultant concluded that 75% of these Janus Henderson Funds' have contractual management fees (gross of waivers) below their Broadridge Expense Group averages. The Trustees also noted the following: (1) that for those Janus Henderson Funds whose expenses are being reduced by the contractual expense limitations of the Adviser, the Adviser is subsidizing certain of these Janus Henderson Funds because they have not reached adequate scale; (2) performance fee structures have been implemented for various Janus Henderson Funds that have caused the effective rate of advisory fees payable by such Janus Henderson Fund to vary depending on the investment performance of the Janus Henderson Fund relative to its benchmark index over the measurement period; and (3) a few Janus Henderson Funds have fee schedules with breakpoints and reduced fee rates above certain asset levels. The Trustees also noted that the Janus Henderson Funds share directly in economies of scale through the significant investments made by the Adviser and its affiliates related to services provided to the Funds and the lower charges of third-party service providers that are based in part on the combined scale of all of the Janus Henderson Funds.

Janus Henderson VIT Global Research Portfolio

Additional Information (unaudited)

The Trustees also considered the independent fee consultant's conclusion that, given the limitations of various analytical approaches to economies of scale and their conflicting results, it is difficult to analytically confirm or deny the existence of economies of scale in the Janus Henderson complex. In this regard, the independent consultant concluded that (1) to the extent there were economies of scale at the Adviser, the Adviser's general strategy of setting fixed management fees below peers appeared to share any such economies with investors even on smaller Janus Henderson Funds which have not yet achieved those economies and (2) by setting lower fixed fees from the start on these Janus Henderson Funds, the Adviser appeared to be investing to increase the likelihood that these Janus Henderson Funds will grow to a level to achieve any economies of scale that may exist. Further, the independent fee consultant provided its belief that Janus Henderson Fund investors are well-served by the fee levels and performance fee structures in place on the Janus Henderson Funds in light of any economies of scale that may be present at the Adviser.

Based on all of the information reviewed, including the recent and past research and analysis conducted by the Trustees' independent fee consultant, the Trustees concluded that the current fee structure of each Janus Henderson Fund was reasonable and that the current rates of fees do reflect a sharing between the Adviser and the Janus Henderson Fund of any economies of scale that may be present at the current asset level of the Janus Henderson Fund.

Other Benefits to the Adviser

The Trustees also considered benefits that accrue to the Adviser and its affiliates and subadviser to the Janus Henderson Funds from their relationships with the Janus Henderson Funds. They recognized that two affiliates of the Adviser separately serve the Janus Henderson Funds as transfer agent and distributor, respectively, and the transfer agent receives compensation directly from the non-money market funds for services provided, and that such compensation contributes to the overall profitability of the Adviser and its affiliates that results from their relationship with the Janus Henderson Funds. The Trustees also considered the Adviser's past and proposed use of commissions paid by the Janus Henderson Funds on portfolio brokerage transactions to obtain proprietary and third-party research products and services benefiting the Janus Henderson Fund and/or other clients of the Adviser and/or the Adviser, and/or subadviser to a Janus Henderson Fund. The Trustees concluded that the Adviser's and the subadviser's use of these types of client commission arrangements to obtain proprietary and third-party research products and services was consistent with regulatory requirements and guidelines and was likely to benefit each Janus Henderson Fund. The Trustees also concluded that, other than the services provided by the Adviser and its affiliates and subadviser pursuant to the agreements and the fees to be paid by each Janus Henderson Fund therefor, the Janus Henderson Funds and the Adviser and the subadviser may potentially benefit from their relationship with each other in other ways. They concluded that the Adviser and its affiliates share directly in economies of scale through the lower charges of third-party service providers that are based in part on the combined scale of the Janus Henderson Funds and other clients serviced by the Adviser and its affiliates. They also concluded that the Adviser and the subadviser benefit from the receipt of research products and services acquired through commissions paid on portfolio transactions of the Janus Henderson Funds and that the Janus Henderson Funds benefit from the Adviser's and/or the subadviser's receipt of those products and services as well as research products and services acquired through commissions paid by other clients of the Adviser and/or other clients of the subadviser. They further concluded that the success of any Janus Henderson Fund could attract other business to the Adviser, the subadviser or other Janus Henderson funds, and that the success of the Adviser and the subadviser could enhance the Adviser's and the subadviser's ability to serve the Janus Henderson Funds.

Janus Henderson VIT Global Research Portfolio

Useful Information About Your Portfolio Report (unaudited)

Management Commentary

The Management Commentary in this report includes valuable insight as well as statistical information to help you understand how your Portfolio's performance and characteristics stack up against those of comparable indices.

If the Portfolio invests in foreign securities, this report may include information about country exposure. Country exposure is based primarily on the country of risk. A company may be allocated to a country based on other factors such as location of the company's principal office, the location of the principal trading market for the company's securities, or the country where a majority of the company's revenues are derived.

Please keep in mind that the opinions expressed in the Management Commentary are just that: opinions. They are a reflection based on best judgment at the time this report was compiled, which was December 31, 2021. As the investing environment changes, so could opinions. These views are unique and are not necessarily shared by fellow employees or by Janus Henderson in general.

Performance Overviews

Performance overview graphs compare the performance of a hypothetical \$10,000 investment in the Portfolio with one or more widely used market indices. When comparing the performance of the Portfolio with an index, keep in mind that market indices are not available for investment and do not reflect deduction of expenses.

Average annual total returns are quoted for a Portfolio with more than one year of performance history. Average annual total return is calculated by taking the growth or decline in value of an investment over a period of time, including reinvestment of dividends and distributions, then calculating the annual compounded percentage rate that would have produced the same result had the rate of growth been constant throughout the period. Average annual total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Cumulative total returns are quoted for a Portfolio with less than one year of performance history. Cumulative total return is the growth or decline in value of an investment over time, independent of the period of time involved. Cumulative total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Pursuant to federal securities rules, expense ratios shown in the performance chart reflect subsidized (if applicable) and unsubsidized ratios. The total annual fund operating expenses ratio is gross of any fee waivers, reflecting the Portfolio's unsubsidized expense ratio. The net annual fund operating expenses ratio (if applicable) includes contractual waivers of the Adviser and reflects the Portfolio's subsidized expense ratio. Ratios may be higher or lower than those shown in the "Financial Highlights" in this report.

Schedule of Investments

Following the performance overview section is the Portfolio's Schedule of Investments. This schedule reports the types of securities held in the Portfolio on the last day of the reporting period. Securities are usually listed by type (common stock, corporate bonds, U.S. Government obligations, etc.) and by industry classification (banking, communications, insurance, etc.). Holdings are subject to change without notice.

The value of each security is quoted as of the last day of the reporting period. The value of securities denominated in foreign currencies is converted into U.S. dollars.

If the Portfolio invests in foreign securities, it will also provide a summary of investments by country. This summary reports the Portfolio exposure to different countries by providing the percentage of securities invested in each country. The country of each security represents the country of risk. The Portfolio's Schedule of Investments relies upon the industry group and country classifications published by Bloomberg and/or MSCI Inc.

Tables listing details of individual forward currency contracts, futures, written options, swaptions, and swaps follow the Portfolio's Schedule of Investments (if applicable).

Statement of Assets and Liabilities

This statement is often referred to as the "balance sheet." It lists the assets and liabilities of the Portfolio on the last day of the reporting period.

Janus Henderson VIT Global Research Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's assets are calculated by adding the value of the securities owned, the receivable for securities sold but not yet settled, the receivable for dividends declared but not yet received on securities owned, and the receivable for Portfolio shares sold to investors but not yet settled. The Portfolio's liabilities include payables for securities purchased but not yet settled, Portfolio shares redeemed but not yet paid, and expenses owed but not yet paid. Additionally, there may be other assets and liabilities such as unrealized gain or loss on forward currency contracts.

The section entitled "Net Assets Consist of" breaks down the components of the Portfolio's net assets. Because the Portfolio must distribute substantially all earnings, you will notice that a significant portion of net assets is shareholder capital.

The last section of this statement reports the net asset value ("NAV") per share on the last day of the reporting period. The NAV is calculated by dividing the Portfolio's net assets for each share class (assets minus liabilities) by the number of shares outstanding.

Statement of Operations

This statement details the Portfolio's income, expenses, realized gains and losses on securities and currency transactions, and changes in unrealized appreciation or depreciation of Portfolio holdings.

The first section in this statement, entitled "Investment Income," reports the dividends earned from securities and interest earned from interest-bearing securities in the Portfolio.

The next section reports the expenses incurred by the Portfolio, including the advisory fee paid to the investment adviser, transfer agent fees and expenses, and printing and postage for mailing statements, financial reports and prospectuses. Expense offsets and expense reimbursements, if any, are also shown.

The last section lists the amounts of realized gains or losses from investment and foreign currency transactions, and changes in unrealized appreciation or depreciation of investments and foreign currency-denominated assets and liabilities. The Portfolio will realize a gain (or loss) when it sells its position in a particular security. A change in unrealized gain (or loss) refers to the change in net appreciation or depreciation of the Portfolio during the reporting period. "Net Realized and Unrealized Gain/(Loss) on Investments" is affected both by changes in the market value of Portfolio holdings and by gains (or losses) realized during the reporting period.

Statements of Changes in Net Assets

These statements report the increase or decrease in the Portfolio's net assets during the reporting period. Changes in the Portfolio's net assets are attributable to investment operations, dividends and distributions to investors, and capital share transactions. This is important to investors because it shows exactly what caused the Portfolio's net asset size to change during the period.

The first section summarizes the information from the Statement of Operations regarding changes in net assets due to the Portfolio's investment operations. The Portfolio's net assets may also change as a result of dividend and capital gains distributions to investors. If investors receive their dividends and/or distributions in cash, money is taken out of the Portfolio to pay the dividend and/or distribution. If investors reinvest their dividends and/or distributions, the Portfolio's net assets will not be affected.

The reinvestment of dividends and distributions is included under "Capital Share Transactions." "Capital Shares" refers to the money investors contribute to the Portfolio through purchases or withdrawals via redemptions. The Portfolio's net assets will increase and decrease in value as investors purchase and redeem shares from the Portfolio.

Financial Highlights

This schedule provides a per-share breakdown of the components that affect the Portfolio's NAV for current and past reporting periods as well as total return, asset size, ratios, and portfolio turnover rate.

The first line in the table reflects the NAV per share at the beginning of the reporting period. The next line reports the net investment income/(loss) per share. Following is the per share total of net gains/(losses), realized and unrealized. Per share dividends and distributions to investors are then subtracted to arrive at the NAV per share at the end of the period. The next line reflects the total return for the period. The total return may include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes. As a result, the total return may differ from the total return reflected for individual shareholder transactions. Also included are ratios of expenses and net investment income to average net assets.

Janus Henderson VIT Global Research Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's expenses may be reduced through expense offsets and expense reimbursements. The ratios shown reflect expenses before and after any such offsets and reimbursements.

The ratio of net investment income/(loss) summarizes the income earned less expenses, divided by the average net assets of the Portfolio during the reporting period. Do not confuse this ratio with the Portfolio's yield. The net investment income ratio is not a true measure of the Portfolio's yield because it does not take into account the dividends distributed to the Portfolio's investors.

The next figure is the portfolio turnover rate, which measures the buying and selling activity in the Portfolio. Portfolio turnover is affected by market conditions, changes in the asset size of the Portfolio, fluctuating volume of shareholder purchase and redemption orders, the nature of the Portfolio's investments, and the investment style and/or outlook of the portfolio manager(s) and/or investment personnel. A 100% rate implies that an amount equal to the value of the entire portfolio was replaced once during the fiscal year; a 50% rate means that an amount equal to the value of half the portfolio is traded in a year; and a 200% rate means that an amount equal to the value of the entire portfolio is traded every six months.

Janus Henderson VIT Global Research Portfolio

Designation Requirements (unaudited)

For federal income tax purposes, the Portfolio designated the following for the year ended December 31, 2021:

Capital Gain Distributions	\$41,475,093
Dividends Received Deduction Percentage	68%

Janus Henderson VIT Global Research Portfolio

Trustees and Officers (unaudited)

The following are the Trustees and officers of the Trust, together with a brief description of their principal occupations during the last five years (principal occupations for certain Trustees may include periods over five years). The Portfolio's Statement of Additional Information includes additional information about the Trustees and officers and is available, without charge, by calling 1-877-335-2687.

Each Trustee has served in that capacity since he or she was originally elected or appointed. The Trustees do not serve a specified term of office. Each Trustee will hold office until the termination of the Trust or his or her earlier death, resignation, retirement, incapacity, or removal. Under the Portfolio's Governance Procedures and Guidelines, the policy is for Trustees to retire no later than the end of the calendar year in which the Trustee turns 75. The Trustees review the Portfolio's Governance Procedures and Guidelines from time to time and may make changes they deem appropriate. The Portfolio's Nominating and Governance Committee will consider nominees for the position of Trustee recommended by shareholders. Shareholders may submit the name of a candidate for consideration by the Committee by submitting their recommendations to the Trust's Secretary. Each Trustee is currently a Trustee of one other registered investment company advised by the Adviser: Janus Investment Fund. Collectively, these two registered investment companies consist of 52 series or funds referred to herein as the Fund Complex.

The Trust's officers are elected annually by the Trustees for a one-year term. Certain officers also serve as officers of Janus Investment Fund. Certain officers of the Portfolio may also be officers and/or directors of the Adviser. Except as otherwise disclosed, Portfolio officers receive no compensation from the Portfolio, except for the Portfolio's Chief Compliance Officer, as authorized by the Trustees.

Janus Henderson VIT Global Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William F. McCalpin 151 Detroit Street Denver, CO 80206 DOB: 1957	Chairman Trustee	1/08-Present 6/02-Present	Independent Consultant (since 2019) and Chief Operating Officer, muun chi LLC (organic food business) (since 2020). Formerly, Managing Partner, Impact Investments, Athena Capital Advisors LLC (independent registered investment advisor) (2016-2019), Managing Director, Holos Consulting LLC (provides consulting services to foundations and other nonprofit organizations) (2009-2016), Chief Executive Officer, Imprint Capital Advisors (impact investment firm) (2013-2015), and Executive Vice President and Chief Operating Officer of The Rockefeller Brothers Fund (a private family foundation) (1998-2006).	52	Chairman of the Board and Trustee of The Investment Fund for Foundations Investment Program (TIP) (consisting of 1 fund) (since 2008), and Director of the F.B. Heron Foundation (a private grantmaking foundation) (since 2006). Formerly, Director of Mutual Fund Directors Forum (a non-profit organization serving independent directors of U.S. mutual funds) (2016-2021).

Janus Henderson VIT Global Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Alan A. Brown 151 Detroit Street Denver, CO 80206 DOB: 1962	Trustee	1/13-Present	Principal, Curam Holdings LLC (since 2018). Formerly, Executive Vice President, Institutional Markets, of Black Creek Group (private equity real estate investment management firm) (2012-2018), Executive Vice President and Co-Head, Global Private Client Group (2007-2010), Executive Vice President, Mutual Funds (2005-2007), and Chief Marketing Officer (2001-2005) of Nuveen Investments, Inc. (asset management).	52	Advisory Board Member of AEW Core Property Trust (open-end property fund) (since 2020), and Director of WTTW (PBS affiliate) (since 2003). Formerly, Director of MotiveQuest LLC (strategic social market research company) (2003-2016), Director of Nuveen Global Investors LLC (2007-2011), Director of Communities in Schools (2004-2010), and Director of Mutual Fund Education Alliance (until 2010).

Janus Henderson VIT Global Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William D. Cvengros 151 Detroit Street Denver, CO 80206 DOB: 1948	Trustee	1/11-Present	Chief Executive Officer of SJC Capital, LLC (a personal investment company and consulting firm) (since 2002). Formerly, Chief Executive Officer and President of PIMCO Advisors Holdings L.P. (a publicly traded investment management firm) (1994-2000), and Chief Investment Officer (1987-1994) and Vice Chairman and Director (1990-1994) of Pacific Life Insurance Company (a mutual life insurance and annuity company) (1987-1994).	52	Member, Limited Partner Advisory Committee, Karmel Capital Fund III (since 2022), Member of the Investmtnet Committee for the Orange Country Community Foundation (a grantmaking foundation) (since 2020), Advisory Board Member, RevOZ Fund LP and related funds (real estate investments for opportunity zones) (since 2020), and Advisory Board Member, Innovate Partners Emerging Growth and Equity Fund I (early stage venture capital fund) (since 2014). Formerly, Managing Trustee of National Retirement Partners Liquidating Trust (2013-2016), Chairman, National Retirement Partners, Inc. (formerly a network of advisors to 401(k) plans) (2005-2013), Director of Prospect Acquisition Corp. (a special purpose acquisition corporation) (2007-2009), Director of RemedyTemp, Inc. (temporary help services company) (1996-2006), and Trustee of PIMCO Funds Multi-Manager Series (1990-2000) and Pacific Life Variable Life & Annuity Trusts (1987-1994).

Janus Henderson VIT Global Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Raudline Etienne 151 Detroit Street Denver, CO 80206 DOB: 1965	Trustee	6/16-Present	Founder, Daraja Capital (advisory and investment firm) (since 2016). Formerly, Senior Vice President and Senior Advisor, Albright Stonebridge Group LLC (global strategy firm) (2011-2021), and Deputy Comptroller and Chief Investment Officer, New York State Common Retirement Fund (public pension fund) (2008-2011).	52	Member of the Investment Committee for Cooper Union (private college) (since 2021), Board Member, Van Alen Institute (nonprofit architectural and design organization) (since 2019) and Director of Brightwood Capital Advisors, LLC (since 2014).
Gary A. Poliner 151 Detroit Street Denver, CO 80206 DOB: 1953	Trustee	6/16-Present	Retired. Formerly, President (2010-2013) of Northwestern Mutual Life Insurance Company.	52	Director of MGIC Investment Corporation (private mortgage insurance) (since 2013). Formerly, Director, West Bend Mutual Insurance Company (property/casualty insurance) (2013-2021), Trustee of Northwestern Mutual Life Insurance Company (2010-2013) and Director of Frank Russell Company (global asset management firm) (2008-2013).

Janus Henderson VIT Global Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Diane L. Wallace 151 Detroit Street Denver, CO 80206 DOB: 1958	Trustee	6/17-Present	Retired. Formerly, Chief Operating Officer, Senior Vice President-Operations, and Chief Financial Officer for Driehaus Capital Management, LLC (1988-2006) and Treasurer for Driehaus Mutual Funds (1996-2002).	52	Formerly, Director of Family Service of Lake County (2019-2021), Independent Trustee, Henderson Global Funds (13 portfolios) (2015-2017), Independent Trustee, State Farm Associates' Funds Trust, State Farm Mutual Fund Trust, and State Farm Variable Product Trust (28 portfolios) (2013-2017).
Linda S. Wolf 151 Detroit Street Denver, CO 80206 DOB: 1947	Trustee	11/05-Present	Retired. Formerly, Chairman and Chief Executive Officer of Leo Burnett (Worldwide) (advertising agency) (2001-2005).	52	Director of Chicago Community Trust (Regional Community Foundation), Lurie Children's Hospital (Chicago, IL), and Shirley Ryan Ability Lab. Formerly, Director of Wrapports, LLC (until 2022), Director of Chicago Council on Global Affairs (until 2019), InnerWorkings (until 2019) and Director of Walmart (until 2017).

Janus Henderson VIT Global Research Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Michelle Rosenberg 151 Detroit Street Denver, CO 80206 DOB: 1973	Interim President and Chief Executive Officer	1/22-Present	General Counsel and Corporate Secretary of Janus Henderson Investors (since 2018). Formerly, Senior Vice President and Head of Legal, North America of Janus Henderson Investors (2017-2018) and Deputy General Counsel of Janus Henderson US (Holdings), Inc. (2015-2018).
Kristin Mariani 151 Detroit Street Denver, CO 80206 DOB: 1966	Vice President, Chief Compliance Officer, and Anti-Money Laundering Officer	7/20-Present	Head of Compliance, North America for Janus Henderson Investors (since September 2020), and Chief Compliance Officer for Janus Henderson Investors US LLC (since September 2017). Formerly, Global Head of Investment Management Compliance for Janus Henderson Investors (February 2019-August 2020), Vice President, Head of Global Distribution Compliance and Chief Compliance Officer of Janus Henderson Distributors US LLC (May 2017-September 2017), Vice President, Compliance at Janus Henderson US (Holdings) Inc., Janus Henderson Investors US LLC, and Janus Henderson Distributors US LLC (2009-2017).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

Janus Henderson VIT Global Research Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Jesper Nergaard 151 Detroit Street Denver, CO 80206 DOB: 1962	Chief Financial Officer Vice President, Treasurer, and Principal Accounting Officer	3/05-Present 2/05-Present	Head of U.S. Fund Administration, Janus Henderson Investors and Janus Henderson Services US LLC.
Abigail J. Murray 151 Detroit Street Denver, CO 80206 DOB: 1975	Vice President, Chief Legal Officer, and Secretary	12/20-Present	Managing Counsel (2020-present). Formerly, Senior Counsel for Invesco Ltd. (2017-2020), and Vice President and Senior Counsel, ALPS Fund Services, Inc. and Assistant General Counsel, ALPS Advisors, Inc. (2015-2017).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

Janus Henderson VIT Global Research Portfolio

Notes

Janus Henderson VIT Global Research Portfolio
Notes

This report is submitted for the general information of shareholders of the Portfolio. It is not an offer or solicitation for the Portfolio and is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus.

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Janus Henderson Distributors US LLC

Janus Henderson VIT Research Portfolio

Janus Aspen Series

HIGHLIGHTS

- Portfolio management perspective
- Investment strategy behind your portfolio
- Portfolio performance, characteristics and holdings

Janus Henderson
— INVESTORS —

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Janus Henderson VIT Research Portfolio (unaudited)

PORTFOLIO SNAPSHOT

We believe that the best way to generate consistent excess returns is stock picking based on independent research. We focus the risks of the Portfolio on what we feel are our strengths – research and stock selection – and seek to avoid unnecessary risks, specifically macro risks and other portfolio biases. Therefore, we let sector experts drive the process and pick their best ideas and use a portfolio oversight team to monitor the risk of the Portfolio and keep it focused on stock selection.

Team-Based Approach
Led by Matthew Peron,
Director of Research

PERFORMANCE OVERVIEW

For the 12-month period ending December 31, 2021, the Janus Henderson VIT Research Portfolio's Institutional Shares and Service Shares returned 20.33% and 20.05%, respectively. The Portfolio's primary benchmark, the Russell 1000[®] Growth Index, returned 27.60% and its secondary benchmark, the S&P 500[®] Index, returned 28.71%. Another benchmark we use to measure performance, the Core Growth Index, returned 28.22%. The Core Growth Index is an internally calculated benchmark combining returns from the Russell 1000 Growth Index (50%) and S&P 500 Index (50%).

INVESTMENT ENVIRONMENT

The approval and rollout of COVID-19 vaccines at the start of the period, as well as ongoing accommodative policies from central banks around the world, put the global economy firmly on a path to recovery. While fiscal and monetary programs supported the recovery, increasing expectations for growth and inflation pushed global bond yields higher, with the widely watched 10-year U.S. Treasury yield rising sharply in March. This fueled a rotation out of technology stocks, where high valuations were supported by the notion that growth and cost of capital will remain low, and into stocks that generally perform well in a rising rate environment. Despite continued growth in the global economy, the yield on the 10-year U.S. Treasury note pulled back in August. In November, after several months of describing the inflationary environment as "transitory," the U.S. Federal Reserve (Fed) acknowledged that inflation was a greater concern than originally thought and announced that it would aggressively dial back its large-scale bond buying in response to rising inflation. The Fed also indicated it may raise interest rates as many as three times in 2022. Although rising consumer prices, persistent inflation, supply chain bottlenecks and the emergence of new variants of the COVID-19 virus fueled market volatility in

the final months of the reporting period, markets finished the period with strong gains.

PERFORMANCE DISCUSSION

Our seven sector teams employ a bottom-up, fundamental approach to identify what we consider the best investment opportunities. Our analysts take a long-term view of companies with a focus on value creation and duration of growth, which may lead to high returns on invested capital. The Portfolio directly captures the insights of our teams through their highest-conviction ideas. In building a diversified portfolio, we seek to minimize macroeconomic risks while generating strong performance over longer periods.

Notable detractors during the period included select technology holdings, including ZenDesk. The customer service firm's stock declined on concerns that its proposed acquisition of Momentive, operator of cloud-based survey tool Survey Monkey, would dilute ZenDesk's financial performance. Stockholders of both companies will vote on the proposed merger in February. We maintained our position in the stock and will closely monitor developments.

The Portfolio's underweight position in strong-performing Apple led to it being a relative detractor in the period. Despite ongoing supply chain constraints, Apple continued to report solid results. The market seems to be looking past these supply constraints and toward future strong product sales, including smartphones, wearables, personal computers and, potentially, virtual reality devices. Apple's services business remains strong and continues to contribute to a more durable, recurring revenue model.

Software as a Service company RingCentral also detracted from relative results. Despite topping analysts' quarterly earnings estimates and demonstrating accelerating growth, rising vaccination rates and a subsequent return to the office by workers led to

Janus Henderson VIT Research Portfolio (unaudited)

concerns that demand for RingCentral's cloud-based communications products could slow. Heightened competition, pricing issues, and the departure of three executives over three months also weighed on the stock. With leadership in flux, we believe it will be difficult for RingCentral to execute on its strategy and we liquidated our position in the stock.

Although we are disappointed with the performance of these stocks, a number of our holdings delivered solid results, including technology holdings Nvidia and Atlassian. Nvidia's stock jumped following an announcement by social media giant Meta Platforms (formerly Facebook), which also is a Portfolio holding, that it will significantly increase its capital spending plans for 2022 as it bolsters its data center network and infrastructure. As a leading producer of graphics processing units used in data centers, we believe Nvidia could benefit. Atlassian continued to report quarterly earnings that handily beat consensus estimates and issued second quarter fiscal 2022 guidance above estimates. The developer of enterprise software products plays a valuable role in enabling developers and IT teams to collaborate with each other more effectively.

Alternative asset management firm Blackstone Group also contributed. Performance in the company's portfolios has been strong as a result of economic reopening, and Blackstone has been favorably positioned to capture capital migrating to alternatives, a long-term secular trend we believe is likely to continue.

OUTLOOK

Our outlook for 2022 is framed around our belief that the economic recovery will continue. With that said, the persistence of above-average inflation and shifting monetary policy could fuel market volatility. COVID-19 remains a risk to derail the expansion in 2022, but a lesser one than in 2021 given that we now have a broader set of tools that make it less likely outbreaks will be as disruptive as they were earlier in the pandemic. Notably, global supply chain disruptions remain an overhang from the pandemic, but we are optimistic they will stabilize by mid-2022. Greater concerns are inflation and Fed policy. While our view is that inflation will moderate, we are mindful that if it runs too hot for too long, central bankers globally may respond by scaling back the massive liquidity programs they introduced during the pandemic more aggressively and more quickly than initially projected. Against this backdrop, investors could find themselves navigating the market's choppy

waters in the first half of 2022 before finding solid footing in the second half.

Despite the potential for a bumpy start to 2022, we believe any market volatility would indicate a transition to the mid-cycle stage of the economic cycle – a stage in which we feel we are positioned to participate. Specifically, our holdings include companies believed to be driving or benefiting from secular growth trends such as e-commerce, cloud computing, digital payments and health care innovation. Furthermore, we are optimistic that a transition to the mid-cycle stage will likely favor our investment strategy of emphasizing quality and growth at a reasonable price and also allow broader sector participation in market gains.

Thank you for your investment in Janus Henderson VIT Research Portfolio.

Janus Henderson VIT Research Portfolio (unaudited)

Portfolio At A Glance

December 31, 2021

5 Top Contributors - Holdings

	Average Weight	Relative Contribution		Average Weight	Relative Contribution
NVIDIA Corp	4.07%	1.43%	Zendesk Inc	1.47%	-0.94%
Atlassian Corp PLC - Class A	1.23%	0.38%	Apple Inc	5.95%	-0.90%
Blackstone Group Inc	0.64%	0.29%	RingCentral Inc	0.87%	-0.89%
Lam Research Corp	1.62%	0.26%	Vroom Inc	0.23%	-0.60%
Marvell Technology Inc	0.31%	0.26%	CoStar Group Inc	1.25%	-0.54%

5 Top Detractors - Holdings

3 Top Contributors - Sectors*

	Relative Contribution	Portfolio Average Weight	Russell 1000 Growth Index Average Weight
Other**	0.22%	0.98%	0.77%
Energy	0.06%	0.26%	0.22%
Financials	-0.13%	8.83%	8.84%

5 Top Detractors - Sectors*

	Relative Contribution	Portfolio Average Weight	Russell 1000 Growth Index Average Weight
Technology	-2.38%	38.00%	38.10%
Consumer	-2.11%	18.43%	18.48%
Healthcare	-1.00%	11.16%	11.12%
Communications	-0.61%	14.28%	14.09%
Industrials	-0.60%	8.06%	8.38%

Relative contribution reflects how the portfolio's holdings impacted return relative to the benchmark. Cash and securities not held in the portfolio are not shown. For equity portfolios, relative contribution compares the performance of a security in the portfolio to the benchmark's total return, factoring in the difference in weight of that security in the benchmark. Returns are calculated using daily returns and previous day ending weights rolled up by ticker, excluding fixed income securities, gross of advisory fees, may exclude certain derivatives and will differ from actual performance. Performance attribution reflects returns gross of advisory fees and may differ from actual returns as they are based on end of day holdings.

Attribution is calculated by geometrically linking daily returns for the portfolio and index.

* The sectors listed above reflect those covered by the six analyst teams who comprise the Janus Henderson Research Team.

** Not a GICS classified sector.

Janus Henderson VIT Research Portfolio (unaudited)

Portfolio At A Glance

December 31, 2021

5 Largest Equity Holdings - (% of Net Assets)

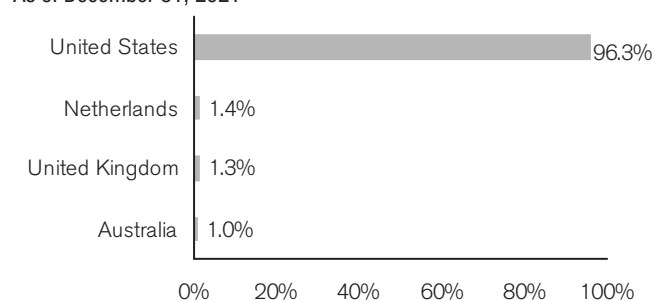
Microsoft Corp	
Software	10.2%
Amazon.com Inc	
Internet & Direct Marketing Retail	7.0%
Alphabet Inc - Class C	
Interactive Media & Services	6.5%
Apple Inc	
Technology Hardware, Storage & Peripherals	5.5%
NVIDIA Corp	
Semiconductor & Semiconductor Equipment	5.5%
	34.7%

Asset Allocation - (% of Net Assets)

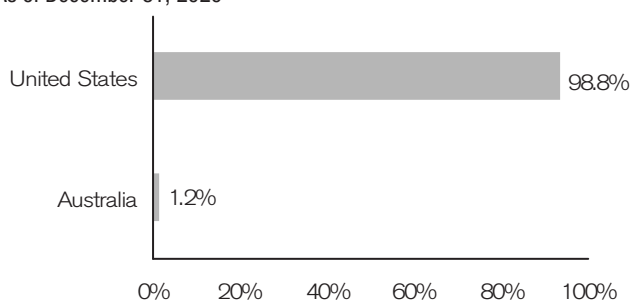
Common Stocks	99.7%
Investments Purchased with Cash	
Collateral from Securities Lending	0.3%
Investment Companies	0.3%
Other	(0.3)%
	100.0%

Top Country Allocations - Long Positions - (% of Investment Securities)

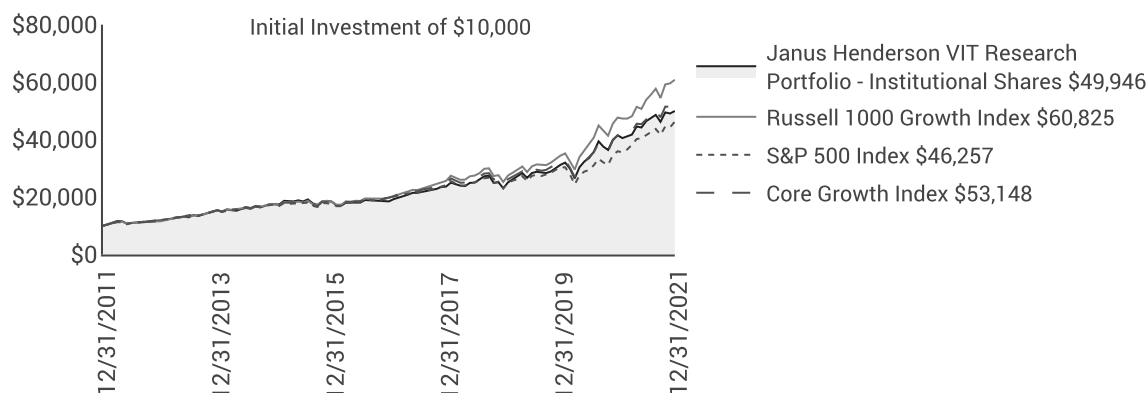
As of December 31, 2021



As of December 31, 2020



Janus Henderson VIT Research Portfolio (unaudited) Performance



Average Annual Total Return - for the periods ended December 31, 2021					Prospectus Expense Ratios
	One Year	Five Year	Ten Year	Since Inception*	Total Annual Fund Operating Expenses†
Institutional Shares	20.33%	21.99%	17.45%	10.10%	0.60%
Service Shares	20.05%	21.68%	17.16%	9.81%	0.85%
Russell 1000 Growth Index	27.60%	25.32%	19.79%	11.38%	
S&P 500 Index	28.71%	18.47%	16.55%	10.73%	
Core Growth Index	28.22%	21.89%	18.18%	11.09%	
Morningstar Quartile - Institutional Shares	3rd	3rd	3rd	3rd	
Morningstar Ranking - based on total returns for Large Growth Funds	732/1,244	674/1,124	641/1,022	246/367	

Returns quoted are past performance and do not guarantee future results; current performance may be lower or higher. Investment returns and principal value will vary; there may be a gain or loss when shares are sold. For the most recent month-end performance call 800.668.0434 or visit janushenderson.com/VITperformance.

This Portfolio has a performance-based management fee that may adjust up or down based on the Portfolio's performance.

Performance may be affected by risks that include those associated with foreign and emerging markets, fixed income securities, high-yield and high-risk securities, undervalued, overlooked and smaller capitalization companies, real estate related securities including Real Estate Investment Trusts (REITs), Environmental, Social and Governance (ESG) factors, non-diversification, portfolio turnover, derivatives, short sales, initial public offerings (IPOs) and potential conflicts of interest. Each product has different risks. Please see the prospectus for more information about risks, holdings and other details.

Returns do not reflect the deduction of fees, charges or expenses of any insurance product or qualified plan. If applied, returns would have been lower.

Returns include reinvestment of all dividends and distributions and do not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares. The returns do not include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes.

Performance for Service Shares prior to December 31, 1999 reflects the performance of Institutional Shares, adjusted to reflect the expenses of Service Shares.

Ranking is for the share class shown only; other classes may have different performance characteristics.

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There is no assurance that the investment process will consistently lead to successful investing.

See Notes to Schedule of Investments and Other Information for index definitions.

See important disclosures on the next page.

Janus Henderson VIT Research Portfolio (unaudited) Performance

Index performance does not reflect the expenses of managing a portfolio as an index is unmanaged and not available for direct investment.

See "Useful Information About Your Portfolio Report."

*The Portfolio's inception date – September 13, 1993

‡ As stated in the prospectus. See Financial Highlights for actual expense ratios during the reporting period.

Janus Henderson VIT Research Portfolio (unaudited)

Expense Examples

As a shareholder of the Portfolio, you incur two types of costs: (1) transaction costs and (2) ongoing costs, including management fees; 12b-1 distribution and shareholder servicing fees (applicable to Service Shares only); transfer agent fees and expenses payable pursuant to the Transfer Agency Agreement; and other Portfolio expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Portfolio and to compare these costs with the ongoing costs of investing in other mutual funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. The example is based upon an investment of \$1,000 invested at the beginning of the period and held for the six-months indicated, unless noted otherwise in the table and footnotes below.

Actual Expenses

The information in the table under the heading "Actual" provides information about actual account values and actual expenses. You may use the information in these columns, 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 appropriate column for your share class under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during the period.

Hypothetical Example for Comparison Purposes

The information in the table under the heading "Hypothetical (5% return before expenses)" provides information about hypothetical account values and hypothetical expenses based upon the Portfolio's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Portfolio'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 Portfolio 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. Additionally, for an analysis of the fees associated with an investment in either share class or other similar funds, please visit www.finra.org/fundalyzer.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transaction costs, such as any charges at the separate account level or contract level. These fees are fully described in the Portfolio's prospectuses. Therefore, the hypothetical examples are useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds. In addition, if these transaction costs were included, your costs would have been higher.

	Actual			Hypothetical (5% return before expenses)			Net Annualized Expense Ratio
	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	
Institutional							
Shares	\$1,000.00	\$1,076.10	\$3.19	\$1,000.00	\$1,022.13	\$3.11	0.61%
Service Shares	\$1,000.00	\$1,074.80	\$4.50	\$1,000.00	\$1,020.87	\$4.38	0.86%

† Expenses Paid During Period are equal to the Net Annualized Expense Ratio multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period). Expenses in the examples include the effect of applicable fee waivers and/or expense reimbursements, if any. Had such waivers and/or reimbursements not been in effect, your expenses would have been higher. Please refer to the Notes to Financial Statements or the Portfolio's prospectuses for more information regarding waivers and/or reimbursements.

Janus Henderson VIT Research Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Common Stocks– 99.7%		
Aerospace & Defense – 1.3%		
Howmet Aerospace Inc	134,419	\$4,278,557
Teledyne Technologies Inc*	10,278	4,490,355
		8,768,912
Air Freight & Logistics – 1.6%		
United Parcel Service Inc	53,983	11,570,716
Auto Components – 0.8%		
Aptiv PLC*	32,331	5,332,998
Automobiles – 0.7%		
Rivian Automotive Inc - Class A*	44,830	4,648,423
Beverages – 1.4%		
Constellation Brands Inc	39,198	9,837,522
Biotechnology – 2.2%		
AbbVie Inc	69,817	9,453,222
Neurocrine Biosciences Inc*	5,638	480,188
Sarepta Therapeutics Inc*	32,377	2,915,549
Vertex Pharmaceuticals Inc*	11,135	2,445,246
		15,294,205
Capital Markets – 1.3%		
Apollo Global Management Inc	58,191	4,214,774
Blackstone Group Inc	39,735	5,141,312
		9,356,086
Chemicals – 1.0%		
Sherwin-Williams Co	20,650	7,272,104
Commercial Services & Supplies – 0.6%		
Copart Inc*	27,991	4,243,995
Entertainment – 2.7%		
Liberty Media Corp-Liberty Formula One*	122,338	7,736,655
Netflix Inc*	18,763	11,303,582
		19,040,237
Health Care Equipment & Supplies – 3.7%		
Abbott Laboratories	17,958	2,527,409
Align Technology Inc*	10,231	6,723,609
Danaher Corp	8,209	2,700,843
DexCom Inc*	3,857	2,071,016
Edwards Lifesciences Corp*	50,978	6,604,200
Intuitive Surgical Inc*	15,030	5,400,279
		26,027,356
Health Care Providers & Services – 0.4%		
UnitedHealth Group Inc	5,876	2,950,575
Hotels, Restaurants & Leisure – 1.6%		
Aramark	131,520	4,846,512
Caesars Entertainment Inc*	70,901	6,631,371
		11,477,883
Household Durables – 0.5%		
Roku Inc*	14,171	3,233,822
Household Products – 1.7%		
Procter & Gamble Co	72,511	11,861,349
Industrial Conglomerates – 0.7%		
Honeywell International Inc	23,027	4,801,360
Information Technology Services – 7.5%		
Fidelity National Information Services Inc	40,856	4,459,432
Mastercard Inc	55,021	19,770,146
Okta Inc*	19,286	4,323,343
Snowflake Inc - Class A*	18,818	6,374,598
Visa Inc	82,809	17,945,538
		52,873,057
Insurance – 0.7%		
Aon PLC - Class A	15,208	4,570,916

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Research Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Common Stocks– (continued)		
Interactive Media & Services – 10.4%		
Alphabet Inc - Class C*	15,829	\$45,802,636
Facebook Inc*	65,036	21,874,859
Match Group Inc*	24,783	3,277,552
Snap Inc - Class A*	54,811	2,577,761
		73,532,808
Internet & Direct Marketing Retail – 9.5%		
Amazon.com Inc*	14,840	49,481,606
Booking Holdings Inc*	3,384	8,118,994
DoorDash Inc - Class A*	19,541	2,909,655
Farfetch Ltd - Class A*	85,865	2,870,467
Wayfair Inc - Class A*:#	19,212	3,649,704
		67,030,426
Life Sciences Tools & Services – 0.9%		
Illumina Inc*	7,835	2,980,747
Thermo Fisher Scientific Inc	5,106	3,406,927
		6,387,674
Machinery – 1.2%		
Deere & Co	9,757	3,345,578
Ingersoll Rand Inc	86,507	5,352,188
		8,697,766
Oil, Gas & Consumable Fuels – 0.4%		
EOG Resources Inc	31,611	2,808,005
Pharmaceuticals – 1.8%		
AstraZeneca PLC (ADR)	103,271	6,015,536
Eli Lilly & Co	15,262	4,215,670
Horizon Therapeutics PLC*	20,293	2,186,774
		12,417,980
Professional Services – 1.0%		
CoStar Group Inc*	90,056	7,117,126
Real Estate Management & Development – 0.3%		
Redfin Corp*	55,144	2,116,978
Road & Rail – 1.9%		
JB Hunt Transport Services Inc	25,152	5,141,069
Uber Technologies Inc*	202,193	8,477,952
		13,619,021
Semiconductor & Semiconductor Equipment – 12.1%		
Advanced Micro Devices Inc*	53,678	7,724,264
ASML Holding NV	12,365	9,844,271
Lam Research Corp	13,840	9,953,036
Marvell Technology Inc	65,138	5,698,924
NVIDIA Corp	130,891	38,496,352
Texas Instruments Inc	46,484	8,760,839
Xilinx Inc	22,272	4,722,332
		85,200,018
Software – 20.1%		
Adobe Inc*	30,644	17,376,987
Atlassian Corp PLC - Class A*	19,541	7,450,788
Autodesk Inc*	28,077	7,894,972
Avalara Inc*	30,982	4,000,086
Cadence Design Systems Inc*	22,653	4,221,387
Microsoft Corp	214,459	72,126,851
ServiceNow Inc*	5,285	3,430,546
SS&C Technologies Holdings Inc	16,892	1,384,806
Tyler Technologies Inc*	11,855	6,377,397
Workday Inc - Class A*	33,504	9,152,623
Zendesk Inc*	78,929	8,231,505
		141,647,948

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Research Portfolio

Schedule of Investments

December 31, 2021

	<i>Shares or Principal Amounts</i>	<i>Value</i>
Common Stocks– (continued)		
Specialty Retail – 1.6%		
Burlington Stores Inc*	21,332	\$6,218,491
Olaplex Holdings Inc*	139,138	4,053,090
Vroom Inc*	96,009	1,035,937
		11,307,518
Technology Hardware, Storage & Peripherals – 5.5%		
Apple Inc	219,363	38,952,288
Textiles, Apparel & Luxury Goods – 1.4%		
NIKE Inc - Class B	60,205	10,034,367
Trading Companies & Distributors – 0.9%		
Ferguson PLC	35,858	6,359,453
Wireless Telecommunication Services – 0.3%		
T-Mobile US Inc*	17,399	2,017,936
Total Common Stocks (cost \$357,616,965)		702,408,828
Investment Companies– 0.3%		
Money Markets – 0.3%		
Janus Henderson Cash Liquidity Fund LLC, 0.0570% ^{∞,£} (cost \$1,878,692)	1,878,504	1,878,692
Investments Purchased with Cash Collateral from Securities Lending– 0.3%		
Investment Companies – 0.3%		
Janus Henderson Cash Collateral Fund LLC, 0% ^{∞,£}	1,920,280	1,920,280
Time Deposits – 0%		
Royal Bank of Canada, 0.0400%, 1/3/22	\$480,070	480,070
Total Investments Purchased with Cash Collateral from Securities Lending (cost \$2,400,350)		2,400,350
Total Investments (total cost \$361,896,007) – 100.3%		706,687,870
Liabilities, net of Cash, Receivables and Other Assets – (0.3)%		(2,367,630)
Net Assets – 100%		\$704,320,240

Summary of Investments by Country - (Long Positions) (unaudited)

<i>Country</i>	<i>Value</i>	<i>% of Investment Securities</i>
United States	\$680,506,808	96.3 %
Netherlands	9,844,271	1.4
United Kingdom	8,886,003	1.3
Australia	7,450,788	1.0
Total	\$706,687,870	100.0 %

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Research Portfolio

Schedule of Investments

December 31, 2021

Schedules of Affiliated Investments – (% of Net Assets)

	Dividend Income	Realized Gain/(Loss)	Change in Unrealized Appreciation/ Depreciation	Value at 12/31/21
Investment Companies - 0.3%				
Money Markets - 0.3%				
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	\$ 666	\$ -	\$ -	\$ 1,878,692
Investments Purchased with Cash Collateral from Securities Lending - 0.3%				
Investment Companies - 0.3%				
Janus Henderson Cash Collateral Fund LLC, 0%	7,700 ^A	-	-	1,920,280
Total Affiliated Investments - 0.6%	\$ 8,366	\$ -	\$ -	\$ 3,798,972

	Value at 12/31/20	Purchases	Sales Proceeds	Value at 12/31/21
Investment Companies - 0.3%				
Money Markets - 0.3%				
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	1,551,134	75,154,228	(74,826,670)	1,878,692
Investments Purchased with Cash Collateral from Securities Lending - 0.3%				
Investment Companies - 0.3%				
Janus Henderson Cash Collateral Fund LLC, 0%	1,318,917	56,461,425	(55,860,062)	1,920,280

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Research Portfolio

Notes to Schedule of Investments and Other Information

Russell 1000 [®] Growth Index	Russell 1000 [®] Growth Index reflects the performance of U.S. large-cap equities with higher price-to-book ratios and higher forecasted growth values.
Core Growth Index	Core Growth Index is an internally calculated, hypothetical combination of total returns from the Russell 1000 [®] Growth Index (50%) and the S&P 500 [®] Index (50%).
S&P 500 [®] Index	S&P 500 [®] Index reflects U.S. large-cap equity performance and represents broad U.S. equity market performance.
ADR	American Depositary Receipt
LLC	Limited Liability Company
PLC	Public Limited Company

* Non-income producing security.

°° Rate shown is the 7-day yield as of December 31, 2021.

Loaned security; a portion of the security is on loan at December 31, 2021.

£ The Portfolio may invest in certain securities that are considered affiliated companies. As defined by the Investment Company Act of 1940, as amended, an affiliated company is one in which the Portfolio owns 5% or more of the outstanding voting securities, or a company which is under common ownership or control.

Δ Net of income paid to the securities lending agent and rebates paid to the borrowing counterparties.

The following is a summary of the inputs that were used to value the Portfolio's investments in securities and other financial instruments as of December 31, 2021. See Notes to Financial Statements for more information.

Valuation Inputs Summary

	<i>Level 1 - Quoted Prices</i>	<i>Level 2 - Other Significant Observable Inputs</i>	<i>Level 3 - Significant Unobservable Inputs</i>
Assets			
Investments In Securities:			
<i>Common Stocks</i>	\$ 702,408,828	\$ -	\$ -
<i>Investment Companies</i>	-	1,878,692	-
<i>Investments Purchased with Cash Collateral from Securities Lending</i>	-	2,400,350	-
Total Assets	\$ 702,408,828	\$ 4,279,042	\$ -

Janus Henderson VIT Research Portfolio

Statement of Assets and Liabilities

December 31, 2021

Assets:		
Unaffiliated investments, at value (cost \$358,097,035) ⁽¹⁾	\$	702,888,898
Affiliated investments, at value (cost \$3,798,972)		3,798,972
Cash denominated in foreign currency (cost \$25)		25
Non-interested Trustees' deferred compensation		18,382
Receivables:		
Investments sold		765,875
Dividends		34,056
Portfolio shares sold		5,346
Foreign tax reclaims		1,931
Dividends from affiliates		73
Other assets		6,872
Total Assets		707,520,430
Liabilities:		
Due to custodian		56
Collateral for securities loaned (Note 2)		2,400,350
Payables:		
Advisory fees		332,397
Portfolio shares repurchased		194,619
Investments purchased		85,150
Professional fees		43,155
12b-1 Distribution and shareholder servicing fees		41,449
Transfer agent fees and expenses		33,309
Non-interested Trustees' deferred compensation fees		18,382
Custodian fees		1,613
Affiliated portfolio administration fees payable		1,581
Non-interested Trustees' fees and expenses		235
Accrued expenses and other payables		47,894
Total Liabilities		3,200,190
Net Assets	\$	704,320,240
Net Assets Consist of:		
Capital (par value and paid-in surplus)	\$	266,140,998
Total distributable earnings (loss)		438,179,242
Total Net Assets	\$	704,320,240
Net Assets - Institutional Shares	\$	519,678,766
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		9,229,624
Net Asset Value Per Share	\$	56.31
Net Assets - Service Shares	\$	184,641,474
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		3,398,130
Net Asset Value Per Share	\$	54.34

(1) Includes \$2,317,634 of securities on loan. See Note 2 in Notes to Financial Statements.

See Notes to Financial Statements.

Janus Henderson VIT Research Portfolio

Statement of Operations

For the year ended December 31, 2021

Investment Income:		
Dividends	\$	3,974,724
Affiliated securities lending income, net		7,700
Dividends from affiliates		666
Unaffiliated securities lending income, net		366
Other income		16
Foreign tax withheld		(7,631)
Total Investment Income		3,975,841
Expenses:		
Advisory fees		3,482,270
12b-1 Distribution and shareholder servicing fees:		
Service Shares		445,884
Transfer agent administrative fees and expenses:		
Institutional Shares		247,916
Service Shares		89,177
Other transfer agent fees and expenses:		
Institutional Shares		17,338
Service Shares		2,923
Professional fees		49,050
Shareholder reports expense		25,211
Registration fees		23,385
Affiliated portfolio administration fees		18,799
Non-interested Trustees' fees and expenses		10,573
Custodian fees		8,017
Other expenses		76,019
Total Expenses		4,496,562
Net Investment Income/(Loss)		(520,721)
Net Realized Gain/(Loss) on Investments:		
Investments and foreign currency transactions		95,600,133
Total Net Realized Gain/(Loss) on Investments		95,600,133
Change in Unrealized Net Appreciation/Depreciation:		
Investments, foreign currency translations and non-interested Trustees' deferred compensation		29,592,907
Total Change in Unrealized Net Appreciation/Depreciation		29,592,907
Net Increase/(Decrease) in Net Assets Resulting from Operations	\$	124,672,319

See Notes to Financial Statements.

Janus Henderson VIT Research Portfolio

Statements of Changes in Net Assets

	<i>Year ended</i> <i>December 31, 2021</i>	<i>Year ended</i> <i>December 31, 2020</i>
Operations:		
Net investment income/(loss)	\$ (520,721)	\$ 1,465,477
Net realized gain/(loss) on investments	95,600,133	34,158,380
Change in unrealized net appreciation/depreciation	29,592,907	129,988,619
Net Increase/(Decrease) in Net Assets Resulting from Operations	124,672,319	165,612,476
Dividends and Distributions to Shareholders:		
Institutional Shares	(25,510,438)	(35,272,315)
Service Shares	(9,384,084)	(13,034,956)
Net Decrease from Dividends and Distributions to Shareholders	(34,894,522)	(48,307,271)
Capital Share Transactions:		
Institutional Shares	(21,249,949)	(10,891,213)
Service Shares	(10,930,490)	(9,193,039)
Net Increase/(Decrease) from Capital Share Transactions	(32,180,439)	(20,084,252)
Net Increase/(Decrease) in Net Assets	57,597,358	97,220,953
Net Assets:		
Beginning of period	646,722,882	549,501,929
End of period	\$ 704,320,240	\$ 646,722,882

See Notes to Financial Statements.

Janus Henderson VIT Research Portfolio

Financial Highlights

Institutional Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$49.35	\$40.79	\$33.70	\$36.51	\$28.93
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	(0.01)	0.14	0.21	0.19	0.16
Net realized and unrealized gain/(loss)	9.73	12.20	11.26	(0.94)	7.87
Total from Investment Operations	9.72	12.34	11.47	(0.75)	8.03
Less Dividends and Distributions:					
Dividends (from net investment income)	(0.05)	(0.18)	(0.18)	(0.21)	(0.13)
Distributions (from capital gains)	(2.71)	(3.60)	(4.20)	(1.85)	(0.32)
Total Dividends and Distributions	(2.76)	(3.78)	(4.38)	(2.06)	(0.45)
Net Asset Value, End of Period	\$56.31	\$49.35	\$40.79	\$33.70	\$36.51
Total Return*	20.33%	32.95%	35.52%	(2.58)%	27.88%
Net Assets, End of Period (in thousands)	\$519,679	\$474,525	\$398,888	\$328,803	\$379,048
Average Net Assets for the Period (in thousands)	\$496,858	\$414,413	\$374,004	\$380,194	\$360,896
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	0.60%	0.60%	0.59%	0.58%	0.61%
Ratio of Net Expenses (After Waivers and Expense Offsets)	0.60%	0.60%	0.59%	0.58%	0.61%
Ratio of Net Investment Income/(Loss)	(0.01)%	0.33%	0.55%	0.50%	0.48%
Portfolio Turnover Rate	33%	33%	38%	47%	55%

Service Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$47.78	\$39.64	\$32.87	\$35.68	\$28.31
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	(0.13)	0.03	0.11	0.09	0.08
Net realized and unrealized gain/(loss)	9.41	11.80	10.98	(0.92)	7.69
Total from Investment Operations	9.28	11.83	11.09	(0.83)	7.77
Less Dividends and Distributions:					
Dividends (from net investment income)	(0.01)	(0.09)	(0.12)	(0.13)	(0.08)
Distributions (from capital gains)	(2.71)	(3.60)	(4.20)	(1.85)	(0.32)
Total Dividends and Distributions	(2.72)	(3.69)	(4.32)	(1.98)	(0.40)
Net Asset Value, End of Period	\$54.34	\$47.78	\$39.64	\$32.87	\$35.68
Total Return*	20.05%	32.58%	35.22%	(2.84)%	27.55%
Net Assets, End of Period (in thousands)	\$184,641	\$172,198	\$150,614	\$126,817	\$160,439
Average Net Assets for the Period (in thousands)	\$178,748	\$151,973	\$141,550	\$148,101	\$155,006
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	0.85%	0.85%	0.84%	0.83%	0.86%
Ratio of Net Expenses (After Waivers and Expense Offsets)	0.85%	0.85%	0.84%	0.83%	0.86%
Ratio of Net Investment Income/(Loss)	(0.26)%	0.08%	0.30%	0.25%	0.23%
Portfolio Turnover Rate	33%	33%	38%	47%	55%

* Total return includes adjustments in accordance with generally accepted accounting principles required at the year or period end and are not annualized for periods of less than one full year. Total return does not include fees, charges, or expenses imposed by the variable annuity and life insurance contracts for which Janus Aspen Series serves as an underlying investment vehicle.

** Annualized for periods of less than one full year.

(1) Per share amounts are calculated based on average shares outstanding during the year or period.

See Notes to Financial Statements.

Janus Henderson VIT Research Portfolio

Notes to Financial Statements

1. Organization and Significant Accounting Policies

Janus Henderson VIT Research Portfolio (the "Portfolio") is a series of Janus Aspen Series (the "Trust"), which is organized as a Delaware statutory trust and is registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company, and therefore has applied the specialized accounting and reporting guidance in Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 946. The Trust offers 10 portfolios, each of which offers multiple share classes, with differing investment objectives and policies. The Portfolio seeks long-term growth of capital. The Portfolio is classified as diversified, as defined in the 1940 Act. Janus Henderson Investors US LLC (formerly Janus Capital Management LLC) is the investment adviser (the "Adviser") to the Portfolio.

The Portfolio currently offers two classes of shares: Institutional Shares and Service Shares. Each class represents an interest in the same portfolio of investments. Institutional Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans. Service Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans that require a fee from Portfolio assets to procure distribution and administrative services to contract owners and plan participants.

Shareholders, including participating insurance companies, as well as accounts, may from time to time own (beneficially or of record) a significant percentage of the Portfolio's Shares and can be considered to "control" the Portfolio when that ownership exceeds 25% of the Portfolio's assets (and which may differ from control as determined in accordance with United States of America generally accepted accounting principles ("US GAAP")).

The following accounting policies have been followed by the Portfolio and are in conformity with US GAAP.

Investment Valuation

Securities held by the Portfolio are valued in accordance with policies and procedures established by and under the supervision of the Trustees (the "Valuation Procedures"). Equity securities traded on a domestic securities exchange are generally valued at the closing prices on the primary market or exchange on which they trade. If such price is lacking for the trading period immediately preceding the time of determination, such securities are valued at their current bid price. Equity securities that are traded on a foreign exchange are generally valued at the closing prices on such markets. In the event that there is no current trading volume on a particular security in such foreign exchange, the bid price from the primary exchange is generally used to value the security. Securities that are traded on the over-the-counter ("OTC") markets are generally valued at their closing or latest bid prices as available. Foreign securities and currencies are converted to U.S. dollars using the applicable exchange rate in effect at the close of the New York Stock Exchange ("NYSE"). The Portfolio will determine the market value of individual securities held by it by using prices provided by one or more approved professional pricing services or, as needed, by obtaining market quotations from independent broker-dealers. Most debt securities are valued in accordance with the evaluated bid price supplied by the pricing service that is intended to reflect market value. The evaluated bid price supplied by the pricing service is an evaluation that may consider factors such as security prices, yields, maturities and ratings. Certain short-term securities maturing within 60 days or less may be evaluated and valued on an amortized cost basis provided that the amortized cost determined approximates market value. Securities for which market quotations or evaluated prices are not readily available or deemed unreliable are valued at fair value determined in good faith under the Valuation Procedures. Circumstances in which fair value pricing may be utilized include, but are not limited to: (i) a significant event that may affect the securities of a single issuer, such as a merger, bankruptcy, or significant issuer-specific development; (ii) an event that may affect an entire market, such as a natural disaster or significant governmental action; (iii) a nonsignificant event such as a market closing early or not opening, or a security trading halt; and (iv) pricing of a nonvalued security and a restricted or nonpublic security. Special valuation considerations may apply with respect to "odd-lot" fixed-income transactions which, due to their small size, may receive evaluated prices by pricing services which reflect a large block trade and not what actually could be obtained for the odd-lot position. The Portfolio uses systematic fair valuation models provided by independent third parties to value international equity securities in order to adjust for stale pricing, which may occur between the close of certain foreign exchanges and the close of the NYSE.

Valuation Inputs Summary

FASB ASC 820, Fair Value Measurements and Disclosures ("ASC 820"), defines fair value, establishes a framework for measuring fair value, and expands disclosure requirements regarding fair value measurements. This standard emphasizes that fair value is a market-based measurement that should be determined based on the assumptions that

Janus Henderson VIT Research Portfolio

Notes to Financial Statements

market participants would use in pricing an asset or liability and establishes a hierarchy that prioritizes inputs to valuation techniques used to measure fair value. These inputs are summarized into three broad levels:

Level 1 – Unadjusted quoted prices in active markets the Portfolio has the ability to access for identical assets or liabilities.

Level 2 – Observable inputs other than unadjusted quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly. These inputs may include quoted prices for the identical instrument on an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.

Assets or liabilities categorized as Level 2 in the hierarchy generally include: debt securities fair valued in accordance with the evaluated bid or ask prices supplied by a pricing service; securities traded on OTC markets and listed securities for which no sales are reported that are fair valued at the latest bid price (or yield equivalent thereof) obtained from one or more dealers transacting in a market for such securities or by a pricing service approved by the Portfolio's Trustees; certain short-term debt securities with maturities of 60 days or less that are fair valued at amortized cost; and equity securities of foreign issuers whose fair value is determined by using systematic fair valuation models provided by independent third parties in order to adjust for stale pricing which may occur between the close of certain foreign exchanges and the close of the NYSE. Other securities that may be categorized as Level 2 in the hierarchy include, but are not limited to, preferred stocks, bank loans, swaps, investments in unregistered investment companies, options, and forward contracts.

Level 3 – Unobservable inputs for the asset or liability to the extent that relevant observable inputs are not available, representing the Portfolio's own assumptions about the assumptions that a market participant would use in valuing the asset or liability, and that would be based on the best information available.

There have been no significant changes in valuation techniques used in valuing any such positions held by the Portfolio since the beginning of the fiscal year.

The inputs or methodology used for fair valuing securities are not necessarily an indication of the risk associated with investing in those securities. The summary of inputs used as of December 31, 2021 to fair value the Portfolio's investments in securities and other financial instruments is included in the "Valuation Inputs Summary" in the Notes to Schedule of Investments and Other Information.

Investment Transactions and Investment Income

Investment transactions are accounted for as of the date purchased or sold (trade date). Dividend income is recorded on the ex-dividend date. Certain dividends from foreign securities will be recorded as soon as the Portfolio is informed of the dividend, if such information is obtained subsequent to the ex-dividend date. Dividends from foreign securities may be subject to withholding taxes in foreign jurisdictions. Non-cash dividends, if any, are recorded on the ex-dividend date at fair value. Interest income is recorded daily on the accrual basis and includes amortization of premiums and accretion of discounts. The Portfolio classifies gains and losses on prepayments received as an adjustment to interest income. Debt securities may be placed in non-accrual status and related interest income may be reduced by stopping current accruals and writing off interest receivables when collection of all or a portion of interest has become doubtful. Gains and losses are determined on the identified cost basis, which is the same basis used for federal income tax purposes. Income, as well as gains and losses, both realized and unrealized, are allocated daily to each class of shares based upon the ratio of net assets represented by each class as a percentage of total net assets.

Expenses

The Portfolio bears expenses incurred specifically on its behalf. Each class of shares bears a portion of general expenses, which are allocated daily to each class of shares based upon the ratio of net assets represented by each class as a percentage of total net assets. Expenses directly attributable to a specific class of shares are charged against the operations of such class.

Estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

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Notes to Financial Statements

Indemnifications

In the normal course of business, the Portfolio may enter into contracts that contain provisions for indemnification of other parties against certain potential liabilities. The Portfolio's maximum exposure under these arrangements is unknown, and would involve future claims that may be made against the Portfolio that have not yet occurred. Currently, the risk of material loss from such claims is considered remote.

Foreign Currency Translations

The Portfolio does not isolate that portion of the results of operations resulting from the effect of changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held at the date of the financial statements. Net unrealized appreciation or depreciation of investments and foreign currency translations arise from changes in the value of assets and liabilities, including investments in securities held at the date of the financial statements, resulting from changes in the exchange rates and changes in market prices of securities held.

Currency gains and losses are also calculated on payables and receivables that are denominated in foreign currencies. The payables and receivables are generally related to foreign security transactions and income translations.

Foreign currency-denominated assets and forward currency contracts may involve more risks than domestic transactions, including currency risk, counterparty risk, political and economic risk, regulatory risk and equity risk. Risks may arise from unanticipated movements in the value of foreign currencies relative to the U.S. dollar.

Dividends and Distributions

The Portfolio may make semiannual distributions of substantially all of its investment income and an annual distribution of its net realized capital gains (if any).

The Portfolio may make certain investments in real estate investment trusts ("REITs") which pay dividends to their shareholders based upon funds available from operations. It is quite common for these dividends to exceed the REITs' taxable earnings and profits, resulting in the excess portion of such dividends being designated as a return of capital. If the Portfolio distributes such amounts, such distributions could constitute a return of capital to shareholders for federal income tax purposes.

Federal Income Taxes

The Portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income in accordance with the requirements of Subchapter M of the Internal Revenue Code. Management has analyzed the Portfolio's tax positions taken for all open federal income tax years, generally a three-year period, and has concluded that no provision for federal income tax is required in the Portfolio's financial statements. The Portfolio is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months.

2. Other Investments and Strategies

Additional Investment Risk

In response to the COVID-19 pandemic, the U.S. government and the Federal Reserve, as well as certain foreign governments and central banks, have taken extraordinary actions to support local and global economies and the financial markets, including reducing interest rates to record-low levels. Extremely low or negative interest rates may become more prevalent or may not work as intended. As there is little precedent for this situation, the impact on various markets that interest rate or other significant policy changes may have is unknown. The withdrawal of this support, a failure of measures put in place in response to such economic uncertainty, or investor perception that such efforts were not sufficient could each negatively affect financial markets generally, and the value and liquidity of specific securities. In addition, policy and legislative changes in the United States and in other countries continue to impact many aspects of financial regulation.

Widespread disease, including pandemics and epidemics, and natural or environmental disasters, including those which may be attributable to global climate change, such as earthquakes, fires, floods, hurricanes, tsunamis and weather-related phenomena generally, have been and can be highly disruptive to economies and markets, adversely impacting individual companies, sectors, industries, markets, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of a Portfolio's investments. Economies and financial markets throughout the world have become increasingly interconnected, which increases the likelihood that events or conditions in one region or country will adversely affect markets or issuers in other regions or countries, including the United

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Notes to Financial Statements

States. These disruptions could prevent a Portfolio from executing advantageous investment decisions in a timely manner and negatively impact a Portfolio's ability to achieve its investment objective(s). Any such event(s) could have a significant adverse impact on the value of a Portfolio. In addition, these disruptions could also impair the information technology and other operational systems upon which the Portfolio's service providers, including the Adviser or the subadviser (as applicable), rely, and could otherwise disrupt the ability of employees of the Portfolio's service providers to perform essential tasks on behalf of the Portfolio. Adverse weather conditions may also have a particularly significant negative effect on issuers in the agricultural sector and on insurance and reinsurance companies that insure or reinsure against the impact of natural disasters.

A number of countries in the European Union (the "EU") have experienced, and may continue to experience, severe economic and financial difficulties. In particular, many EU nations are susceptible to economic risks associated with high levels of debt. Many non-governmental issuers, and even certain governments, have defaulted on, or been forced to restructure, their debts. Many other issuers have faced difficulties obtaining credit or refinancing existing obligations. Financial institutions have in many cases required government or central bank support, have needed to raise capital, and/or have been impaired in their ability to extend credit. As a result, financial markets in the EU have experienced extreme volatility and declines in asset values and liquidity. These difficulties may continue, worsen, or spread further within the EU. Responses to these financial problems by European governments, central banks, and others, including austerity measures and reforms, may not work, may result in social unrest, and may limit future growth and economic recovery or have other unintended consequences. Among other things, these developments have adversely affected the value and exchange rate of the euro and pound sterling, and may continue to significantly affect the economies of all EU countries, which in turn may have a material adverse effect on the Portfolio's investments in such countries, other countries that depend on EU countries for significant amounts of trade or investment, or issuers with exposure to debt issued by certain EU countries.

Counterparties

Portfolio transactions involving a counterparty are subject to the risk that the counterparty or a third party will not fulfill its obligation to the Portfolio ("counterparty risk"). Counterparty risk may arise because of the counterparty's financial condition (i.e., financial difficulties, bankruptcy, or insolvency), market activities and developments, or other reasons, whether foreseen or not. A counterparty's inability to fulfill its obligation may result in significant financial loss to the Portfolio. The Portfolio may be unable to recover its investment from the counterparty or may obtain a limited recovery, and/or recovery may be delayed. The extent of the Portfolio's exposure to counterparty risk with respect to financial assets and liabilities approximates its carrying value. See the "Offsetting Assets and Liabilities" section of this Note for further details.

The Portfolio may be exposed to counterparty risk through participation in various programs, including, but not limited to, lending its securities to third parties, cash sweep arrangements whereby the Portfolio's cash balance is invested in one or more types of cash management vehicles, as well as investments in, but not limited to, repurchase agreements, debt securities, and derivatives, including various types of swaps, futures and options. The Portfolio intends to enter into financial transactions with counterparties that the Adviser believes to be creditworthy at the time of the transaction. There is always the risk that the Adviser's analysis of a counterparty's creditworthiness is incorrect or may change due to market conditions. To the extent that the Portfolio focuses its transactions with a limited number of counterparties, it will have greater exposure to the risks associated with one or more counterparties.

Offsetting Assets and Liabilities

The Portfolio presents gross and net information about transactions that are either offset in the financial statements or subject to an enforceable master netting arrangement or similar agreement with a designated counterparty, regardless of whether the transactions are actually offset in the Statement of Assets and Liabilities.

The following table presents gross amounts of recognized assets and/or liabilities and the net amounts after deducting collateral that has been pledged by counterparties or has been pledged to counterparties (if applicable). For corresponding information grouped by type of instrument, see the Portfolio's Schedule of Investments.

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Notes to Financial Statements

Offsetting of Financial Assets and Derivative Assets

<i>Counterparty</i>	<i>Gross Amounts of Recognized Assets</i>	<i>Offsetting Asset or Liability^(a)</i>	<i>Collateral Pledged^(b)</i>	<i>Net Amount</i>
JPMorgan Chase Bank, National Association	\$ 2,317,634	\$ —	\$ (2,317,634)	\$ —

(a) Represents the amount of assets or liabilities that could be offset with the same counterparty under master netting or similar agreements that management elects not to offset on the Statement of Assets and Liabilities.

(b) Collateral pledged is limited to the net outstanding amount due to/from an individual counterparty. The actual collateral amounts pledged may exceed these amounts and may fluctuate in value.

JPMorgan Chase Bank, National Association acts as securities lending agent and a limited purpose custodian or subcustodian to receive and disburse cash balances and cash collateral, hold short-term investments, hold collateral, and perform other custodial functions in accordance with the Non-Custodial Securities Lending Agreement. For financial reporting purposes, the Portfolio does not offset financial instruments' payables and receivables and related collateral on the Statement of Assets and Liabilities. Securities on loan will be continuously secured by collateral which may consist of cash, U.S. Government securities, domestic and foreign short-term debt instruments, letters of credit, time deposits, repurchase agreements, money market mutual funds or other money market accounts, or such other collateral as permitted by the Securities and Exchange Commission (the "SEC"). See "Securities Lending" in the "Notes to Financial Statements" for additional information.

Real Estate Investing

The Portfolio may invest in equity and debt securities of real estate-related companies. Such companies may include those in the real estate industry or real estate-related industries. These securities may include common stocks, corporate bonds, preferred stocks, and other equity securities, including, but not limited to, mortgage-backed securities, real estate-backed securities, securities of REITs and similar REIT-like entities. A REIT is a trust that invests in real estate-related projects, such as properties, mortgage loans, and construction loans. REITs are generally categorized as equity, mortgage, or hybrid REITs. A REIT may be listed on an exchange or traded OTC.

Securities Lending

Under procedures adopted by the Trustees, the Portfolio may seek to earn additional income by lending securities to certain qualified broker-dealers and institutions. JPMorgan Chase Bank, National Association acts as securities lending agent and a limited purpose custodian or subcustodian to receive and disburse cash balances and cash collateral, hold short-term investments, hold collateral, and perform other custodial functions in accordance with the Non-Custodial Securities Lending Agreement. The Portfolio may lend portfolio securities in an amount equal to up to 1/3 of its total assets as determined at the time of the loan origination. There is the risk of delay in recovering a loaned security or the risk of loss in collateral rights if the borrower fails financially. In addition, the Adviser makes efforts to balance the benefits and risks from granting such loans. All loans will be continuously secured by collateral which may consist of cash, U.S. Government securities, domestic and foreign short-term debt instruments, letters of credit, time deposits, repurchase agreements, money market mutual funds or other money market accounts, or such other collateral as permitted by the SEC. If the Portfolio is unable to recover a security on loan, the Portfolio may use the collateral to purchase replacement securities in the market. There is a risk that the value of the collateral could decrease below the cost of the replacement security by the time the replacement investment is made, resulting in a loss to the Portfolio. In certain circumstances individual loan transactions could yield negative returns.

Upon receipt of cash collateral, the Adviser may invest it in affiliated or non-affiliated cash management vehicles, whether registered or unregistered entities, as permitted by the 1940 Act and rules promulgated thereunder. The Adviser currently intends to primarily invest the cash collateral in a cash management vehicle for which the Adviser serves as investment adviser, Janus Henderson Cash Collateral Fund LLC, or in time deposits. An investment in Janus Henderson Cash Collateral Fund LLC is generally subject to the same risks that shareholders experience when investing in similarly structured vehicles, such as the potential for significant fluctuations in assets as a result of the purchase and redemption activity of the securities lending program, a decline in the value of the collateral, and possible liquidity issues. Such risks may delay the return of the cash collateral and cause the Portfolio to violate its agreement to return the cash collateral to a borrower in a timely manner. As adviser to the Portfolio and Janus Henderson Cash

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Collateral Fund LLC, the Adviser has an inherent conflict of interest as a result of its fiduciary duties to both the Portfolio and Janus Henderson Cash Collateral Fund LLC. Additionally, the Adviser receives an investment advisory fee of 0.05% for managing Janus Henderson Cash Collateral Fund LLC, but it may not receive a fee for managing certain other affiliated cash management vehicles in which the Portfolio may invest, and therefore may have an incentive to allocate preferred investment opportunities to investment vehicles for which it is receiving a fee.

The value of the collateral must be at least 102% of the market value of the loaned securities that are denominated in U.S. dollars and 105% of the market value of the loaned securities that are not denominated in U.S. dollars. Loaned securities and related collateral are marked-to-market each business day based upon the market value of the loaned securities at the close of business, employing the most recent available pricing information. Collateral levels are then adjusted based on this mark-to-market evaluation. Additional required collateral, or excess collateral returned, is delivered on the next business day. Therefore, the value of the collateral held may be temporarily less than 102% or 105% value of the securities on loan. The cash collateral invested by the Adviser is disclosed in the Schedule of Investments (if applicable).

Income earned from the investment of the cash collateral, net of rebates paid to, or fees paid by, borrowers and less the fees paid to the lending agent are included as "Affiliated securities lending income, net" on the Statement of Operations. As of December 31, 2021, securities lending transactions accounted for as secured borrowings with an overnight and continuous contractual maturity are \$2,317,634. Gross amounts of recognized liabilities for securities lending (collateral received) as of December 31, 2021 is \$2,400,350, resulting in the net amount due to the counterparty of \$82,716.

3. Investment Advisory Agreements and Other Transactions with Affiliates

The Portfolio pays the Adviser an investment advisory fee rate that may adjust up or down based on the Portfolio's performance relative to its benchmark index.

The investment advisory fee rate paid to the Adviser by the Portfolio consists of two components: (1) a base fee calculated by applying the contractual fixed rate of the advisory fee to the Portfolio's average daily net assets during the previous month (the "Base Fee Rate"), plus or minus (2) a performance-fee adjustment (the "Performance Adjustment") calculated by applying a variable rate of up to 0.15% (positive or negative) to the Portfolio's average daily net assets based on the Portfolio's relative performance compared to the cumulative investment record of its benchmark index over a 36-month performance measurement period or shorter time period, as applicable. The investment advisory fee rate is calculated daily and paid monthly.

The investment performance of the Portfolio's Service Shares for the performance measurement period is used to calculate the Performance Adjustment. The Portfolio's Base Fee Rate prior to any performance adjustment (expressed as an annual rate) is 0.64%, and the Portfolio's benchmark index used in the calculation is the Russell 1000 Growth Index[®]. Effective May 1, 2020, the Core Growth Index was eliminated from the Performance Adjustment calculation for the Portfolio.

No Performance Adjustment is applied unless the difference between the Portfolio's investment performance and the cumulative investment record of the Portfolio's benchmark index is 0.50% or greater (positive or negative) during the applicable performance measurement period. The Base Fee Rate is subject to an upward or downward Performance Adjustment for every full 0.50% increment by which the Portfolio outperforms or underperforms its benchmark index, up to the Portfolio's full performance rate of $\pm 5.00\%$. Because the Performance Adjustment is tied to a Portfolio's relative performance compared to its benchmark index (and not its absolute performance), the Performance Adjustment could increase the Adviser's fee even if the Portfolio's Shares lose value during the performance measurement period and could decrease the Adviser's fee even if the Portfolio's Shares increase in value during the performance measurement period. For purposes of computing the Base Fee Rate and the Performance Adjustment, net assets are averaged over different periods (average daily net assets during the previous month for the Base Fee Rate, versus average daily net assets during the performance measurement period for the Performance Adjustment). Performance of the Portfolio is calculated net of expenses whereas the Portfolio's benchmark index does not have any fees or expenses. Reinvestment of dividends and distributions is included in calculating both the performance of a Portfolio and the Portfolio's benchmark index.

The Portfolio's prospectuses and statement(s) of additional information contain additional information about performance-based fees. The amount shown as advisory fees on the Statement of Operations reflects the Base Fee

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Rate plus/minus any Performance Adjustment. For the year ended December 31, 2021, the performance adjusted investment advisory fee rate before any waivers and/or reimbursements of expenses is 0.52%.

Janus Henderson Services US LLC (formerly Janus Services LLC) (the "Transfer Agent"), a wholly-owned subsidiary of the Adviser, is the Portfolio's transfer agent. The Transfer Agent receives an administrative services fee at an annual rate of 0.05% of the average daily net assets of the Portfolio for arranging for the provision by participating insurance companies and qualified plan service providers of administrative services, including recordkeeping, subaccounting, order processing, or other shareholder services provided on behalf of contract holders or plan participants investing in the Portfolio. Other shareholder services may include the provision of order confirmations, periodic account statements, forwarding prospectuses, shareholder reports, and other materials to existing investors, and answering inquiries regarding accounts. The Transfer Agent expects to use this entire fee to compensate insurance companies and qualified plan service providers for providing these services to their customers who invest in the Portfolio. Any unused portion will be reimbursed to the applicable share class at least annually.

In addition, the Transfer Agent provides or arranges for the provision of certain other internal administrative, recordkeeping, and shareholder relations services for the Portfolio. The Transfer Agent is not compensated for these internal services related to the shares, except for out-of-pocket costs. These amounts are disclosed as "Other transfer agent fees and expenses" on the Statement of Operations.

Under a distribution and shareholder servicing plan (the "Plan") adopted in accordance with Rule 12b-1 under the 1940 Act, the Service Shares may pay the Trust's distributor, Janus Henderson Distributors US LLC (formerly Janus Distributors LLC) (the "Distributor"), a wholly-owned subsidiary of the Adviser, a fee for the sale and distribution and/or shareholder servicing of the Service Shares at an annual rate of up to 0.25% of the average daily net assets of the Service Shares. Under the terms of the Plan, the Trust is authorized to make payments to the Distributor for remittance to insurance companies and qualified plan service providers as compensation for distribution and/or shareholder services performed by such entities. These amounts are disclosed as "12b-1 Distribution and shareholder servicing fees" on the Statement of Operations. Payments under the Plan are not tied exclusively to actual 12b-1 distribution and servicing fees, and the payments may exceed 12b-1 distribution and servicing fees actually incurred. If any of the Portfolio's actual 12b-1 distribution and servicing fees incurred during a calendar year are less than the payments made during a calendar year, the Portfolio will be refunded the difference. Refunds, if any, are included in "12b-1 Distribution and shareholder servicing fees" in the Statement of Operations.

The Adviser serves as administrator to the Portfolio pursuant to an administration agreement between the Adviser and the Trust. Under the administration agreement, the Adviser is obligated to provide or arrange for the provision of certain administration, compliance, and accounting services to the Portfolio, including providing office space for the Portfolio, and is reimbursed by the Portfolio for certain of its costs in providing these services (to the extent the Adviser seeks reimbursement and such costs are not otherwise waived). In addition, employees of the Adviser and/or its affiliates may serve as officers of the Trust. The Portfolio pays for some or all of the salaries, fees, and expenses of the Adviser employees and Portfolio officers, with respect to certain specified administration functions they perform on behalf of the Portfolio. The Portfolio pays these costs based on out-of-pocket expenses incurred by the Adviser, and these costs are separate and apart from advisory fees and other expenses paid in connection with the investment advisory services the Adviser (or any subadvisor, as applicable) provides to the Portfolio. These amounts are disclosed as "Affiliated portfolio administration fees" on the Statement of Operations. In addition, some expenses related to compensation payable to the Portfolio's Chief Compliance Officer and certain compliance staff, all of whom are employees of the Adviser and/or its affiliates, are shared with the Portfolio. Total compensation of \$32,683 was paid to the Chief Compliance Officer and certain compliance staff by the Trust during the year ended December 31, 2021. The Portfolio's portion is reported as part of "Other expenses" on the Statement of Operations.

The Board of Trustees has adopted a deferred compensation plan (the "Deferred Plan") for independent Trustees to elect to defer receipt of all or a portion of the annual compensation they are entitled to receive from the Portfolio. All deferred fees are credited to an account established in the name of the Trustees. The amounts credited to the account then increase or decrease, as the case may be, in accordance with the performance of one or more of the Janus Henderson funds that are selected by the Trustees. The account balance continues to fluctuate in accordance with the performance of the selected fund or funds until final payment of all amounts are credited to the account. The fluctuation of the account balance is recorded by the Portfolio as unrealized appreciation/(depreciation) and is included as of December 31, 2021 on the Statement of Assets and Liabilities in the asset, "Non-interested Trustees' deferred compensation," and liability, "Non-interested Trustees' deferred compensation fees." Additionally, the recorded

Janus Henderson VIT Research Portfolio

Notes to Financial Statements

unrealized appreciation/(depreciation) is included in "Total distributable earnings (loss)" on the Statement of Assets and Liabilities. Deferred compensation expenses for the year ended December 31, 2021 are included in "Non-interested Trustees' fees and expenses" on the Statement of Operations. Trustees are allowed to change their designation of mutual funds from time to time. Amounts will be deferred until distributed in accordance with the Deferred Plan. Deferred fees of \$512,700 were paid by the Trust to the Trustees under the Deferred Plan during the year ended December 31, 2021.

Pursuant to the provisions of the 1940 Act and related rules, the Portfolio may participate in an affiliated or non-affiliated cash sweep program. In the cash sweep program, uninvested cash balances of the Portfolio may be used to purchase shares of affiliated or non-affiliated money market funds or cash management pooled investment vehicles that operate as money market funds. The Portfolio is eligible to participate in the cash sweep program (the "Investing Funds"). As adviser, the Adviser has an inherent conflict of interest because of its fiduciary duties to the affiliated money market funds or cash management pooled investment vehicles and the Investing Funds. Janus Henderson Cash Liquidity Fund LLC (the "Sweep Vehicle") is an affiliated unregistered cash management pooled investment vehicle that invests primarily in highly-rated short-term fixed-income securities. The Sweep Vehicle operates pursuant to the provisions of the 1940 Act that govern the operation of money market funds and prices its shares at NAV reflecting market-based values of its portfolio securities (i.e., a "floating" NAV) rounded to the fourth decimal place (e.g., \$1.0000). The Sweep Vehicle is permitted to impose a liquidity fee (of up to 2%) on redemptions from the Sweep Vehicle or a redemption gate that temporarily suspends redemptions from the Sweep Vehicle for up to 10 business days during a 90 day period. There are no restrictions on the Portfolio's ability to withdraw investments from the Sweep Vehicle at will, and there are no unfunded capital commitments due from the Portfolio to the Sweep Vehicle. The Sweep Vehicle does not charge any management fee, sales charge or service fee.

Any purchases and sales, realized gains/losses and recorded dividends from affiliated investments during the year ended December 31, 2021 can be found in the "Schedules of Affiliated Investments" located in the Schedule of Investments.

The Portfolio is permitted to purchase or sell securities ("cross-trade") between itself and other funds or accounts managed by the Adviser in accordance with Rule 17a-7 under the Investment Company Act of 1940 ("Rule 17a-7"), when the transaction is consistent with the investment objectives and policies of the Portfolio and in accordance with the Internal Cross Trade Procedures adopted by the Trust's Board of Trustees. These procedures have been designed to ensure that any cross-trade of securities by the Portfolio from or to another fund or account that is or could be considered an affiliate of the Portfolio under certain limited circumstances by virtue of having a common investment adviser, common Officer, or common Trustee complies with Rule 17a-7. Under these procedures, each cross-trade is effected at the current market price to save costs where allowed. During the year ended December 31, 2021, the Portfolio engaged in cross trades amounting to \$483,570 in purchases and \$184,512 in sales, resulting in a net realized gain of \$1,253. The net realized gain is included within the "Net Realized Gain/(Loss) on Investments" section of the Portfolio's Statement of Operations.

4. Federal Income Tax

The tax components of capital shown in the table below represent: (1) distribution requirements the Portfolio must satisfy under the income tax regulations; (2) losses or deductions the Portfolio may be able to offset against income and gains realized in future years; and (3) unrealized appreciation or depreciation of investments for federal income tax purposes.

Other book to tax differences primarily consist of deferred compensation. The Portfolio has elected to treat gains and losses on forward foreign currency contracts as capital gains and losses, if applicable. Other foreign currency gains and losses on debt instruments are treated as ordinary income for federal income tax purposes pursuant to Section 988 of the Internal Revenue Code.

Undistributed Ordinary Income	Undistributed Long-Term Gains	Accumulated Capital Losses	Loss Deferrals		Other Book to Tax Differences	Net Tax Appreciation/ (Depreciation)
			Late-Year Ordinary Loss	Post-October Capital Loss		
\$ 2,904,324	\$ 91,934,988	\$ -	\$ -	\$ -	\$ (16,525)	\$343,356,455

Janus Henderson VIT Research Portfolio

Notes to Financial Statements

The aggregate cost of investments and the composition of unrealized appreciation and depreciation of investment securities for federal income tax purposes as of December 31, 2021 are noted below. The primary differences between book and tax appreciation or depreciation of investments are wash sale loss deferrals, investments in partnerships, and straddle loss deferrals.

<i>Federal Tax Cost</i>	<i>Unrealized Appreciation</i>	<i>Unrealized (Depreciation)</i>	<i>Net Tax Appreciation/ (Depreciation)</i>
\$ 363,331,415	\$ 352,437,837	\$ (9,081,382)	\$ 343,356,455

Income and capital gains distributions are determined in accordance with income tax regulations that may differ from US GAAP. These differences are due to differing treatments for items such as net short-term gains, deferral of wash sale losses, foreign currency transactions, and capital loss carryovers. Certain permanent differences such as tax returns of capital and net investment losses noted below have been reclassified to capital.

For the year ended December 31, 2021

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 523,535	\$ 34,370,987	\$ -	\$ -

For the year ended December 31, 2020

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 2,763,758	\$ 45,543,513	\$ -	\$ -

Permanent book to tax basis differences may result in reclassifications between the components of net assets. These differences have no impact on the results of operations or net assets. The following reclassifications have been made to the Portfolio:

<i>Increase/(Decrease) to Capital</i>	<i>Increase/(Decrease) to Undistributed Net Investment Income/Loss</i>	<i>Increase/(Decrease) to Undistributed Net Realized Gain/Loss</i>
\$ -	\$ 520,943	\$ (520,943)

5. Capital Share Transactions

	<i>Year ended December 31, 2021</i>		<i>Year ended December 31, 2020</i>	
	<i>Shares</i>	<i>Amount</i>	<i>Shares</i>	<i>Amount</i>
Institutional Shares:				
Shares sold	151,828	\$ 7,960,660	202,327	\$ 8,569,372
Reinvested dividends and distributions	503,363	25,510,438	921,801	35,272,315
Shares repurchased	(1,041,978)	(54,721,047)	(1,285,622)	(54,732,900)
Net Increase/(Decrease)	(386,787)	\$(21,249,949)	(161,494)	\$(10,891,213)
Service Shares:				
Shares sold	129,269	\$ 6,465,528	258,558	\$ 10,480,986
Reinvested dividends and distributions	191,590	9,384,084	352,420	13,034,956
Shares repurchased	(526,614)	(26,780,102)	(807,058)	(32,708,981)
Net Increase/(Decrease)	(205,755)	\$(10,930,490)	(196,080)	\$ (9,193,039)

Janus Henderson VIT Research Portfolio

Notes to Financial Statements

6. Purchases and Sales of Investment Securities

For the year ended December 31, 2021, the aggregate cost of purchases and proceeds from sales of investment securities (excluding any short-term securities, short-term options contracts, TBAs, and in-kind transactions, as applicable) was as follows:

<i>Purchases of Securities</i>	<i>Proceeds from Sales of Securities</i>	<i>Purchases of Long- Term U.S. Government Obligations</i>	<i>Proceeds from Sales of Long-Term U.S. Government Obligations</i>
\$220,390,889	\$ 288,439,404	\$ -	\$ -

7. Subsequent Event

Management has evaluated whether any events or transactions occurred subsequent to December 31, 2021 and through the date of issuance of the Portfolio's financial statements and determined that there were no material events or transactions that would require recognition or disclosure in the Portfolio's financial statements.

Janus Henderson VIT Research Portfolio

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Janus Aspen Series and Shareholders of Janus Henderson VIT Research Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Janus Henderson VIT Research Portfolio (one of the portfolios constituting Janus Aspen Series, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statements of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent, and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.



Denver, Colorado
February 15, 2022

We have served as the auditor of one or more investment companies in Janus Henderson Funds since 1990.

Janus Henderson VIT Research Portfolio

Additional Information (unaudited)

Proxy Voting Policies and Voting Record

A description of the policies and procedures that the Portfolio uses to determine how to vote proxies relating to its portfolio securities is available without charge: (i) upon request, by calling 1-800-525-1093; (ii) on the Portfolio's website at janushenderson.com/proxyvoting; and (iii) on the SEC's website at <http://www.sec.gov>. Additionally, information regarding the Portfolio's proxy voting record for the most recent twelve-month period ended June 30 is also available, free of charge, through janushenderson.com/proxyvoting and from the SEC's website at <http://www.sec.gov>.

Full Holdings

The Portfolio files its complete portfolio holdings (schedule of investments) with the SEC as an exhibit to Form N-PORT within 60 days of the end of the first and third fiscal quarters, and in the annual report and semiannual report to shareholders. The Portfolio's Form N-PORT filings and annual and semiannual reports: (i) are available on the SEC's website at <http://www.sec.gov>; (ii) may be reviewed and copied at the SEC's Public Reference Room in Washington, D.C. (information on the Public Reference Room may be obtained by calling 1-800-SEC-0330); and (iii) are available without charge, upon request, by calling a Janus Henderson representative at 1-877-335-2687 (toll free). Portfolio holdings consisting of at least the names of the holdings are generally available on a monthly basis with a 30-day lag under Full Holdings for the Portfolio at janushenderson.com/vit.

APPROVAL OF ADVISORY AGREEMENTS DURING THE PERIOD

The Trustees of Janus Aspen Series, each of whom serves as an "independent" Trustee (the "Trustees"), oversee the management of each portfolio of Janus Aspen Series (each, a "VIT Portfolio," and collectively, the "VIT Portfolios"), as well as each fund of Janus Investment Fund (each, a "Fund," and collectively, the "Funds" and together with the VIT Portfolios, the "Janus Henderson Funds," and each, a "Janus Henderson Fund"). As required by law, the Trustees determine annually whether to continue the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each Janus Henderson Fund that utilizes a subadviser.

In connection with their most recent consideration of those agreements for each Janus Henderson Fund, the Trustees received and reviewed information provided by Janus Henderson Investors US LLC (formerly, Janus Capital Management LLC) (the "Adviser") and the subadviser in response to requests of the Trustees and their independent legal counsel. They also received and reviewed information and analysis provided by, and in response to requests of, their independent fee consultant. Throughout their consideration of the agreements, the Trustees were advised by their independent legal counsel. The Trustees met with management to consider the agreements, and also met separately in executive session with their independent legal counsel and their independent fee consultant.

At meetings held on November 3-4, 2021 and December 7-8, 2021, the Trustees' evaluated the information provided by the Adviser, the subadviser, and the independent fee consultant, as well as other information addressed during the year. Following such evaluation, the Trustees determined that the overall arrangements between each Janus Henderson Fund and the Adviser and each subadviser, as applicable, were fair and reasonable in light of the nature, extent and quality of the services provided by the Adviser, its affiliates and the subadviser, the fees charged for those services, and other matters that the Trustees considered relevant in the exercise of their business judgment and unanimously approved the continuation of the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each subadvised Janus Henderson Fund, for the period from February 1, 2022 through February 1, 2023, subject to earlier termination as provided for in each agreement.

In considering the continuation of those agreements, the Trustees reviewed and analyzed various factors that they determined were relevant, including the factors described below, none of which by itself was considered dispositive. However, the material factors and conclusions that formed the basis for the Trustees' determination to approve the continuation of the agreements are discussed separately below. Also included is a summary of the independent fee consultant's conclusions and opinions that arose during, and were included as part of, the Trustees' consideration of the agreements. "Management fees," as used herein, reflect actual annual advisory fees and, for the purpose of peer comparisons any administration fees (excluding out of pocket costs), net of any waivers, paid by a fund as a percentage of average net assets.

Nature, Extent and Quality of Services

The Trustees reviewed the nature, extent and quality of the services provided by the Adviser and the subadviser to the Janus Henderson Funds, taking into account the investment objective, strategies and policies of each Janus Henderson Fund, and the knowledge the Trustees gained from their regular meetings with management on at least a quarterly

Janus Henderson VIT Research Portfolio

Additional Information (unaudited)

basis and their ongoing review of information related to the Janus Henderson Funds. In addition, the Trustees reviewed the resources and key personnel of the Adviser and the subadviser, particularly noting those employees who provide investment and risk management services to the Janus Henderson Funds. The Trustees also considered other services provided to the Janus Henderson Funds by the Adviser or the subadviser, such as managing the execution of portfolio transactions and the selection of broker-dealers for those transactions. The Trustees considered the Adviser's role as administrator to the Janus Henderson Funds, noting that the Adviser generally does not receive a fee for its services as administrator, but is reimbursed for its out-of-pocket costs. The Trustees considered the role of the Adviser in monitoring adherence to the Janus Henderson Funds' investment restrictions, providing support services for the Trustees and Trustee committees, and overseeing communications with shareholders and the activities of other service providers, including monitoring compliance with various policies and procedures of the Janus Henderson Funds and with applicable securities laws and regulations.

In this regard, the independent fee consultant noted that the Adviser provides a number of different services for the Janus Henderson Funds and fund shareholders, ranging from investment management services to various other servicing functions, and that, in its view, the Adviser is a capable provider of those services. The independent fee consultant also provided its belief that the Adviser has developed a number of institutional competitive advantages that should enable it to provide superior investment and service performance over the long term.

The Trustees concluded that the nature, extent and quality of the services provided by the Adviser and the subadviser to each Janus Henderson Fund were appropriate and consistent with the terms of the respective advisory and subadvisory agreements, and that, taking into account steps taken to address those Janus Henderson Funds whose performance lagged that of their peers for certain periods, the Janus Henderson Funds were likely to benefit from the continued provision of those services. They also concluded that the Adviser and the subadviser had sufficient personnel, with the appropriate education and experience, to serve the Janus Henderson Funds effectively and each had demonstrated its ability to attract well-qualified personnel.

Performance of the Funds

The Trustees considered the performance results of each Janus Henderson Fund over various time periods. They noted that they considered Janus Henderson Fund performance data throughout the year, including periodic meetings with each Janus Henderson Fund's portfolio manager(s), and also reviewed information comparing each Janus Henderson Fund's performance with the performance of comparable funds and peer groups identified by Broadridge Financial Solutions, Inc. ("Broadridge"), an independent data provider, and with the Janus Henderson Fund's benchmark index. In this regard, the independent fee consultant found that the overall Janus Henderson Funds' performance has been reasonable: for the 36 months ended September 30, 2021, approximately 55% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers, and for the 12 months ended September 30, 2021, approximately 45% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers.

The Trustees considered the performance of each Janus Henderson Fund, noting that performance may vary by share class, and noted the following with respect to the VIT Portfolios:

- For Janus Henderson Balanced Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Forty Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.

Janus Henderson VIT Research Portfolio

Additional Information (unaudited)

- For Janus Henderson Global Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Overseas Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser and subadviser had taken or were taking to improve performance.

In consideration of each Janus Henderson Fund's performance, the Trustees concluded that, taking into account the factors relevant to performance, as well as other considerations, including steps taken to improve performance, the Janus Henderson Fund's performance warranted continuation of such Janus Henderson Fund's investment advisory and subadvisory agreement(s).

Costs of Services Provided

The Trustees examined information regarding the fees and expenses of each Janus Henderson Fund in comparison to similar information for other comparable funds as provided by Broadridge, an independent data provider. They also reviewed an analysis of that information provided by their independent fee consultant and noted that the rate of management fees (investment advisory fees and any administration fees but excluding out-of-pocket costs) for many of the Janus Henderson Funds, after applicable waivers, was below the average management fee rate of the respective peer group of funds selected by an independent data provider. The Trustees also examined information regarding the subadvisory fees charged for subadvisory services, as applicable, noting that all such fees were paid by the Adviser out of its management fees collected from such Janus Henderson Fund.

The independent fee consultant provided its belief that the management fees charged by the Adviser to each of the Janus Henderson Funds under the current investment advisory and administration agreements are reasonable in relation to the services provided by the Adviser. The independent fee consultant found: (1) the total expenses and management fees of the Janus Henderson Funds to be reasonable relative to other comparable mutual funds; (2) the total expenses, on average, were 8% under the average total expenses of the respective Broadridge Expense Group peers; and (3) the management fees for the Janus Henderson Funds, on average, were 6% under the average management fees for the respective Broadridge Expense Group. The Trustees also considered the total expenses for each share class of each Janus Henderson Fund compared to the average total expenses for its Broadridge Expense Group and to average total expenses for its Broadridge Expense Universe.

For certain Janus Henderson Funds, the independent fee consultant also performed a systematic "focus list" analysis of expenses which assessed fund fees in the context of fund performance being delivered. Based on this analysis, the

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Additional Information (unaudited)

independent fee consultant found that the combination of service quality/performance and expenses on these individual Janus Henderson Funds was reasonable in light of performance trends, performance histories, and existence of performance fees, breakpoints, and/or expense waivers on such Janus Henderson Funds.

The Trustees considered the methodology used by the Adviser and subadviser in determining compensation payable to portfolio managers, the competitive environment for investment management talent, and the competitive market for mutual funds in different distribution channels.

The Trustees also reviewed management fees charged by the Adviser and subadviser to comparable separate account clients and to comparable non-affiliated funds subadvised by the Adviser or subadviser (for which the Adviser or the subadviser provides only or primarily portfolio management services). Although in most instances subadvisory and separate account fee rates for various investment strategies were lower than management fee rates for Janus Henderson Funds having a similar strategy, the Trustees considered that the Adviser noted that, under the terms of the management agreements with the Janus Henderson Funds, the Adviser performs significant additional services for the Janus Henderson Funds that it does not provide to those other clients, including administration services, oversight of the Janus Henderson Funds' other service providers, trustee support, regulatory compliance and numerous other services, and that, in serving the Janus Henderson Funds, the Adviser assumes many legal risks and other costs that it does not assume in servicing its other clients. Moreover, the Trustees noted that the independent fee consultant found that: (1) the management fees the Adviser charges to the Janus Henderson Funds are reasonable in relation to the management fees the Adviser charges to funds subadvised by the Adviser and to the fees the Adviser charges to its institutional separate account clients; (2) these subadvised and institutional separate accounts have different service and infrastructure needs and operate in markets very distinct relative to retail funds; (3) Janus Henderson mutual fund investors enjoy reasonable fees relative to the fees charged to Janus Henderson subadvised fund and separate account investors; and (4) as part of its 2020 review, 9 of 10 Janus Henderson Funds have lower management fees than similar funds subadvised by the Adviser.

The Trustees considered the fees for each Janus Henderson Fund for its fiscal year ended in 2020, including the VIT Portfolios, and noted the following with regard to each VIT Portfolio's total expenses, net of applicable fee waivers (the VIT Portfolio's "total expenses"):

- For Janus Henderson Balanced Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses.
- For Janus Henderson Forty Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Research Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for both share classes.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses, although this limit did not apply because the Fund's total expenses were already below the applicable fee limit.
- For Janus Henderson Overseas Portfolio, the Trustees noted that although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's total expenses were below the peer group average for both share classes.

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Additional Information (unaudited)

- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for its sole share class.

The Trustees reviewed information on the overall profitability to the Adviser and its affiliates from their relationships with the Janus Henderson Funds, and considered profitability data of other publicly traded mutual fund advisers. The Trustees recognized that profitability comparisons among fund managers are difficult because of the variation in the type of comparative information that is publicly available, and the profitability of any fund manager is affected by numerous factors, including the organizational structure of the particular fund manager, differences in complex size, difference in product mix, difference in types of business (mutual fund, institutional and other), differences in the types of funds and other accounts it manages, possible other lines of business, the methodology for allocating expenses and the fund manager's capital structure and cost of capital.

Additionally, the Trustees considered the estimated profitability to the Adviser from the investment management services it provided to each Janus Henderson Fund. In their review, the Trustees considered whether the Adviser and subadviser receive adequate incentives and resources to manage the Janus Henderson Funds effectively. In reviewing profitability, the Trustees noted that the estimated profitability for an individual Janus Henderson Fund is necessarily a product of the allocation methodology utilized by the Adviser to allocate its expenses as part of the estimated profitability calculation. In this regard, the Trustees noted that the independent fee consultant found that (1) the expense allocation methodology and rationales utilized by the Adviser were reasonable and (2) no clear correlation exists between expense allocations and operating margins. The Trustees also considered that the estimated profitability for an individual Janus Henderson Fund was influenced by a number of factors, including not only the allocation methodology selected, but also the presence of fee waivers and expense caps, and whether the Janus Henderson Fund's investment management agreement contained breakpoints or a performance fee component. The Trustees determined, after taking into account these factors, among others, that the Adviser's estimated profitability with respect to each Janus Henderson Fund was not unreasonable in relation to the services provided, and that the variation in the range of such estimated profitability among the Janus Henderson Funds was not a material factor in the Board's approval of the reasonableness of any Janus Henderson Fund's investment management fees.

The Trustees concluded that the management fees payable by each Janus Henderson Fund to the Adviser and its affiliates, as well as the fees paid by the Adviser to the subadviser of subadvised Janus Henderson Funds, were reasonable in relation to the nature, extent, and quality of the services provided, taking into account the fees charged by other advisers for managing comparable mutual funds with similar strategies, the fees the Adviser and the subadviser charge to other clients, and, as applicable, the impact of fund performance on management fees payable by the Janus Henderson Funds. The Trustees also concluded that each Janus Henderson Fund's total expenses were reasonable, taking into account the size of the Janus Henderson Fund, the quality of services provided by the Adviser and subadviser, the investment performance of the Janus Henderson Fund, and any expense limitations agreed to or provided by the Adviser.

Economies of Scale

The Trustees considered information about the potential for the Adviser to realize economies of scale as the assets of the Janus Henderson Funds increase. They noted that their independent fee consultant published a report to the Trustees in November 2019 which provided its research and analysis into economies of scale. They also noted that, although many Janus Henderson Funds pay advisory fees at a fixed base rate as a percentage of net assets, without any breakpoints or performance fees, their independent fee consultant concluded that 75% of these Janus Henderson Funds' have contractual management fees (gross of waivers) below their Broadridge Expense Group averages. The Trustees also noted the following: (1) that for those Janus Henderson Funds whose expenses are being reduced by the contractual expense limitations of the Adviser, the Adviser is subsidizing certain of these Janus Henderson Funds because they have not reached adequate scale; (2) performance fee structures have been implemented for various Janus Henderson Funds that have caused the effective rate of advisory fees payable by such Janus Henderson Fund to vary depending on the investment performance of the Janus Henderson Fund relative to its benchmark index over the measurement period; and (3) a few Janus Henderson Funds have fee schedules with breakpoints and reduced fee rates above certain asset levels. The Trustees also noted that the Janus Henderson Funds share directly in economies of scale through the significant investments made by the Adviser and its affiliates related to services provided to the Funds and the lower charges of third-party service providers that are based in part on the combined scale of all of the Janus Henderson Funds.

Janus Henderson VIT Research Portfolio

Additional Information (unaudited)

The Trustees also considered the independent fee consultant's conclusion that, given the limitations of various analytical approaches to economies of scale and their conflicting results, it is difficult to analytically confirm or deny the existence of economies of scale in the Janus Henderson complex. In this regard, the independent consultant concluded that (1) to the extent there were economies of scale at the Adviser, the Adviser's general strategy of setting fixed management fees below peers appeared to share any such economies with investors even on smaller Janus Henderson Funds which have not yet achieved those economies and (2) by setting lower fixed fees from the start on these Janus Henderson Funds, the Adviser appeared to be investing to increase the likelihood that these Janus Henderson Funds will grow to a level to achieve any economies of scale that may exist. Further, the independent fee consultant provided its belief that Janus Henderson Fund investors are well-served by the fee levels and performance fee structures in place on the Janus Henderson Funds in light of any economies of scale that may be present at the Adviser.

Based on all of the information reviewed, including the recent and past research and analysis conducted by the Trustees' independent fee consultant, the Trustees concluded that the current fee structure of each Janus Henderson Fund was reasonable and that the current rates of fees do reflect a sharing between the Adviser and the Janus Henderson Fund of any economies of scale that may be present at the current asset level of the Janus Henderson Fund.

Other Benefits to the Adviser

The Trustees also considered benefits that accrue to the Adviser and its affiliates and subadviser to the Janus Henderson Funds from their relationships with the Janus Henderson Funds. They recognized that two affiliates of the Adviser separately serve the Janus Henderson Funds as transfer agent and distributor, respectively, and the transfer agent receives compensation directly from the non-money market funds for services provided, and that such compensation contributes to the overall profitability of the Adviser and its affiliates that results from their relationship with the Janus Henderson Funds. The Trustees also considered the Adviser's past and proposed use of commissions paid by the Janus Henderson Funds on portfolio brokerage transactions to obtain proprietary and third-party research products and services benefiting the Janus Henderson Fund and/or other clients of the Adviser and/or the Adviser, and/or subadviser to a Janus Henderson Fund. The Trustees concluded that the Adviser's and the subadviser's use of these types of client commission arrangements to obtain proprietary and third-party research products and services was consistent with regulatory requirements and guidelines and was likely to benefit each Janus Henderson Fund. The Trustees also concluded that, other than the services provided by the Adviser and its affiliates and subadviser pursuant to the agreements and the fees to be paid by each Janus Henderson Fund therefor, the Janus Henderson Funds and the Adviser and the subadviser may potentially benefit from their relationship with each other in other ways. They concluded that the Adviser and its affiliates share directly in economies of scale through the lower charges of third-party service providers that are based in part on the combined scale of the Janus Henderson Funds and other clients serviced by the Adviser and its affiliates. They also concluded that the Adviser and the subadviser benefit from the receipt of research products and services acquired through commissions paid on portfolio transactions of the Janus Henderson Funds and that the Janus Henderson Funds benefit from the Adviser's and/or the subadviser's receipt of those products and services as well as research products and services acquired through commissions paid by other clients of the Adviser and/or other clients of the subadviser. They further concluded that the success of any Janus Henderson Fund could attract other business to the Adviser, the subadviser or other Janus Henderson funds, and that the success of the Adviser and the subadviser could enhance the Adviser's and the subadviser's ability to serve the Janus Henderson Funds.

Janus Henderson VIT Research Portfolio

Useful Information About Your Portfolio Report (unaudited)

Management Commentary

The Management Commentary in this report includes valuable insight as well as statistical information to help you understand how your Portfolio's performance and characteristics stack up against those of comparable indices.

If the Portfolio invests in foreign securities, this report may include information about country exposure. Country exposure is based primarily on the country of risk. A company may be allocated to a country based on other factors such as location of the company's principal office, the location of the principal trading market for the company's securities, or the country where a majority of the company's revenues are derived.

Please keep in mind that the opinions expressed in the Management Commentary are just that: opinions. They are a reflection based on best judgment at the time this report was compiled, which was December 31, 2021. As the investing environment changes, so could opinions. These views are unique and are not necessarily shared by fellow employees or by Janus Henderson in general.

Performance Overviews

Performance overview graphs compare the performance of a hypothetical \$10,000 investment in the Portfolio with one or more widely used market indices. When comparing the performance of the Portfolio with an index, keep in mind that market indices are not available for investment and do not reflect deduction of expenses.

Average annual total returns are quoted for a Portfolio with more than one year of performance history. Average annual total return is calculated by taking the growth or decline in value of an investment over a period of time, including reinvestment of dividends and distributions, then calculating the annual compounded percentage rate that would have produced the same result had the rate of growth been constant throughout the period. Average annual total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Cumulative total returns are quoted for a Portfolio with less than one year of performance history. Cumulative total return is the growth or decline in value of an investment over time, independent of the period of time involved. Cumulative total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Pursuant to federal securities rules, expense ratios shown in the performance chart reflect subsidized (if applicable) and unsubsidized ratios. The total annual fund operating expenses ratio is gross of any fee waivers, reflecting the Portfolio's unsubsidized expense ratio. The net annual fund operating expenses ratio (if applicable) includes contractual waivers of the Adviser and reflects the Portfolio's subsidized expense ratio. Ratios may be higher or lower than those shown in the "Financial Highlights" in this report.

Schedule of Investments

Following the performance overview section is the Portfolio's Schedule of Investments. This schedule reports the types of securities held in the Portfolio on the last day of the reporting period. Securities are usually listed by type (common stock, corporate bonds, U.S. Government obligations, etc.) and by industry classification (banking, communications, insurance, etc.). Holdings are subject to change without notice.

The value of each security is quoted as of the last day of the reporting period. The value of securities denominated in foreign currencies is converted into U.S. dollars.

If the Portfolio invests in foreign securities, it will also provide a summary of investments by country. This summary reports the Portfolio exposure to different countries by providing the percentage of securities invested in each country. The country of each security represents the country of risk. The Portfolio's Schedule of Investments relies upon the industry group and country classifications published by Bloomberg and/or MSCI Inc.

Tables listing details of individual forward currency contracts, futures, written options, swaptions, and swaps follow the Portfolio's Schedule of Investments (if applicable).

Statement of Assets and Liabilities

This statement is often referred to as the "balance sheet." It lists the assets and liabilities of the Portfolio on the last day of the reporting period.

Janus Henderson VIT Research Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's assets are calculated by adding the value of the securities owned, the receivable for securities sold but not yet settled, the receivable for dividends declared but not yet received on securities owned, and the receivable for Portfolio shares sold to investors but not yet settled. The Portfolio's liabilities include payables for securities purchased but not yet settled, Portfolio shares redeemed but not yet paid, and expenses owed but not yet paid. Additionally, there may be other assets and liabilities such as unrealized gain or loss on forward currency contracts.

The section entitled "Net Assets Consist of" breaks down the components of the Portfolio's net assets. Because the Portfolio must distribute substantially all earnings, you will notice that a significant portion of net assets is shareholder capital.

The last section of this statement reports the net asset value ("NAV") per share on the last day of the reporting period. The NAV is calculated by dividing the Portfolio's net assets for each share class (assets minus liabilities) by the number of shares outstanding.

Statement of Operations

This statement details the Portfolio's income, expenses, realized gains and losses on securities and currency transactions, and changes in unrealized appreciation or depreciation of Portfolio holdings.

The first section in this statement, entitled "Investment Income," reports the dividends earned from securities and interest earned from interest-bearing securities in the Portfolio.

The next section reports the expenses incurred by the Portfolio, including the advisory fee paid to the investment adviser, transfer agent fees and expenses, and printing and postage for mailing statements, financial reports and prospectuses. Expense offsets and expense reimbursements, if any, are also shown.

The last section lists the amounts of realized gains or losses from investment and foreign currency transactions, and changes in unrealized appreciation or depreciation of investments and foreign currency-denominated assets and liabilities. The Portfolio will realize a gain (or loss) when it sells its position in a particular security. A change in unrealized gain (or loss) refers to the change in net appreciation or depreciation of the Portfolio during the reporting period. "Net Realized and Unrealized Gain/(Loss) on Investments" is affected both by changes in the market value of Portfolio holdings and by gains (or losses) realized during the reporting period.

Statements of Changes in Net Assets

These statements report the increase or decrease in the Portfolio's net assets during the reporting period. Changes in the Portfolio's net assets are attributable to investment operations, dividends and distributions to investors, and capital share transactions. This is important to investors because it shows exactly what caused the Portfolio's net asset size to change during the period.

The first section summarizes the information from the Statement of Operations regarding changes in net assets due to the Portfolio's investment operations. The Portfolio's net assets may also change as a result of dividend and capital gains distributions to investors. If investors receive their dividends and/or distributions in cash, money is taken out of the Portfolio to pay the dividend and/or distribution. If investors reinvest their dividends and/or distributions, the Portfolio's net assets will not be affected.

The reinvestment of dividends and distributions is included under "Capital Share Transactions." "Capital Shares" refers to the money investors contribute to the Portfolio through purchases or withdrawals via redemptions. The Portfolio's net assets will increase and decrease in value as investors purchase and redeem shares from the Portfolio.

Financial Highlights

This schedule provides a per-share breakdown of the components that affect the Portfolio's NAV for current and past reporting periods as well as total return, asset size, ratios, and portfolio turnover rate.

The first line in the table reflects the NAV per share at the beginning of the reporting period. The next line reports the net investment income/(loss) per share. Following is the per share total of net gains/(losses), realized and unrealized. Per share dividends and distributions to investors are then subtracted to arrive at the NAV per share at the end of the period. The next line reflects the total return for the period. The total return may include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes. As a result, the total return may differ from the total return reflected for individual shareholder transactions. Also included are ratios of expenses and net investment income to average net assets.

Janus Henderson VIT Research Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's expenses may be reduced through expense offsets and expense reimbursements. The ratios shown reflect expenses before and after any such offsets and reimbursements.

The ratio of net investment income/(loss) summarizes the income earned less expenses, divided by the average net assets of the Portfolio during the reporting period. Do not confuse this ratio with the Portfolio's yield. The net investment income ratio is not a true measure of the Portfolio's yield because it does not take into account the dividends distributed to the Portfolio's investors.

The next figure is the portfolio turnover rate, which measures the buying and selling activity in the Portfolio. Portfolio turnover is affected by market conditions, changes in the asset size of the Portfolio, fluctuating volume of shareholder purchase and redemption orders, the nature of the Portfolio's investments, and the investment style and/or outlook of the portfolio manager(s) and/or investment personnel. A 100% rate implies that an amount equal to the value of the entire portfolio was replaced once during the fiscal year; a 50% rate means that an amount equal to the value of half the portfolio is traded in a year; and a 200% rate means that an amount equal to the value of the entire portfolio is traded every six months.

Janus Henderson VIT Research Portfolio

Designation Requirements (unaudited)

For federal income tax purposes, the Portfolio designated the following for the year ended December 31, 2021:

Capital Gain Distributions	\$34,370,987
Dividends Received Deduction Percentage	94%

Janus Henderson VIT Research Portfolio

Trustees and Officers (unaudited)

The following are the Trustees and officers of the Trust, together with a brief description of their principal occupations during the last five years (principal occupations for certain Trustees may include periods over five years). The Portfolio's Statement of Additional Information includes additional information about the Trustees and officers and is available, without charge, by calling 1-877-335-2687.

Each Trustee has served in that capacity since he or she was originally elected or appointed. The Trustees do not serve a specified term of office. Each Trustee will hold office until the termination of the Trust or his or her earlier death, resignation, retirement, incapacity, or removal. Under the Portfolio's Governance Procedures and Guidelines, the policy is for Trustees to retire no later than the end of the calendar year in which the Trustee turns 75. The Trustees review the Portfolio's Governance Procedures and Guidelines from time to time and may make changes they deem appropriate. The Portfolio's Nominating and Governance Committee will consider nominees for the position of Trustee recommended by shareholders. Shareholders may submit the name of a candidate for consideration by the Committee by submitting their recommendations to the Trust's Secretary. Each Trustee is currently a Trustee of one other registered investment company advised by the Adviser: Janus Investment Fund. Collectively, these two registered investment companies consist of 52 series or funds referred to herein as the Fund Complex.

The Trust's officers are elected annually by the Trustees for a one-year term. Certain officers also serve as officers of Janus Investment Fund. Certain officers of the Portfolio may also be officers and/or directors of the Adviser. Except as otherwise disclosed, Portfolio officers receive no compensation from the Portfolio, except for the Portfolio's Chief Compliance Officer, as authorized by the Trustees.

Janus Henderson VIT Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William F. McCalpin 151 Detroit Street Denver, CO 80206 DOB: 1957	Chairman Trustee	1/08-Present 6/02-Present	Independent Consultant (since 2019) and Chief Operating Officer, muun chi LLC (organic food business) (since 2020). Formerly, Managing Partner, Impact Investments, Athena Capital Advisors LLC (independent registered investment advisor) (2016-2019), Managing Director, Holos Consulting LLC (provides consulting services to foundations and other nonprofit organizations) (2009-2016), Chief Executive Officer, Imprint Capital Advisors (impact investment firm) (2013-2015), and Executive Vice President and Chief Operating Officer of The Rockefeller Brothers Fund (a private family foundation) (1998-2006).	52	Chairman of the Board and Trustee of The Investment Fund for Foundations Investment Program (TIP) (consisting of 1 fund) (since 2008), and Director of the F.B. Heron Foundation (a private grantmaking foundation) (since 2006). Formerly, Director of Mutual Fund Directors Forum (a non-profit organization serving independent directors of U.S. mutual funds) (2016-2021).

Janus Henderson VIT Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Alan A. Brown 151 Detroit Street Denver, CO 80206 DOB: 1962	Trustee	1/13-Present	Principal, Curam Holdings LLC (since 2018). Formerly, Executive Vice President, Institutional Markets, of Black Creek Group (private equity real estate investment management firm) (2012-2018), Executive Vice President and Co-Head, Global Private Client Group (2007-2010), Executive Vice President, Mutual Funds (2005-2007), and Chief Marketing Officer (2001-2005) of Nuveen Investments, Inc. (asset management).	52	Advisory Board Member of AEW Core Property Trust (open-end property fund) (since 2020), and Director of WTTW (PBS affiliate) (since 2003). Formerly, Director of MotiveQuest LLC (strategic social market research company) (2003-2016), Director of Nuveen Global Investors LLC (2007-2011), Director of Communities in Schools (2004-2010), and Director of Mutual Fund Education Alliance (until 2010).

Janus Henderson VIT Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William D. Cvengros 151 Detroit Street Denver, CO 80206 DOB: 1948	Trustee	1/11-Present	Chief Executive Officer of SJC Capital, LLC (a personal investment company and consulting firm) (since 2002). Formerly, Chief Executive Officer and President of PIMCO Advisors Holdings L.P. (a publicly traded investment management firm) (1994-2000), and Chief Investment Officer (1987-1994) and Vice Chairman and Director (1990-1994) of Pacific Life Insurance Company (a mutual life insurance and annuity company) (1987-1994).	52	Member, Limited Partner Advisory Committee, Karmel Capital Fund III (since 2022), Member of the Investmtnet Committee for the Orange Country Community Foundation (a grantmaking foundation) (since 2020), Advisory Board Member, RevOZ Fund LP and related funds (real estate investments for opportunity zones) (since 2020), and Advisory Board Member, Innovate Partners Emerging Growth and Equity Fund I (early stage venture capital fund) (since 2014). Formerly, Managing Trustee of National Retirement Partners Liquidating Trust (2013-2016), Chairman, National Retirement Partners, Inc. (formerly a network of advisors to 401(k) plans) (2005-2013), Director of Prospect Acquisition Corp. (a special purpose acquisition corporation) (2007-2009), Director of RemedyTemp, Inc. (temporary help services company) (1996-2006), and Trustee of PIMCO Funds Multi-Manager Series (1990-2000) and Pacific Life Variable Life & Annuity Trusts (1987-1994).

Janus Henderson VIT Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Raudline Etienne 151 Detroit Street Denver, CO 80206 DOB: 1965	Trustee	6/16-Present	Founder, Daraja Capital (advisory and investment firm) (since 2016). Formerly, Senior Vice President and Senior Advisor, Albright Stonebridge Group LLC (global strategy firm) (2011-2021), and Deputy Comptroller and Chief Investment Officer, New York State Common Retirement Fund (public pension fund) (2008-2011).	52	Member of the Investment Committee for Cooper Union (private college) (since 2021), Board Member, Van Alen Institute (nonprofit architectural and design organization) (since 2019) and Director of Brightwood Capital Advisors, LLC (since 2014).
Gary A. Poliner 151 Detroit Street Denver, CO 80206 DOB: 1953	Trustee	6/16-Present	Retired. Formerly, President (2010-2013) of Northwestern Mutual Life Insurance Company.	52	Director of MGIC Investment Corporation (private mortgage insurance) (since 2013). Formerly, Director, West Bend Mutual Insurance Company (property/casualty insurance) (2013-2021), Trustee of Northwestern Mutual Life Insurance Company (2010-2013) and Director of Frank Russell Company (global asset management firm) (2008-2013).

Janus Henderson VIT Research Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Diane L. Wallace 151 Detroit Street Denver, CO 80206 DOB: 1958	Trustee	6/17-Present	Retired. Formerly, Chief Operating Officer, Senior Vice President-Operations, and Chief Financial Officer for Driehaus Capital Management, LLC (1988-2006) and Treasurer for Driehaus Mutual Funds (1996-2002).	52	Formerly, Director of Family Service of Lake County (2019-2021), Independent Trustee, Henderson Global Funds (13 portfolios) (2015-2017), Independent Trustee, State Farm Associates' Funds Trust, State Farm Mutual Fund Trust, and State Farm Variable Product Trust (28 portfolios) (2013-2017).
Linda S. Wolf 151 Detroit Street Denver, CO 80206 DOB: 1947	Trustee	11/05-Present	Retired. Formerly, Chairman and Chief Executive Officer of Leo Burnett (Worldwide) (advertising agency) (2001-2005).	52	Director of Chicago Community Trust (Regional Community Foundation), Lurie Children's Hospital (Chicago, IL), and Shirley Ryan Ability Lab. Formerly, Director of Wrapports, LLC (until 2022), Director of Chicago Council on Global Affairs (until 2019), InnerWorkings (until 2019) and Director of Walmart (until 2017).

Janus Henderson VIT Research Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Michelle Rosenberg 151 Detroit Street Denver, CO 80206 DOB: 1973	Interim President and Chief Executive Officer	1/22-Present	General Counsel and Corporate Secretary of Janus Henderson Investors (since 2018). Formerly, Senior Vice President and Head of Legal, North America of Janus Henderson Investors (2017-2018) and Deputy General Counsel of Janus Henderson US (Holdings), Inc. (2015-2018).
Kristin Mariani 151 Detroit Street Denver, CO 80206 DOB: 1966	Vice President, Chief Compliance Officer, and Anti-Money Laundering Officer	7/20-Present	Head of Compliance, North America for Janus Henderson Investors (since September 2020), and Chief Compliance Officer for Janus Henderson Investors US LLC (since September 2017). Formerly, Global Head of Investment Management Compliance for Janus Henderson Investors (February 2019-August 2020), Vice President, Head of Global Distribution Compliance and Chief Compliance Officer of Janus Henderson Distributors US LLC (May 2017-September 2017), Vice President, Compliance at Janus Henderson US (Holdings) Inc., Janus Henderson Investors US LLC, and Janus Henderson Distributors US LLC (2009-2017).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

Janus Henderson VIT Research Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Jesper Nergaard 151 Detroit Street Denver, CO 80206 DOB: 1962	Chief Financial Officer Vice President, Treasurer, and Principal Accounting Officer	3/05-Present 2/05-Present	Head of U.S. Fund Administration, Janus Henderson Investors and Janus Henderson Services US LLC.
Abigail J. Murray 151 Detroit Street Denver, CO 80206 DOB: 1975	Vice President, Chief Legal Officer, and Secretary	12/20-Present	Managing Counsel (2020-present). Formerly, Senior Counsel for Invesco Ltd. (2017-2020), and Vice President and Senior Counsel, ALPS Fund Services, Inc. and Assistant General Counsel, ALPS Advisors, Inc. (2015-2017).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

This report is submitted for the general information of shareholders of the Portfolio. It is not an offer or solicitation for the Portfolio and is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus.

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Janus Henderson Distributors US LLC

Janus Henderson VIT Forty Portfolio

Janus Aspen Series

HIGHLIGHTS

- Portfolio management perspective
- Investment strategy behind your portfolio
- Portfolio performance, characteristics and holdings

Janus Henderson
———— INVESTORS ————

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Janus Henderson VIT Forty Portfolio

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Janus Henderson VIT Forty Portfolio (unaudited)

PORTFOLIO SNAPSHOT

We believe that constructing a concentrated portfolio of quality growth companies will allow us to outperform our benchmark over time. We define quality as companies that enjoy sustainable “moats” around their businesses, potentially allowing them to grow faster, with higher returns, than their competitors. We believe the market often underestimates these companies’ sustainable competitive advantage periods.



Doug Rao
co-portfolio manager

Nick Schommer
co-portfolio manager

PERFORMANCE OVERVIEW

For the 12-month period ended December 31, 2021, Janus Henderson VIT Forty Portfolio's Institutional Shares and Service Shares returned 22.90% and 22.60%, respectively, versus a return of 27.60% for the Portfolio's primary benchmark, the Russell 1000® Growth Index. The Portfolio's secondary benchmark, the S&P 500® Index, returned 28.71% for the period.

INVESTMENT ENVIRONMENT

The Russell 1000 Growth Index posted a positive return, ending the year with significant gains despite periods of heightened market volatility. Toward the end of the period, an upsurge in COVID-19 cases due to the fast-spreading Omicron variant threatened to slow economic growth, and markets digested the likelihood for more persistent inflation. The Federal Reserve (Fed) indicated that it would accelerate the tapering of its asset purchases, hastening the withdrawal of pandemic-related stimulus. Nonetheless, markets trended higher as investors hoped that increased vaccination rates and the imminent arrival of oral antiviral drugs could help lessen the health risks posed by the COVID virus.

PERFORMANCE DISCUSSION

The Portfolio underperformed both its primary benchmark, the Russell 1000 Growth Index, and its secondary benchmark, the S&P 500 Index, during the year ended December 31, 2021. Stock selection in the Portfolio detracted from performance relative to the primary benchmark during the period.

As part of our investment strategy, we seek companies that have built clear, sustainable, competitive moats around their businesses, which gives them the potential to grow market share within their respective industries over time. Important competitive advantages could include a strong brand, network effects from a product or service that would be hard for a competitor to replicate, a lower

cost structure than competitors in the industry, a distribution advantage or patent protection over valuable intellectual property. We think emphasizing these sustainable competitive advantages can be a meaningful driver of outperformance over longer time horizons because the market often underestimates the duration of growth for these companies and the long-term potential return to shareholders.

Mastercard was among the top relative detractors, as fears that COVID variants would slow a recovery in travel and business activity hurt the company's stock. Recent innovation within the industry such as digital payments, the rise in popularity of “buy now, pay later” and the increasing acceptance of cryptocurrency have also called into question Mastercard's role in the future of payments. We believe these concerns are largely overstated, and that Mastercard's payments network remains positioned to be a key beneficiary as more transactions migrate from cash and check to credit card and electronic payments.

Cloud-based customer engagement platform Twilio was among the top relative detractors. Last year, the company saw demand for its core products grow swiftly as digital transformation efforts accelerated with the COVID-19 pandemic. However, more recently, the stock has suffered from difficult year-over-year comparisons and lower growth expectations. We think this is shortsighted, as the company continues to build an end-to-end customer-centric ecosystem that we believe has the potential for long-term growth.

Disney was also among the top detractors. The company's stock suffered during the period as it reported lower-than-expected growth in new subscribers to its Disney+ online streaming service. The surge in COVID cases as a result of the Delta and Omicron variants also hurt Disney's parks business. Longer term, we like the potential for park visits and travel to rebound strongly once the health risks of COVID subside and believe that significant new content

Janus Henderson VIT Forty Portfolio (unaudited)

releases in 2022 and 2023 could be a catalyst for new user growth for Disney+.

Private equity firm The Blackstone Group was among the top relative contributors. During the period, management raised its full-year guidance due to strong performance for their private equity strategies as well as continued inflows into their products. We believe there is a long runway for growth in Blackstone's fee-gathering strategies, as the company remains favorably positioned to capture capital migrating to private equities — a long-term secular trend.

Nvidia, a leading producer of graphics processing units (GPUs), was also among the top contributors, as the stock outperformed following strong results. As large cloud platform providers expand investment in computing-intensive applications such as artificial intelligence and machine learning, demand for Nvidia's GPUs continues to grow. As the company's valuation rose during the period, we reduced our position.

Semiconductor equipment manufacturer ASML Holding was also one of the top relative contributors for the period. As long-term secular demand continues to increase in the semiconductor market, leading chipmakers have announced massive capital investment plans. ASML stands to benefit as the primary provider of extreme ultraviolet (EUV) lithography equipment that is essential in the pursuit of leading-edge semiconductor technology.

OUTLOOK

The endemic phase of the COVID pandemic has been following an unforecastable path. One of the central questions in 2022 is whether we will be in a "capital E" or "lowercase e" phase of the endemic, which will depend on how manageable the virus becomes in the months ahead. The spread of COVID variants, broadening supply chain disruptions and inflationary pressures have surely dampened growth to some extent, but we believe economic activity can continue to normalize in 2022 and expect a healthy year for earnings growth. That said, when economic normalization happens, interest rate normalization is also expected to occur, continuing the tug-of-war between rates and valuations that we have witnessed throughout the year. We would expect to continue to see bouts of market volatility as we did in 2021. Digital transformation, in our opinion, will be the primary driver of longer-term economic growth, and we believe investors would be wise to focus on this as we work through the ebb and flow of the pandemic.

As the U.S. economy retrenches away from globalization, we believe we are in the early innings of sustained lower-income wage inflation. We are beginning to see the "re-industrialization" of the U.S. economy. Our expectation is this secular repricing of low-end wages will create some headwinds on margins for companies without pricing power. However, this should be offset by higher levels of general spend within the economy as consumers now have more money in their pockets. We believe that regardless of the inflationary environment, one of the most important business attributes is pricing power.

While the threat of inflation from rising wages does exist, equities with free-cash-flow yields that are higher than other asset class yields, combined with the potential for significant free-cash-flow growth, appear attractive on a relative basis. We think that owning a portfolio of companies with attractive reinvestment opportunities, trusted relationships with their customers and some degree of pricing power can remain an effective strategy, regardless of whether we are investing in an inflationary or deflationary environment.

Thank you for your investment in Janus Henderson VIT Forty Portfolio.

Janus Henderson VIT Forty Portfolio (unaudited)

Portfolio At A Glance

December 31, 2021

5 Top Contributors - Holdings

	Average Weight	Relative Contribution		Average Weight	Relative Contribution
Blackstone Group Inc	3.29%	1.92%	Mastercard Inc	5.36%	-1.26%
NVIDIA Corp	2.89%	0.94%	Snap Inc - Class A	3.24%	-1.09%
PayPal Holdings Inc	0.25%	0.89%	Twilio Inc	1.60%	-1.01%
ASML Holding NV	2.93%	0.85%	CoStar Group Inc	1.91%	-0.89%
Danaher Corp	3.20%	0.60%	Walt Disney Co	1.47%	-0.83%

5 Top Detractors - Holdings

5 Top Contributors - Sectors*

	Relative Contribution	Portfolio Average Weight	Russell 1000 Growth Index Average Weight
Financials	1.67%	3.67%	2.17%
Health Care	0.72%	13.57%	11.21%
Materials	0.51%	2.58%	0.90%
Consumer Staples	0.21%	1.92%	4.07%
Utilities	0.00%	0.00%	0.02%

5 Top Detractors - Sectors*

	Relative Contribution	Portfolio Average Weight	Russell 1000 Growth Index Average Weight
Communication Services	-3.07%	18.38%	12.15%
Consumer Discretionary	-1.55%	15.09%	17.48%
Industrials	-1.28%	4.97%	5.32%
Information Technology	-0.68%	36.30%	44.78%
Other**	-0.38%	1.36%	0.00%

Relative contribution reflects how the portfolio's holdings impacted return relative to the benchmark. Cash and securities not held in the portfolio are not shown. For equity portfolios, relative contribution compares the performance of a security in the portfolio to the benchmark's total return, factoring in the difference in weight of that security in the benchmark. Returns are calculated using daily returns and previous day ending weights rolled up by ticker, excluding fixed income securities, gross of advisory fees, may exclude certain derivatives and will differ from actual performance. Performance attribution reflects returns gross of advisory fees and may differ from actual returns as they are based on end of day holdings.

Attribution is calculated by geometrically linking daily returns for the portfolio and index.

* Based on sector classification according to the Global Industry Classification Standard ("GICS") codes, which are the exclusive property and a service mark of MSCI Inc. and Standard & Poor's.

** Not a GICS classified sector.

Janus Henderson VIT Forty Portfolio (unaudited)

Portfolio At A Glance

December 31, 2021

5 Largest Equity Holdings - (% of Net Assets)

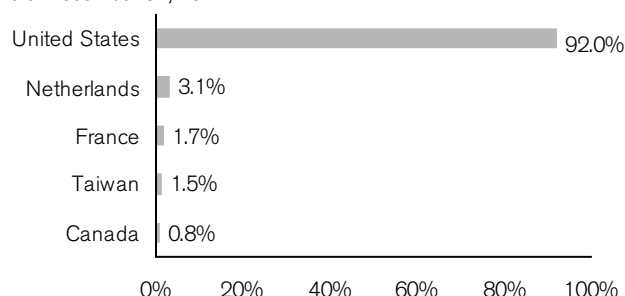
Microsoft Corp	
Software	9.8%
Amazon.com Inc	
Internet & Direct Marketing Retail	7.7%
Apple Inc	
Technology Hardware, Storage & Peripherals	6.0%
Mastercard Inc	
Information Technology Services	4.0%
Alphabet Inc - Class C	
Interactive Media & Services	3.9%
	31.4%

Asset Allocation - (% of Net Assets)

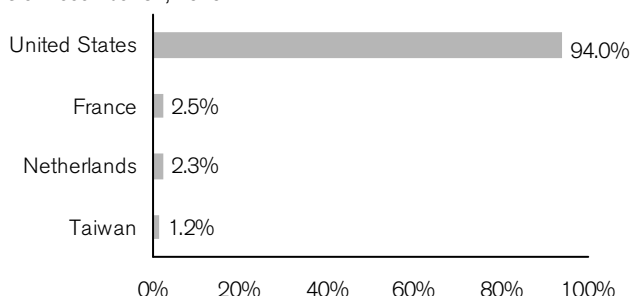
Common Stocks	98.6%
Investment Companies	1.2%
Private Investment in Public Equity (PIPES)	0.3%
Investments Purchased with Cash	
Collateral from Securities Lending	0.1%
Warrants	0.0%
Other	(0.2)%
	100.0%

Top Country Allocations - Long Positions - (% of Investment Securities)

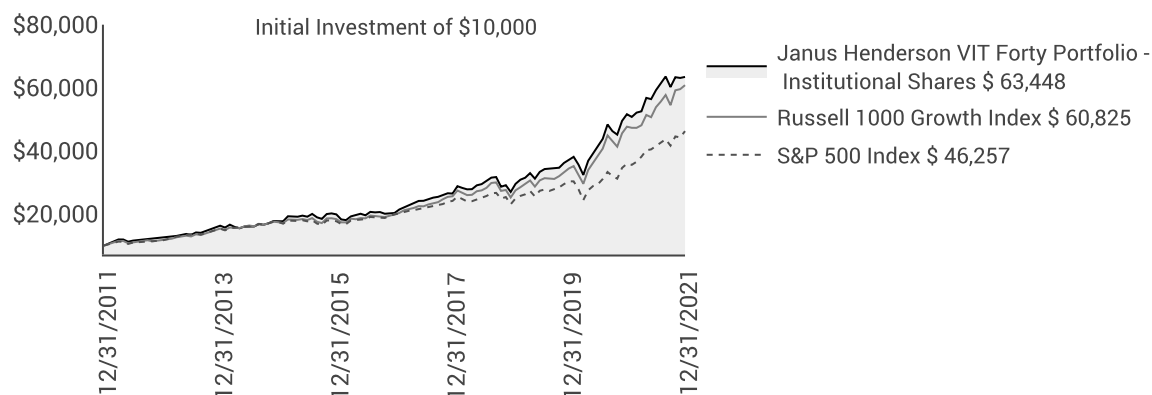
As of December 31, 2021



As of December 31, 2020



Janus Henderson VIT Forty Portfolio (unaudited) Performance



Average Annual Total Return - for the periods ended December 31, 2021					Prospectus Expense Ratios
	One Year	Five Year	Ten Year	Since Inception*	Total Annual Fund Operating Expenses†
Institutional Shares	22.90%	25.58%	20.29%	13.45%	0.76%
Service Shares	22.60%	25.27%	20.00%	13.14%	1.01%
Russell 1000 Growth Index	27.60%	25.32%	19.79%	10.18%	
S&P 500 Index	28.71%	18.47%	16.55%	9.53%	
Morningstar Quartile - Institutional Shares	2nd	1st	1st	1st	
Morningstar Ranking - based on total returns for Large Growth Funds	527/1,244	208/1,124	99/1,022	10/508	

Returns quoted are past performance and do not guarantee future results; current performance may be lower or higher. Investment returns and principal value will vary; there may be a gain or loss when shares are sold. For the most recent month-end performance call 800.668.0434 or visit janushenderson.com/VITperformance.

This Portfolio has a performance-based management fee that may adjust up or down based on the Portfolio's performance.

Performance may be affected by risks that include those associated with foreign and emerging markets, fixed income securities, high-yield and high-risk securities, undervalued, overlooked and smaller capitalization companies, real estate related securities including Real Estate Investment Trusts (REITs), Environmental, Social and Governance (ESG) factors, non-diversification, portfolio turnover, derivatives, short sales, initial public offerings (IPOs) and potential conflicts of interest. Each product has different risks. Please see the prospectus for more information about risks, holdings and other details.

Returns do not reflect the deduction of fees, charges or expenses of any insurance product or qualified plan. If applied, returns would have been lower.

Returns include reinvestment of all dividends and distributions and do not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares. The returns do not include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes.

Performance for Service Shares prior to December 31, 1999 reflects the performance of Institutional Shares, adjusted to reflect the expenses of Service Shares.

Ranking is for the share class shown only; other classes may have different performance characteristics.

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There is no assurance that the investment process will consistently lead to successful investing.

See Notes to Schedule of Investments and Other Information for index definitions.

See important disclosures on the next page.

Janus Henderson VIT Forty Portfolio (unaudited) Performance

Index performance does not reflect the expenses of managing a portfolio as an index is unmanaged and not available for direct investment.

See "Useful Information About Your Portfolio Report."

*The Portfolio's inception date – May 1, 1997

‡ As stated in the prospectus. See Financial Highlights for actual expense ratios during the reporting period.

Janus Henderson VIT Forty Portfolio (unaudited)

Expense Examples

As a shareholder of the Portfolio, you incur two types of costs: (1) transaction costs and (2) ongoing costs, including management fees; 12b-1 distribution and shareholder servicing fees (applicable to Service Shares only); transfer agent fees and expenses payable pursuant to the Transfer Agency Agreement; and other Portfolio expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Portfolio and to compare these costs with the ongoing costs of investing in other mutual funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. The example is based upon an investment of \$1,000 invested at the beginning of the period and held for the six-months indicated, unless noted otherwise in the table and footnotes below.

Actual Expenses

The information in the table under the heading "Actual" provides information about actual account values and actual expenses. You may use the information in these columns, 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 appropriate column for your share class under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during the period.

Hypothetical Example for Comparison Purposes

The information in the table under the heading "Hypothetical (5% return before expenses)" provides information about hypothetical account values and hypothetical expenses based upon the Portfolio's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Portfolio'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 Portfolio 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. Additionally, for an analysis of the fees associated with an investment in either share class or other similar funds, please visit www.finra.org/fundanalyzer.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transaction costs, such as any charges at the separate account level or contract level. These fees are fully described in the Portfolio's prospectuses. Therefore, the hypothetical examples are useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds. In addition, if these transaction costs were included, your costs would have been higher.

	Actual			Hypothetical (5% return before expenses)			Net Annualized Expense Ratio
	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	
Institutional							
Shares	\$1,000.00	\$1,070.90	\$4.02	\$1,000.00	\$1,021.32	\$3.92	0.77%
Service Shares	\$1,000.00	\$1,069.70	\$5.37	\$1,000.00	\$1,020.01	\$5.24	1.03%

† Expenses Paid During Period are equal to the Net Annualized Expense Ratio multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period). Expenses in the examples include the effect of applicable fee waivers and/or expense reimbursements, if any. Had such waivers and/or reimbursements not been in effect, your expenses would have been higher. Please refer to the Notes to Financial Statements or the Portfolio's prospectuses for more information regarding waivers and/or reimbursements.

Janus Henderson VIT Forty Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Common Stocks– 98.6%		
Automobiles – 1.2%		
Rivian Automotive Inc - Class A*	138,476	\$14,358,576
Capital Markets – 3.6%		
Blackstone Group Inc	348,064	45,036,001
Chemicals – 2.8%		
Sherwin-Williams Co	97,032	34,170,789
Entertainment – 4.5%		
Netflix Inc*	46,933	28,274,317
Walt Disney Co*	176,345	27,314,077
		55,588,394
Equity Real Estate Investment Trusts (REITs) – 2.7%		
American Tower Corp	114,263	33,421,928
Health Care Equipment & Supplies – 11.7%		
Align Technology Inc*	59,456	39,073,294
Boston Scientific Corp*	514,378	21,850,777
DanaHER Corp	142,346	46,833,258
DexCom Inc*	39,662	21,296,511
Edwards Lifesciences Corp*	125,970	16,319,414
		145,373,254
Health Care Providers & Services – 1.6%		
UnitedHealth Group Inc	39,973	20,072,042
Hotels, Restaurants & Leisure – 0.9%		
Caesars Entertainment Inc*	125,382	11,726,978
Household Products – 2.1%		
Procter & Gamble Co	157,909	25,830,754
Information Technology Services – 6.8%		
Mastercard Inc	139,030	49,956,260
Shopify Inc*	7,082	9,754,676
Twilio Inc*	95,716	25,205,851
		84,916,787
Interactive Media & Services – 11.0%		
Alphabet Inc - Class C*	16,836	48,716,481
Facebook Inc*	116,967	39,341,850
Match Group Inc*	133,469	17,651,275
Snap Inc - Class A*	663,346	31,197,162
		136,906,768
Internet & Direct Marketing Retail – 10.2%		
Amazon.com Inc*	28,623	95,438,814
Booking Holdings Inc*	8,631	20,707,754
Farfetch Ltd - Class A*	243,531	8,141,241
Grab Holdings Ltd - Class A*,#	390,057	2,781,106
		127,068,915
Machinery – 2.1%		
Deere & Co	75,739	25,970,146
Metals & Mining – 0.8%		
Freeport-McMoRan Inc	247,347	10,321,790
Professional Services – 1.7%		
CoStar Group Inc*	267,500	21,140,525
Semiconductor & Semiconductor Equipment – 8.8%		
ASML Holding NV	48,751	38,812,621
NVIDIA Corp	104,824	30,829,787
Taiwan Semiconductor Manufacturing Co Ltd (ADR)	158,012	19,010,424
Texas Instruments Inc	110,751	20,873,241
		109,526,073
Software – 15.5%		
Adobe Inc*	66,783	37,869,968
Microsoft Corp	361,707	121,649,298
Unity Software Inc*	68,899	9,851,868
Workday Inc - Class A*	84,337	23,039,182
		192,410,316

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Forty Portfolio

Schedule of Investments

December 31, 2021

	<i>Shares or Principal Amounts</i>	<i>Value</i>
Common Stocks– (continued)		
Specialty Retail – 1.5%		
TJX Cos Inc	247,543	\$18,793,465
Technology Hardware, Storage & Peripherals – 6.0%		
Apple Inc	418,867	74,378,213
Textiles, Apparel & Luxury Goods – 3.1%		
LVMH Moët Hennessy Louis Vuitton SE	25,693	21,263,858
NIKE Inc - Class B	103,783	17,297,513
		38,561,371
Total Common Stocks (cost \$596,094,575)		1,225,573,085
Private Investment in Public Equity (PIPES)– 0.3%		
Diversified Financial Services – 0.3%		
Altimeter Growth Corp ^{*,§} (cost \$5,715,450)	571,545	4,075,116
Warrants– 0%		
Internet & Direct Marketing Retail – 0%		
Grab Holdings Ltd, expires 12/1/26* (cost \$181,685)	56,841	119,935
Investment Companies– 1.2%		
Money Markets – 1.2%		
Janus Henderson Cash Liquidity Fund LLC, 0.0570% ^{∞,£} (cost \$14,134,404)	14,132,991	14,134,404
Investments Purchased with Cash Collateral from Securities Lending– 0.1%		
Investment Companies – 0.1%		
Janus Henderson Cash Collateral Fund LLC, 0% ^{∞,£}	1,025,066	1,025,066
Time Deposits – 0%		
Royal Bank of Canada, 0.0400%, 1/3/22	\$256,267	256,267
Total Investments Purchased with Cash Collateral from Securities Lending (cost \$1,281,333)		1,281,333
Total Investments (total cost \$617,407,447) – 100.2%		1,245,183,873
Liabilities, net of Cash, Receivables and Other Assets – (0.2)%		(2,436,915)
Net Assets – 100%		\$1,242,746,958

Summary of Investments by Country - (Long Positions) (unaudited)

<i>Country</i>	<i>Value</i>	<i>% of Investment Securities</i>
United States	\$1,145,300,012	92.0 %
Netherlands	38,812,621	3.1
France	21,263,858	1.7
Taiwan	19,010,424	1.5
Canada	9,754,676	0.8
United Kingdom	8,141,241	0.7
Singapore	2,901,041	0.2
Total	\$1,245,183,873	100.0 %

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Forty Portfolio

Schedule of Investments

December 31, 2021

Schedules of Affiliated Investments – (% of Net Assets)

	Dividend Income	Realized Gain/(Loss)	Change in Unrealized Appreciation/ Depreciation	Value at 12/31/21
Investment Companies - 1.2%				
Money Markets - 1.2%				
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	\$ 12,452	\$ -	\$ -	\$ 14,134,404
Investments Purchased with Cash Collateral from Securities Lending - 0.1%				
Investment Companies - 0.1%				
Janus Henderson Cash Collateral Fund LLC, 0%	139,314 ^A	-	-	1,025,066
Total Affiliated Investments - 1.3%	\$ 151,766	\$ -	\$ -	\$ 15,159,470

	Value at 12/31/20	Purchases	Sales Proceeds	Value at 12/31/21
Investment Companies - 1.2%				
Money Markets - 1.2%				
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	22,532,880	233,268,120	(241,666,596)	14,134,404
Investments Purchased with Cash Collateral from Securities Lending - 0.1%				
Investment Companies - 0.1%				
Janus Henderson Cash Collateral Fund LLC, 0%	-	14,973,440	(13,948,374)	1,025,066

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Forty Portfolio

Notes to Schedule of Investments and Other Information

Russell 1000 [®] Growth Index	Russell 1000 [®] Growth Index reflects the performance of U.S. large-cap equities with higher price-to-book ratios and higher forecasted growth values.
S&P 500 [®] Index	S&P 500 [®] Index reflects U.S. large-cap equity performance and represents broad U.S. equity market performance.
ADR	American Depositary Receipt
LLC	Limited Liability Company

* Non-income producing security.

°° Rate shown is the 7-day yield as of December 31, 2021.

Loaned security; a portion of the security is on loan at December 31, 2021.

£ The Portfolio may invest in certain securities that are considered affiliated companies. As defined by the Investment Company Act of 1940, as amended, an affiliated company is one in which the Portfolio owns 5% or more of the outstanding voting securities, or a company which is under common ownership or control.

Δ Net of income paid to the securities lending agent and rebates paid to the borrowing counterparties.

§ Schedule of Restricted Securities (as of December 31, 2021)

	<i>Acquisition Date</i>	<i>Cost</i>	<i>Value</i>	<i>Value as a % of Net Assets</i>
Altimeter Growth Corp	4/14/21	\$ 5,715,450	\$ 4,075,116	0.3%

The Portfolio has registration rights for certain restricted securities held as of December 31, 2021. The issuer incurs all registration costs.

The following is a summary of the inputs that were used to value the Portfolio's investments in securities and other financial instruments as of December 31, 2021. See Notes to Financial Statements for more information.

Valuation Inputs Summary

	<i>Level 1 - Quoted Prices</i>	<i>Level 2 - Other Significant Observable Inputs</i>	<i>Level 3 - Significant Unobservable Inputs</i>
Assets			
Investments In Securities:			
<i>Common Stocks</i>	\$ 1,225,573,085	\$ -	\$ -
<i>Private Investment in Public Equity (PIPES)</i>	-	4,075,116	-
<i>Warrants</i>	119,935	-	-
<i>Investment Companies</i>	-	14,134,404	-
<i>Investments Purchased with Cash Collateral from Securities Lending</i>	-	1,281,333	-
Total Assets	\$ 1,225,693,020	\$ 19,490,853	\$ -

Janus Henderson VIT Forty Portfolio

Statement of Assets and Liabilities

December 31, 2021

Assets:		
Unaffiliated investments, at value (cost \$602,247,977) ⁽¹⁾	\$	1,230,024,403
Affiliated investments, at value (cost \$15,159,470)		15,159,470
Non-interested Trustees' deferred compensation		32,437
Receivables:		
Dividends		330,157
Portfolio shares sold		31,586
Foreign tax reclaims		26,796
Dividends from affiliates		830
Other assets		12,991
Total Assets		1,245,618,670
Liabilities:		
Collateral for securities loaned (Note 2)		1,281,333
Payables:		
Advisory fees		708,585
Portfolio shares repurchased		481,561
12b-1 Distribution and shareholder servicing fees		161,815
Transfer agent fees and expenses		58,346
Professional fees		39,367
Non-interested Trustees' deferred compensation fees		32,437
Affiliated portfolio administration fees payable		2,796
Custodian fees		1,877
Non-interested Trustees' fees and expenses		438
Accrued expenses and other payables		103,157
Total Liabilities		2,871,712
Net Assets	\$	1,242,746,958
Net Assets Consist of:		
Capital (par value and paid-in surplus)	\$	472,196,934
Total distributable earnings (loss)		770,550,024
Total Net Assets	\$	1,242,746,958
Net Assets - Institutional Shares	\$	523,821,700
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		8,483,154
Net Asset Value Per Share	\$	61.75
Net Assets - Service Shares	\$	718,925,258
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		12,693,502
Net Asset Value Per Share	\$	56.64

(1) Includes \$1,251,493 of securities on loan. See Note 2 in Notes to Financial Statements.

See Notes to Financial Statements.

Janus Henderson VIT Forty Portfolio

Statement of Operations

For the year ended December 31, 2021

Investment Income:		
Dividends	\$	6,128,937
Affiliated securities lending income, net		139,314
Dividends from affiliates		12,452
Unaffiliated securities lending income, net		199
Foreign tax withheld		(132,167)
Total Investment Income		6,148,735
Expenses:		
Advisory fees		8,257,681
12b-1 Distribution and shareholder servicing fees:		
Service Shares		1,713,035
Transfer agent administrative fees and expenses:		
Institutional Shares		248,460
Service Shares		342,607
Other transfer agent fees and expenses:		
Institutional Shares		17,091
Service Shares		10,660
Professional fees		45,498
Shareholder reports expense		39,910
Affiliated portfolio administration fees		32,927
Registration fees		23,377
Non-interested Trustees' fees and expenses		18,701
Custodian fees		8,334
Other expenses		92,134
Total Expenses		10,850,415
Net Investment Income/(Loss)		(4,701,680)
Net Realized Gain/(Loss) on Investments:		
Investments and foreign currency transactions		149,827,984
Total Net Realized Gain/(Loss) on Investments		149,827,984
Change in Unrealized Net Appreciation/Depreciation:		
Investments, foreign currency translations and non-interested Trustees' deferred compensation		94,109,183
Total Change in Unrealized Net Appreciation/Depreciation		94,109,183
Net Increase/(Decrease) in Net Assets Resulting from Operations	\$	239,235,487

See Notes to Financial Statements.

Janus Henderson VIT Forty Portfolio

Statements of Changes in Net Assets

	Year ended	
	December 31, 2021	December 31, 2020
Operations:		
Net investment income/(loss)	\$ (4,701,680)	\$ (1,577,379)
Net realized gain/(loss) on investments	149,827,984	142,555,684
Change in unrealized net appreciation/depreciation	94,109,183	177,594,441
Net Increase/(Decrease) in Net Assets Resulting from Operations	239,235,487	318,572,746
Dividends and Distributions to Shareholders:		
Institutional Shares	(57,583,957)	(28,629,140)
Service Shares	(86,533,730)	(43,209,494)
Net Decrease from Dividends and Distributions to Shareholders	(144,117,687)	(71,838,634)
Capital Share Transactions:		
Institutional Shares	17,956,305	(4,352,608)
Service Shares	33,063,766	(32,885,634)
Net Increase/(Decrease) from Capital Share Transactions	51,020,071	(37,238,242)
Net Increase/(Decrease) in Net Assets	146,137,871	209,495,870
Net Assets:		
Beginning of period	1,096,609,087	887,113,217
End of period	\$ 1,242,746,958	\$ 1,096,609,087

See Notes to Financial Statements.

Janus Henderson VIT Forty Portfolio

Financial Highlights

Institutional Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$57.00	\$44.38	\$35.20	\$39.76	\$32.19
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	(0.15)	(0.01)	0.09	0.07	0.02
Net realized and unrealized gain/(loss)	12.39	16.29	12.55	1.31	9.58
Total from Investment Operations	12.24	16.28	12.64	1.38	9.60
Less Dividends and Distributions:					
Dividends (from net investment income)	—	(0.14)	(0.06)	—	—
Distributions (from capital gains)	(7.49)	(3.52)	(3.40)	(5.94)	(2.03)
Total Dividends and Distributions	(7.49)	(3.66)	(3.46)	(5.94)	(2.03)
Net Asset Value, End of Period	\$61.75	\$57.00	\$44.38	\$35.20	\$39.76
Total Return*	22.90%	39.40%	37.16%	1.98%	30.31%
Net Assets, End of Period (in thousands)	\$523,822	\$462,216	\$362,001	\$292,132	\$309,258
Average Net Assets for the Period (in thousands)	\$497,818	\$389,419	\$337,416	\$327,962	\$297,125
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	0.77%	0.76%	0.77%	0.71%	0.82%
Ratio of Net Expenses (After Waivers and Expense Offsets)	0.77%	0.76%	0.77%	0.71%	0.82%
Ratio of Net Investment Income/(Loss)	(0.25)%	(0.02)%	0.23%	0.17%	0.05%
Portfolio Turnover Rate	31%	41%	35%	41%	39%

Service Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$52.96	\$41.53	\$33.15	\$37.84	\$30.79
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	(0.28)	(0.12)	(0.01)	(0.03)	(0.07)
Net realized and unrealized gain/(loss)	11.45	15.15	11.80	1.28	9.15
Total from Investment Operations	11.17	15.03	11.79	1.25	9.08
Less Dividends and Distributions:					
Dividends (from net investment income)	—	(0.08)	(0.01)	—	—
Distributions (from capital gains)	(7.49)	(3.52)	(3.40)	(5.94)	(2.03)
Total Dividends and Distributions	(7.49)	(3.60)	(3.41)	(5.94)	(2.03)
Net Asset Value, End of Period	\$56.64	\$52.96	\$41.53	\$33.15	\$37.84
Total Return*	22.60%	39.03%	36.85%	1.72%	29.99%
Net Assets, End of Period (in thousands)	\$718,925	\$634,393	\$525,112	\$427,321	\$466,969
Average Net Assets for the Period (in thousands)	\$686,446	\$548,645	\$495,465	\$487,559	\$457,168
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	1.02%	1.01%	1.02%	0.96%	1.06%
Ratio of Net Expenses (After Waivers and Expense Offsets)	1.02%	1.01%	1.02%	0.96%	1.06%
Ratio of Net Investment Income/(Loss)	(0.50)%	(0.27)%	(0.02)%	(0.08)%	(0.19)%
Portfolio Turnover Rate	31%	41%	35%	41%	39%

* Total return includes adjustments in accordance with generally accepted accounting principles required at the year or period end and are not annualized for periods of less than one full year. Total return does not include fees, charges, or expenses imposed by the variable annuity and life insurance contracts for which Janus Aspen Series serves as an underlying investment vehicle.

** Annualized for periods of less than one full year.

(1) Per share amounts are calculated based on average shares outstanding during the year or period.

See Notes to Financial Statements.

Janus Henderson VIT Forty Portfolio

Notes to Financial Statements

1. Organization and Significant Accounting Policies

Janus Henderson VIT Forty Portfolio (the "Portfolio") is a series of Janus Aspen Series (the "Trust"), which is organized as a Delaware statutory trust and is registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company, and therefore has applied the specialized accounting and reporting guidance in Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 946. The Trust offers 10 portfolios, each of which offers multiple share classes, with differing investment objectives and policies. The Portfolio seeks long-term growth of capital. The Portfolio is classified as nondiversified, as defined in the 1940 Act. Janus Henderson Investors US LLC (formerly Janus Capital Management LLC) is the investment adviser (the "Adviser") to the Portfolio.

The Portfolio currently offers two classes of shares: Institutional Shares and Service Shares. Each class represents an interest in the same portfolio of investments. Institutional Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans. Service Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans that require a fee from Portfolio assets to procure distribution and administrative services to contract owners and plan participants.

Shareholders, including participating insurance companies, as well as accounts, may from time to time own (beneficially or of record) a significant percentage of the Portfolio's Shares and can be considered to "control" the Portfolio when that ownership exceeds 25% of the Portfolio's assets (and which may differ from control as determined in accordance with United States of America generally accepted accounting principles ("US GAAP")).

The following accounting policies have been followed by the Portfolio and are in conformity with US GAAP.

Investment Valuation

Securities held by the Portfolio are valued in accordance with policies and procedures established by and under the supervision of the Trustees (the "Valuation Procedures"). Equity securities traded on a domestic securities exchange are generally valued at the closing prices on the primary market or exchange on which they trade. If such price is lacking for the trading period immediately preceding the time of determination, such securities are valued at their current bid price. Equity securities that are traded on a foreign exchange are generally valued at the closing prices on such markets. In the event that there is no current trading volume on a particular security in such foreign exchange, the bid price from the primary exchange is generally used to value the security. Securities that are traded on the over-the-counter ("OTC") markets are generally valued at their closing or latest bid prices as available. Foreign securities and currencies are converted to U.S. dollars using the applicable exchange rate in effect at the close of the New York Stock Exchange ("NYSE"). The Portfolio will determine the market value of individual securities held by it by using prices provided by one or more approved professional pricing services or, as needed, by obtaining market quotations from independent broker-dealers. Most debt securities are valued in accordance with the evaluated bid price supplied by the pricing service that is intended to reflect market value. The evaluated bid price supplied by the pricing service is an evaluation that may consider factors such as security prices, yields, maturities and ratings. Certain short-term securities maturing within 60 days or less may be evaluated and valued on an amortized cost basis provided that the amortized cost determined approximates market value. Securities for which market quotations or evaluated prices are not readily available or deemed unreliable are valued at fair value determined in good faith under the Valuation Procedures. Circumstances in which fair value pricing may be utilized include, but are not limited to: (i) a significant event that may affect the securities of a single issuer, such as a merger, bankruptcy, or significant issuer-specific development; (ii) an event that may affect an entire market, such as a natural disaster or significant governmental action; (iii) a nonsignificant event such as a market closing early or not opening, or a security trading halt; and (iv) pricing of a nonvalued security and a restricted or nonpublic security. Special valuation considerations may apply with respect to "odd-lot" fixed-income transactions which, due to their small size, may receive evaluated prices by pricing services which reflect a large block trade and not what actually could be obtained for the odd-lot position. The Portfolio uses systematic fair valuation models provided by independent third parties to value international equity securities in order to adjust for stale pricing, which may occur between the close of certain foreign exchanges and the close of the NYSE.

Valuation Inputs Summary

FASB ASC 820, Fair Value Measurements and Disclosures ("ASC 820"), defines fair value, establishes a framework for measuring fair value, and expands disclosure requirements regarding fair value measurements. This standard emphasizes that fair value is a market-based measurement that should be determined based on the assumptions that

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market participants would use in pricing an asset or liability and establishes a hierarchy that prioritizes inputs to valuation techniques used to measure fair value. These inputs are summarized into three broad levels:

Level 1 – Unadjusted quoted prices in active markets the Portfolio has the ability to access for identical assets or liabilities.

Level 2 – Observable inputs other than unadjusted quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly. These inputs may include quoted prices for the identical instrument on an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.

Assets or liabilities categorized as Level 2 in the hierarchy generally include: debt securities fair valued in accordance with the evaluated bid or ask prices supplied by a pricing service; securities traded on OTC markets and listed securities for which no sales are reported that are fair valued at the latest bid price (or yield equivalent thereof) obtained from one or more dealers transacting in a market for such securities or by a pricing service approved by the Portfolio's Trustees; certain short-term debt securities with maturities of 60 days or less that are fair valued at amortized cost; and equity securities of foreign issuers whose fair value is determined by using systematic fair valuation models provided by independent third parties in order to adjust for stale pricing which may occur between the close of certain foreign exchanges and the close of the NYSE. Other securities that may be categorized as Level 2 in the hierarchy include, but are not limited to, preferred stocks, bank loans, swaps, investments in unregistered investment companies, options, and forward contracts.

Level 3 – Unobservable inputs for the asset or liability to the extent that relevant observable inputs are not available, representing the Portfolio's own assumptions about the assumptions that a market participant would use in valuing the asset or liability, and that would be based on the best information available.

There have been no significant changes in valuation techniques used in valuing any such positions held by the Portfolio since the beginning of the fiscal year.

The inputs or methodology used for fair valuing securities are not necessarily an indication of the risk associated with investing in those securities. The summary of inputs used as of December 31, 2021 to fair value the Portfolio's investments in securities and other financial instruments is included in the "Valuation Inputs Summary" in the Notes to Schedule of Investments and Other Information.

Investment Transactions and Investment Income

Investment transactions are accounted for as of the date purchased or sold (trade date). Dividend income is recorded on the ex-dividend date. Certain dividends from foreign securities will be recorded as soon as the Portfolio is informed of the dividend, if such information is obtained subsequent to the ex-dividend date. Dividends from foreign securities may be subject to withholding taxes in foreign jurisdictions. Non-cash dividends, if any, are recorded on the ex-dividend date at fair value. Interest income is recorded daily on the accrual basis and includes amortization of premiums and accretion of discounts. The Portfolio classifies gains and losses on prepayments received as an adjustment to interest income. Debt securities may be placed in non-accrual status and related interest income may be reduced by stopping current accruals and writing off interest receivables when collection of all or a portion of interest has become doubtful. Gains and losses are determined on the identified cost basis, which is the same basis used for federal income tax purposes.

Expenses

The Portfolio bears expenses incurred specifically on its behalf. Each class of shares bears a portion of general expenses, which are allocated daily to each class of shares based upon the ratio of net assets represented by each class as a percentage of total net assets. Expenses directly attributable to a specific class of shares are charged against the operations of such class.

Estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

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Indemnifications

In the normal course of business, the Portfolio may enter into contracts that contain provisions for indemnification of other parties against certain potential liabilities. The Portfolio's maximum exposure under these arrangements is unknown, and would involve future claims that may be made against the Portfolio that have not yet occurred. Currently, the risk of material loss from such claims is considered remote.

Foreign Currency Translations

The Portfolio does not isolate that portion of the results of operations resulting from the effect of changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held at the date of the financial statements. Net unrealized appreciation or depreciation of investments and foreign currency translations arise from changes in the value of assets and liabilities, including investments in securities held at the date of the financial statements, resulting from changes in the exchange rates and changes in market prices of securities held.

Currency gains and losses are also calculated on payables and receivables that are denominated in foreign currencies. The payables and receivables are generally related to foreign security transactions and income translations.

Foreign currency-denominated assets and forward currency contracts may involve more risks than domestic transactions, including currency risk, counterparty risk, political and economic risk, regulatory risk and equity risk. Risks may arise from unanticipated movements in the value of foreign currencies relative to the U.S. dollar.

Dividends and Distributions

The Portfolio may make semiannual distributions of substantially all of its investment income and an annual distribution of its net realized capital gains (if any).

The Portfolio may make certain investments in real estate investment trusts ("REITs") which pay dividends to their shareholders based upon funds available from operations. It is quite common for these dividends to exceed the REITs' taxable earnings and profits, resulting in the excess portion of such dividends being designated as a return of capital. If the Portfolio distributes such amounts, such distributions could constitute a return of capital to shareholders for federal income tax purposes.

Federal Income Taxes

The Portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income in accordance with the requirements of Subchapter M of the Internal Revenue Code. Management has analyzed the Portfolio's tax positions taken for all open federal income tax years, generally a three-year period, and has concluded that no provision for federal income tax is required in the Portfolio's financial statements. The Portfolio is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months.

2. Other Investments and Strategies

Additional Investment Risk

In response to the COVID-19 pandemic, the U.S. government and the Federal Reserve, as well as certain foreign governments and central banks, have taken extraordinary actions to support local and global economies and the financial markets, including reducing interest rates to record-low levels. Extremely low or negative interest rates may become more prevalent or may not work as intended. As there is little precedent for this situation, the impact on various markets that interest rate or other significant policy changes may have is unknown. The withdrawal of this support, a failure of measures put in place in response to such economic uncertainty, or investor perception that such efforts were not sufficient could each negatively affect financial markets generally, and the value and liquidity of specific securities. In addition, policy and legislative changes in the United States and in other countries continue to impact many aspects of financial regulation.

Widespread disease, including pandemics and epidemics, and natural or environmental disasters, including those which may be attributable to global climate change, such as earthquakes, fires, floods, hurricanes, tsunamis and weather-related phenomena generally, have been and can be highly disruptive to economies and markets, adversely impacting individual companies, sectors, industries, markets, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of a Portfolio's investments. Economies and financial markets throughout the world have become increasingly interconnected, which increases the likelihood that events or conditions in one region or country will adversely affect markets or issuers in other regions or countries, including the United

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States. These disruptions could prevent a Portfolio from executing advantageous investment decisions in a timely manner and negatively impact a Portfolio's ability to achieve its investment objective(s). Any such event(s) could have a significant adverse impact on the value of a Portfolio. In addition, these disruptions could also impair the information technology and other operational systems upon which the Portfolio's service providers, including the Adviser or the subadviser (as applicable), rely, and could otherwise disrupt the ability of employees of the Portfolio's service providers to perform essential tasks on behalf of the Portfolio. Adverse weather conditions may also have a particularly significant negative effect on issuers in the agricultural sector and on insurance and reinsurance companies that insure or reinsure against the impact of natural disasters.

A number of countries in the European Union (the "EU") have experienced, and may continue to experience, severe economic and financial difficulties. In particular, many EU nations are susceptible to economic risks associated with high levels of debt. Many non-governmental issuers, and even certain governments, have defaulted on, or been forced to restructure, their debts. Many other issuers have faced difficulties obtaining credit or refinancing existing obligations. Financial institutions have in many cases required government or central bank support, have needed to raise capital, and/or have been impaired in their ability to extend credit. As a result, financial markets in the EU have experienced extreme volatility and declines in asset values and liquidity. These difficulties may continue, worsen, or spread further within the EU. Responses to these financial problems by European governments, central banks, and others, including austerity measures and reforms, may not work, may result in social unrest, and may limit future growth and economic recovery or have other unintended consequences. Among other things, these developments have adversely affected the value and exchange rate of the euro and pound sterling, and may continue to significantly affect the economies of all EU countries, which in turn may have a material adverse effect on the Portfolio's investments in such countries, other countries that depend on EU countries for significant amounts of trade or investment, or issuers with exposure to debt issued by certain EU countries.

Counterparties

Portfolio transactions involving a counterparty are subject to the risk that the counterparty or a third party will not fulfill its obligation to the Portfolio ("counterparty risk"). Counterparty risk may arise because of the counterparty's financial condition (i.e., financial difficulties, bankruptcy, or insolvency), market activities and developments, or other reasons, whether foreseen or not. A counterparty's inability to fulfill its obligation may result in significant financial loss to the Portfolio. The Portfolio may be unable to recover its investment from the counterparty or may obtain a limited recovery, and/or recovery may be delayed. The extent of the Portfolio's exposure to counterparty risk with respect to financial assets and liabilities approximates its carrying value.

The Portfolio may be exposed to counterparty risk through participation in various programs, including, but not limited to, lending its securities to third parties, cash sweep arrangements whereby the Portfolio's cash balance is invested in one or more types of cash management vehicles, as well as investments in, but not limited to, repurchase agreements, debt securities, and derivatives, including various types of swaps, futures and options. The Portfolio intends to enter into financial transactions with counterparties that the Adviser believes to be creditworthy at the time of the transaction. There is always the risk that the Adviser's analysis of a counterparty's creditworthiness is incorrect or may change due to market conditions. To the extent that the Portfolio focuses its transactions with a limited number of counterparties, it will have greater exposure to the risks associated with one or more counterparties.

Offsetting Assets and Liabilities

The Portfolio presents gross and net information about transactions that are either offset in the financial statements or subject to an enforceable master netting arrangement or similar agreement with a designated counterparty, regardless of whether the transactions are actually offset in the Statement of Assets and Liabilities.

The following table presents gross amounts of recognized assets and/or liabilities and the net amounts after deducting collateral that has been pledged by counterparties or has been pledged to counterparties (if applicable). For corresponding information grouped by type of instrument, see the Portfolio's Schedule of Investments.

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Offsetting of Financial Assets and Derivative Assets

<i>Counterparty</i>	<i>Gross Amounts of Recognized Assets</i>	<i>Offsetting Asset or Liability^(a)</i>	<i>Collateral Pledged^(b)</i>	<i>Net Amount</i>
JPMorgan Chase Bank, National Association	\$ 1,251,493	\$ —	\$ (1,251,493)	\$ —

(a) Represents the amount of assets or liabilities that could be offset with the same counterparty under master netting or similar agreements that management elects not to offset on the Statement of Assets and Liabilities.

(b) Collateral pledged is limited to the net outstanding amount due to/from an individual counterparty. The actual collateral amounts pledged may exceed these amounts and may fluctuate in value.

JPMorgan Chase Bank, National Association acts as securities lending agent and a limited purpose custodian or subcustodian to receive and disburse cash balances and cash collateral, hold short-term investments, hold collateral, and perform other custodial functions in accordance with the Non-Custodial Securities Lending Agreement. For financial reporting purposes, the Portfolio does not offset financial instruments' payables and receivables and related collateral on the Statement of Assets and Liabilities. Securities on loan will be continuously secured by collateral which may consist of cash, U.S. Government securities, domestic and foreign short-term debt instruments, letters of credit, time deposits, repurchase agreements, money market mutual funds or other money market accounts, or such other collateral as permitted by the Securities and Exchange Commission (the "SEC"). See "Securities Lending" in the "Notes to Financial Statements" for additional information.

Real Estate Investing

The Portfolio may invest in equity and debt securities of real estate-related companies. Such companies may include those in the real estate industry or real estate-related industries. These securities may include common stocks, corporate bonds, preferred stocks, and other equity securities, including, but not limited to, mortgage-backed securities, real estate-backed securities, securities of REITs and similar REIT-like entities. A REIT is a trust that invests in real estate-related projects, such as properties, mortgage loans, and construction loans. REITs are generally categorized as equity, mortgage, or hybrid REITs. A REIT may be listed on an exchange or traded OTC.

Restricted Security Transactions

Restricted securities held by the Portfolio may not be sold except in exempt transactions or in a public offering registered under the Securities Act of 1933, as amended. The risk of investing in such securities is generally greater than the risk of investing in the securities of widely held, publicly traded companies. Lack of a secondary market and resale restrictions may result in the inability of the Portfolio to sell a security at a fair price and may substantially delay the sale of the security. In addition, these securities may exhibit greater price volatility than securities for which secondary markets exist.

Private Investment in Public Equity

Private investments in public equity ("PIPEs") are equity securities privately purchased from public companies (including special purpose acquisition companies) at a specified price. PIPEs generally are not registered with the SEC until after a certain time period from the date the private sale is completed. Until the public registration process is completed, PIPEs are restricted as to resale and the Portfolio cannot freely trade the securities. Generally, such restrictions cause the PIPEs to be illiquid during this time. PIPEs may contain provisions that the issuer will pay specified financial penalties to the holder if the issuer does not publicly register the restricted equity securities within a specified period of time, but there is no assurance that the restricted equity securities will be publicly registered, or that the registration will remain in effect. To the extent that they increase the supply of a company's stock in the market, PIPEs can potentially dilute the value of existing shares.

Securities Lending

Under procedures adopted by the Trustees, the Portfolio may seek to earn additional income by lending securities to certain qualified broker-dealers and institutions. JPMorgan Chase Bank, National Association acts as securities lending agent and a limited purpose custodian or subcustodian to receive and disburse cash balances and cash collateral, hold short-term investments, hold collateral, and perform other custodial functions in accordance with the Non-Custodial Securities Lending Agreement. The Portfolio may lend portfolio securities in an amount equal to up to 1/3 of its total

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assets as determined at the time of the loan origination. There is the risk of delay in recovering a loaned security or the risk of loss in collateral rights if the borrower fails financially. In addition, the Adviser makes efforts to balance the benefits and risks from granting such loans. All loans will be continuously secured by collateral which may consist of cash, U.S. Government securities, domestic and foreign short-term debt instruments, letters of credit, time deposits, repurchase agreements, money market mutual funds or other money market accounts, or such other collateral as permitted by the SEC. If the Portfolio is unable to recover a security on loan, the Portfolio may use the collateral to purchase replacement securities in the market. There is a risk that the value of the collateral could decrease below the cost of the replacement security by the time the replacement investment is made, resulting in a loss to the Portfolio. In certain circumstances individual loan transactions could yield negative returns.

Upon receipt of cash collateral, the Adviser may invest it in affiliated or non-affiliated cash management vehicles, whether registered or unregistered entities, as permitted by the 1940 Act and rules promulgated thereunder. The Adviser currently intends to primarily invest the cash collateral in a cash management vehicle for which the Adviser serves as investment adviser, Janus Henderson Cash Collateral Fund LLC, or in time deposits. An investment in Janus Henderson Cash Collateral Fund LLC is generally subject to the same risks that shareholders experience when investing in similarly structured vehicles, such as the potential for significant fluctuations in assets as a result of the purchase and redemption activity of the securities lending program, a decline in the value of the collateral, and possible liquidity issues. Such risks may delay the return of the cash collateral and cause the Portfolio to violate its agreement to return the cash collateral to a borrower in a timely manner. As adviser to the Portfolio and Janus Henderson Cash Collateral Fund LLC, the Adviser has an inherent conflict of interest as a result of its fiduciary duties to both the Portfolio and Janus Henderson Cash Collateral Fund LLC. Additionally, the Adviser receives an investment advisory fee of 0.05% for managing Janus Henderson Cash Collateral Fund LLC, but it may not receive a fee for managing certain other affiliated cash management vehicles in which the Portfolio may invest, and therefore may have an incentive to allocate preferred investment opportunities to investment vehicles for which it is receiving a fee.

The value of the collateral must be at least 102% of the market value of the loaned securities that are denominated in U.S. dollars and 105% of the market value of the loaned securities that are not denominated in U.S. dollars. Loaned securities and related collateral are marked-to-market each business day based upon the market value of the loaned securities at the close of business, employing the most recent available pricing information. Collateral levels are then adjusted based on this mark-to-market evaluation. Additional required collateral, or excess collateral returned, is delivered on the next business day. Therefore, the value of the collateral held may be temporarily less than 102% or 105% value of the securities on loan. The cash collateral invested by the Adviser is disclosed in the Schedule of Investments (if applicable).

Income earned from the investment of the cash collateral, net of rebates paid to, or fees paid by, borrowers and less the fees paid to the lending agent are included as "Affiliated securities lending income, net" on the Statement of Operations. As of December 31, 2021, securities lending transactions accounted for as secured borrowings with an overnight and continuous contractual maturity are \$1,251,493. Gross amounts of recognized liabilities for securities lending (collateral received) as of December 31, 2021 is \$1,281,333, resulting in the net amount due to the counterparty of \$29,840.

3. Investment Advisory Agreements and Other Transactions with Affiliates

The Portfolio pays the Adviser an investment advisory fee rate that may adjust up or down based on the Portfolio's performance relative to its benchmark index.

The investment advisory fee rate paid to the Adviser by the Portfolio consists of two components: (1) a base fee calculated by applying the contractual fixed rate of the advisory fee to the Portfolio's average daily net assets during the previous month (the "Base Fee Rate"), plus or minus (2) a performance-fee adjustment (the "Performance Adjustment") calculated by applying a variable rate of up to 0.15% (positive or negative) to the Portfolio's average daily net assets based on the Portfolio's relative performance compared to the cumulative investment record of its benchmark index over a 36-month performance measurement period or shorter time period, as applicable. The investment advisory fee rate is calculated daily and paid monthly.

The investment performance of the Portfolio's Service Shares for the performance measurement period is used to calculate the Performance Adjustment. The Portfolio's Base Fee Rate prior to any performance adjustment (expressed as an annual rate) is 0.64%, and the Portfolio's benchmark index used in the calculation is the Russell 1000[®] Growth Index.

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No Performance Adjustment is applied unless the difference between the Portfolio's investment performance and the cumulative investment record of the Portfolio's benchmark index is 0.50% or greater (positive or negative) during the applicable performance measurement period. The Base Fee Rate is subject to an upward or downward Performance Adjustment for every full 0.50% increment by which the Portfolio outperforms or underperforms its benchmark index, up to the Portfolio's full performance rate of $\pm 8.50\%$. Because the Performance Adjustment is tied to a Portfolio's relative performance compared to its benchmark index (and not its absolute performance), the Performance Adjustment could increase the Adviser's fee even if the Portfolio's Shares lose value during the performance measurement period and could decrease the Adviser's fee even if the Portfolio's Shares increase in value during the performance measurement period. For purposes of computing the Base Fee Rate and the Performance Adjustment, net assets are averaged over different periods (average daily net assets during the previous month for the Base Fee Rate, versus average daily net assets during the performance measurement period for the Performance Adjustment). Performance of the Portfolio is calculated net of expenses whereas the Portfolio's benchmark index does not have any fees or expenses. Reinvestment of dividends and distributions is included in calculating both the performance of a Portfolio and the Portfolio's benchmark index.

The Portfolio's prospectuses and statement(s) of additional information contain additional information about performance-based fees. The amount shown as advisory fees on the Statement of Operations reflects the Base Fee Rate plus/minus any Performance Adjustment. For the year ended December 31, 2021, the performance adjusted investment advisory fee rate before any waivers and/or reimbursements of expenses is 0.70%.

Janus Henderson Services US LLC (formerly Janus Services LLC) (the "Transfer Agent"), a wholly-owned subsidiary of the Adviser, is the Portfolio's transfer agent. The Transfer Agent receives an administrative services fee at an annual rate of 0.05% of the average daily net assets of the Portfolio for arranging for the provision by participating insurance companies and qualified plan service providers of administrative services, including recordkeeping, subaccounting, order processing, or other shareholder services provided on behalf of contract holders or plan participants investing in the Portfolio. Other shareholder services may include the provision of order confirmations, periodic account statements, forwarding prospectuses, shareholder reports, and other materials to existing investors, and answering inquiries regarding accounts. The Transfer Agent expects to use this entire fee to compensate insurance companies and qualified plan service providers for providing these services to their customers who invest in the Portfolio. Any unused portion will be reimbursed to the applicable share class at least annually.

In addition, the Transfer Agent provides or arranges for the provision of certain other internal administrative, recordkeeping, and shareholder relations services for the Portfolio. The Transfer Agent is not compensated for these internal services related to the shares, except for out-of-pocket costs. These amounts are disclosed as "Other transfer agent fees and expenses" on the Statement of Operations.

Under a distribution and shareholder servicing plan (the "Plan") adopted in accordance with Rule 12b-1 under the 1940 Act, the Service Shares may pay the Trust's distributor, Janus Henderson Distributors US LLC (formerly Janus Distributors LLC) (the "Distributor"), a wholly-owned subsidiary of the Adviser, a fee for the sale and distribution and/or shareholder servicing of the Service Shares at an annual rate of up to 0.25% of the average daily net assets of the Service Shares. Under the terms of the Plan, the Trust is authorized to make payments to the Distributor for remittance to insurance companies and qualified plan service providers as compensation for distribution and/or shareholder services performed by such entities. These amounts are disclosed as "12b-1 Distribution and shareholder servicing fees" on the Statement of Operations. Payments under the Plan are not tied exclusively to actual 12b-1 distribution and servicing fees, and the payments may exceed 12b-1 distribution and servicing fees actually incurred. If any of the Portfolio's actual 12b-1 distribution and servicing fees incurred during a calendar year are less than the payments made during a calendar year, the Portfolio will be refunded the difference. Refunds, if any, are included in "12b-1 Distribution and shareholder servicing fees" in the Statement of Operations.

The Adviser serves as administrator to the Portfolio pursuant to an administration agreement between the Adviser and the Trust. Under the administration agreement, the Adviser is obligated to provide or arrange for the provision of certain administration, compliance, and accounting services to the Portfolio, including providing office space for the Portfolio, and is reimbursed by the Portfolio for certain of its costs in providing these services (to the extent the Adviser seeks reimbursement and such costs are not otherwise waived). In addition, employees of the Adviser and/or its affiliates may serve as officers of the Trust. The Portfolio pays for some or all of the salaries, fees, and expenses of the Adviser employees and Portfolio officers, with respect to certain specified administration functions they perform on behalf of the Portfolio. The Portfolio pays these costs based on out-of-pocket expenses incurred by the Adviser, and these costs are

Janus Henderson VIT Forty Portfolio

Notes to Financial Statements

separate and apart from advisory fees and other expenses paid in connection with the investment advisory services the Adviser (or any subadvisor, as applicable) provides to the Portfolio. These amounts are disclosed as "Affiliated portfolio administration fees" on the Statement of Operations. In addition, some expenses related to compensation payable to the Portfolio's Chief Compliance Officer and certain compliance staff, all of whom are employees of the Adviser and/or its affiliates, are shared with the Portfolio. Total compensation of \$32,683 was paid to the Chief Compliance Officer and certain compliance staff by the Trust during the year ended December 31, 2021. The Portfolio's portion is reported as part of "Other expenses" on the Statement of Operations.

The Board of Trustees has adopted a deferred compensation plan (the "Deferred Plan") for independent Trustees to elect to defer receipt of all or a portion of the annual compensation they are entitled to receive from the Portfolio. All deferred fees are credited to an account established in the name of the Trustees. The amounts credited to the account then increase or decrease, as the case may be, in accordance with the performance of one or more of the Janus Henderson funds that are selected by the Trustees. The account balance continues to fluctuate in accordance with the performance of the selected fund or funds until final payment of all amounts are credited to the account. The fluctuation of the account balance is recorded by the Portfolio as unrealized appreciation/(depreciation) and is included as of December 31, 2021 on the Statement of Assets and Liabilities in the asset, "Non-interested Trustees' deferred compensation," and liability, "Non-interested Trustees' deferred compensation fees." Additionally, the recorded unrealized appreciation/(depreciation) is included in "Total distributable earnings (loss)" on the Statement of Assets and Liabilities. Deferred compensation expenses for the year ended December 31, 2021 are included in "Non-interested Trustees' fees and expenses" on the Statement of Operations. Trustees are allowed to change their designation of mutual funds from time to time. Amounts will be deferred until distributed in accordance with the Deferred Plan. Deferred fees of \$512,700 were paid by the Trust to the Trustees under the Deferred Plan during the year ended December 31, 2021.

Pursuant to the provisions of the 1940 Act and related rules, the Portfolio may participate in an affiliated or non-affiliated cash sweep program. In the cash sweep program, uninvested cash balances of the Portfolio may be used to purchase shares of affiliated or non-affiliated money market funds or cash management pooled investment vehicles that operate as money market funds. The Portfolio is eligible to participate in the cash sweep program (the "Investing Funds"). As adviser, the Adviser has an inherent conflict of interest because of its fiduciary duties to the affiliated money market funds or cash management pooled investment vehicles and the Investing Funds. Janus Henderson Cash Liquidity Fund LLC (the "Sweep Vehicle") is an affiliated unregistered cash management pooled investment vehicle that invests primarily in highly-rated short-term fixed-income securities. The Sweep Vehicle operates pursuant to the provisions of the 1940 Act that govern the operation of money market funds and prices its shares at NAV reflecting market-based values of its portfolio securities (i.e., a "floating" NAV) rounded to the fourth decimal place (e.g., \$1.0000). The Sweep Vehicle is permitted to impose a liquidity fee (of up to 2%) on redemptions from the Sweep Vehicle or a redemption gate that temporarily suspends redemptions from the Sweep Vehicle for up to 10 business days during a 90 day period. There are no restrictions on the Portfolio's ability to withdraw investments from the Sweep Vehicle at will, and there are no unfunded capital commitments due from the Portfolio to the Sweep Vehicle. The Sweep Vehicle does not charge any management fee, sales charge or service fee.

Any purchases and sales, realized gains/losses and recorded dividends from affiliated investments during the year ended December 31, 2021 can be found in the "Schedules of Affiliated Investments" located in the Schedule of Investments.

Janus Henderson VIT Forty Portfolio

Notes to Financial Statements

4. Federal Income Tax

The tax components of capital shown in the table below represent: (1) distribution requirements the Portfolio must satisfy under the income tax regulations; (2) losses or deductions the Portfolio may be able to offset against income and gains realized in future years; and (3) unrealized appreciation or depreciation of investments for federal income tax purposes.

Other book to tax differences primarily consist of deferred compensation. The Portfolio has elected to treat gains and losses on forward foreign currency contracts as capital gains and losses, if applicable. Other foreign currency gains and losses on debt instruments are treated as ordinary income for federal income tax purposes pursuant to Section 988 of the Internal Revenue Code.

<i>Undistributed Ordinary Income</i>	<i>Undistributed Long-Term Gains</i>	<i>Accumulated Capital Losses</i>	<i>Loss Deferrals</i>		<i>Other Book to Tax Differences</i>	<i>Net Tax Appreciation/ (Depreciation)</i>
			<i>Late-Year Ordinary Loss</i>	<i>Post-October Capital Loss</i>		
\$ -	\$ 145,004,112	\$ -	\$ -	\$ -	\$ (30,813)	\$ 625,576,725

The aggregate cost of investments and the composition of unrealized appreciation and depreciation of investment securities for federal income tax purposes as of December 31, 2021 are noted below. The primary differences between book and tax appreciation or depreciation of investments are wash sale loss deferrals and investments in partnerships.

<i>Federal Tax Cost</i>	<i>Unrealized Appreciation</i>	<i>Unrealized (Depreciation)</i>	<i>Net Tax Appreciation/ (Depreciation)</i>
\$ 619,607,148	\$ 637,934,920	\$ (12,358,195)	\$ 625,576,725

Income and capital gains distributions are determined in accordance with income tax regulations that may differ from US GAAP. These differences are due to differing treatments for items such as net short-term gains, deferral of wash sale losses, foreign currency transactions, and capital loss carryovers. Certain permanent differences such as tax returns of capital and net investment losses noted below have been reclassified to capital.

For the year ended December 31, 2021

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 6,110,328	\$ 138,007,359	\$ -	\$ 808,966

For the year ended December 31, 2020

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 6,253,584	\$ 65,585,050	\$ -	\$ -

Janus Henderson VIT Forty Portfolio

Notes to Financial Statements

Permanent book to tax basis differences may result in reclassifications between the components of net assets. These differences have no impact on the results of operations or net assets. The following reclassifications have been made to the Portfolio:

<i>Increase/(Decrease) to Capital</i>	<i>Increase/(Decrease) to Undistributed Net Investment Income/Loss</i>	<i>Increase/(Decrease) to Undistributed Net Realized Gain/Loss</i>
\$ (808,966)	\$ 5,355,929	\$ (4,546,963)

5. Capital Share Transactions

	<i>Year ended December 31, 2021</i>		<i>Year ended December 31, 2020</i>	
	<i>Shares</i>	<i>Amount</i>	<i>Shares</i>	<i>Amount</i>
Institutional Shares:				
Shares sold	616,212	\$ 36,999,487	1,037,980	\$ 48,778,741
Reinvested dividends and distributions	1,032,896	57,583,957	667,502	28,629,140
Shares repurchased	(1,275,262)	(76,627,139)	(1,752,621)	(81,760,489)
Net Increase/(Decrease)	373,846	\$ 17,956,305	(47,139)	\$ (4,352,608)
Service Shares:				
Shares sold	1,062,017	\$ 58,666,038	1,055,239	\$ 47,177,425
Reinvested dividends and distributions	1,689,782	86,533,730	1,082,945	43,209,494
Shares repurchased	(2,037,017)	(112,136,002)	(2,804,441)	(123,272,553)
Net Increase/(Decrease)	714,782	\$ 33,063,766	(666,257)	\$ (32,885,634)

6. Purchases and Sales of Investment Securities

For the year ended December 31, 2021, the aggregate cost of purchases and proceeds from sales of investment securities (excluding any short-term securities, short-term options contracts, TBAs, and in-kind transactions, as applicable) was as follows:

<i>Purchases of Securities</i>	<i>Proceeds from Sales of Securities</i>	<i>Purchases of Long-Term U.S. Government Obligations</i>	<i>Proceeds from Sales of Long-Term U.S. Government Obligations</i>
\$360,978,807	\$ 444,925,618	\$ -	\$ -

7. Subsequent Event

Management has evaluated whether any events or transactions occurred subsequent to December 31, 2021 and through the date of issuance of the Portfolio's financial statements and determined that there were no material events or transactions that would require recognition or disclosure in the Portfolio's financial statements.

Janus Henderson VIT Forty Portfolio

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Janus Aspen Series and Shareholders of Janus Henderson VIT Forty Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Janus Henderson VIT Forty Portfolio (one of the portfolios constituting Janus Aspen Series, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statements of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent, and investee company. We believe that our audits provide a reasonable basis for our opinion.



Denver, Colorado
February 15, 2022

We have served as the auditor of one or more investment companies in Janus Henderson Funds since 1990.

Janus Henderson VIT Forty Portfolio

Additional Information (unaudited)

Proxy Voting Policies and Voting Record

A description of the policies and procedures that the Portfolio uses to determine how to vote proxies relating to its portfolio securities is available without charge: (i) upon request, by calling 1-800-525-1093; (ii) on the Portfolio's website at janushenderson.com/proxyvoting; and (iii) on the SEC's website at <http://www.sec.gov>. Additionally, information regarding the Portfolio's proxy voting record for the most recent twelve-month period ended June 30 is also available, free of charge, through janushenderson.com/proxyvoting and from the SEC's website at <http://www.sec.gov>.

Full Holdings

The Portfolio files its complete portfolio holdings (schedule of investments) with the SEC as an exhibit to Form N-PORT within 60 days of the end of the first and third fiscal quarters, and in the annual report and semiannual report to shareholders. The Portfolio's Form N-PORT filings and annual and semiannual reports: (i) are available on the SEC's website at <http://www.sec.gov>; (ii) may be reviewed and copied at the SEC's Public Reference Room in Washington, D.C. (information on the Public Reference Room may be obtained by calling 1-800-SEC-0330); and (iii) are available without charge, upon request, by calling a Janus Henderson representative at 1-877-335-2687 (toll free). Portfolio holdings consisting of at least the names of the holdings are generally available on a monthly basis with a 30-day lag under Full Holdings for the Portfolio at janushenderson.com/vit.

APPROVAL OF ADVISORY AGREEMENTS DURING THE PERIOD

The Trustees of Janus Aspen Series, each of whom serves as an "independent" Trustee (the "Trustees"), oversee the management of each portfolio of Janus Aspen Series (each, a "VIT Portfolio," and collectively, the "VIT Portfolios"), as well as each fund of Janus Investment Fund (each, a "Fund," and collectively, the "Funds" and together with the VIT Portfolios, the "Janus Henderson Funds," and each, a "Janus Henderson Fund"). As required by law, the Trustees determine annually whether to continue the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each Janus Henderson Fund that utilizes a subadviser.

In connection with their most recent consideration of those agreements for each Janus Henderson Fund, the Trustees received and reviewed information provided by Janus Henderson Investors US LLC (formerly, Janus Capital Management LLC) (the "Adviser") and the subadviser in response to requests of the Trustees and their independent legal counsel. They also received and reviewed information and analysis provided by, and in response to requests of, their independent fee consultant. Throughout their consideration of the agreements, the Trustees were advised by their independent legal counsel. The Trustees met with management to consider the agreements, and also met separately in executive session with their independent legal counsel and their independent fee consultant.

At meetings held on November 3-4, 2021 and December 7-8, 2021, the Trustees' evaluated the information provided by the Adviser, the subadviser, and the independent fee consultant, as well as other information addressed during the year. Following such evaluation, the Trustees determined that the overall arrangements between each Janus Henderson Fund and the Adviser and each subadviser, as applicable, were fair and reasonable in light of the nature, extent and quality of the services provided by the Adviser, its affiliates and the subadviser, the fees charged for those services, and other matters that the Trustees considered relevant in the exercise of their business judgment and unanimously approved the continuation of the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each subadvised Janus Henderson Fund, for the period from February 1, 2022 through February 1, 2023, subject to earlier termination as provided for in each agreement.

In considering the continuation of those agreements, the Trustees reviewed and analyzed various factors that they determined were relevant, including the factors described below, none of which by itself was considered dispositive. However, the material factors and conclusions that formed the basis for the Trustees' determination to approve the continuation of the agreements are discussed separately below. Also included is a summary of the independent fee consultant's conclusions and opinions that arose during, and were included as part of, the Trustees' consideration of the agreements. "Management fees," as used herein, reflect actual annual advisory fees and, for the purpose of peer comparisons any administration fees (excluding out of pocket costs), net of any waivers, paid by a fund as a percentage of average net assets.

Nature, Extent and Quality of Services

The Trustees reviewed the nature, extent and quality of the services provided by the Adviser and the subadviser to the Janus Henderson Funds, taking into account the investment objective, strategies and policies of each Janus Henderson Fund, and the knowledge the Trustees gained from their regular meetings with management on at least a quarterly

Janus Henderson VIT Forty Portfolio

Additional Information (unaudited)

basis and their ongoing review of information related to the Janus Henderson Funds. In addition, the Trustees reviewed the resources and key personnel of the Adviser and the subadviser, particularly noting those employees who provide investment and risk management services to the Janus Henderson Funds. The Trustees also considered other services provided to the Janus Henderson Funds by the Adviser or the subadviser, such as managing the execution of portfolio transactions and the selection of broker-dealers for those transactions. The Trustees considered the Adviser's role as administrator to the Janus Henderson Funds, noting that the Adviser generally does not receive a fee for its services as administrator, but is reimbursed for its out-of-pocket costs. The Trustees considered the role of the Adviser in monitoring adherence to the Janus Henderson Funds' investment restrictions, providing support services for the Trustees and Trustee committees, and overseeing communications with shareholders and the activities of other service providers, including monitoring compliance with various policies and procedures of the Janus Henderson Funds and with applicable securities laws and regulations.

In this regard, the independent fee consultant noted that the Adviser provides a number of different services for the Janus Henderson Funds and fund shareholders, ranging from investment management services to various other servicing functions, and that, in its view, the Adviser is a capable provider of those services. The independent fee consultant also provided its belief that the Adviser has developed a number of institutional competitive advantages that should enable it to provide superior investment and service performance over the long term.

The Trustees concluded that the nature, extent and quality of the services provided by the Adviser and the subadviser to each Janus Henderson Fund were appropriate and consistent with the terms of the respective advisory and subadvisory agreements, and that, taking into account steps taken to address those Janus Henderson Funds whose performance lagged that of their peers for certain periods, the Janus Henderson Funds were likely to benefit from the continued provision of those services. They also concluded that the Adviser and the subadviser had sufficient personnel, with the appropriate education and experience, to serve the Janus Henderson Funds effectively and each had demonstrated its ability to attract well-qualified personnel.

Performance of the Funds

The Trustees considered the performance results of each Janus Henderson Fund over various time periods. They noted that they considered Janus Henderson Fund performance data throughout the year, including periodic meetings with each Janus Henderson Fund's portfolio manager(s), and also reviewed information comparing each Janus Henderson Fund's performance with the performance of comparable funds and peer groups identified by Broadridge Financial Solutions, Inc. ("Broadridge"), an independent data provider, and with the Janus Henderson Fund's benchmark index. In this regard, the independent fee consultant found that the overall Janus Henderson Funds' performance has been reasonable: for the 36 months ended September 30, 2021, approximately 55% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers, and for the 12 months ended September 30, 2021, approximately 45% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers.

The Trustees considered the performance of each Janus Henderson Fund, noting that performance may vary by share class, and noted the following with respect to the VIT Portfolios:

- For Janus Henderson Balanced Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Forty Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.

Janus Henderson VIT Forty Portfolio

Additional Information (unaudited)

- For Janus Henderson Global Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Overseas Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser and subadviser had taken or were taking to improve performance.

In consideration of each Janus Henderson Fund's performance, the Trustees concluded that, taking into account the factors relevant to performance, as well as other considerations, including steps taken to improve performance, the Janus Henderson Fund's performance warranted continuation of such Janus Henderson Fund's investment advisory and subadvisory agreement(s).

Costs of Services Provided

The Trustees examined information regarding the fees and expenses of each Janus Henderson Fund in comparison to similar information for other comparable funds as provided by Broadridge, an independent data provider. They also reviewed an analysis of that information provided by their independent fee consultant and noted that the rate of management fees (investment advisory fees and any administration fees but excluding out-of-pocket costs) for many of the Janus Henderson Funds, after applicable waivers, was below the average management fee rate of the respective peer group of funds selected by an independent data provider. The Trustees also examined information regarding the subadvisory fees charged for subadvisory services, as applicable, noting that all such fees were paid by the Adviser out of its management fees collected from such Janus Henderson Fund.

The independent fee consultant provided its belief that the management fees charged by the Adviser to each of the Janus Henderson Funds under the current investment advisory and administration agreements are reasonable in relation to the services provided by the Adviser. The independent fee consultant found: (1) the total expenses and management fees of the Janus Henderson Funds to be reasonable relative to other comparable mutual funds; (2) the total expenses, on average, were 8% under the average total expenses of the respective Broadridge Expense Group peers; and (3) the management fees for the Janus Henderson Funds, on average, were 6% under the average management fees for the respective Broadridge Expense Group. The Trustees also considered the total expenses for each share class of each Janus Henderson Fund compared to the average total expenses for its Broadridge Expense Group and to average total expenses for its Broadridge Expense Universe.

For certain Janus Henderson Funds, the independent fee consultant also performed a systematic "focus list" analysis of expenses which assessed fund fees in the context of fund performance being delivered. Based on this analysis, the

Janus Henderson VIT Forty Portfolio

Additional Information (unaudited)

independent fee consultant found that the combination of service quality/performance and expenses on these individual Janus Henderson Funds was reasonable in light of performance trends, performance histories, and existence of performance fees, breakpoints, and/or expense waivers on such Janus Henderson Funds.

The Trustees considered the methodology used by the Adviser and subadviser in determining compensation payable to portfolio managers, the competitive environment for investment management talent, and the competitive market for mutual funds in different distribution channels.

The Trustees also reviewed management fees charged by the Adviser and subadviser to comparable separate account clients and to comparable non-affiliated funds subadvised by the Adviser or subadviser (for which the Adviser or the subadviser provides only or primarily portfolio management services). Although in most instances subadvisory and separate account fee rates for various investment strategies were lower than management fee rates for Janus Henderson Funds having a similar strategy, the Trustees considered that the Adviser noted that, under the terms of the management agreements with the Janus Henderson Funds, the Adviser performs significant additional services for the Janus Henderson Funds that it does not provide to those other clients, including administration services, oversight of the Janus Henderson Funds' other service providers, trustee support, regulatory compliance and numerous other services, and that, in serving the Janus Henderson Funds, the Adviser assumes many legal risks and other costs that it does not assume in servicing its other clients. Moreover, the Trustees noted that the independent fee consultant found that: (1) the management fees the Adviser charges to the Janus Henderson Funds are reasonable in relation to the management fees the Adviser charges to funds subadvised by the Adviser and to the fees the Adviser charges to its institutional separate account clients; (2) these subadvised and institutional separate accounts have different service and infrastructure needs and operate in markets very distinct relative to retail funds; (3) Janus Henderson mutual fund investors enjoy reasonable fees relative to the fees charged to Janus Henderson subadvised fund and separate account investors; and (4) as part of its 2020 review, 9 of 10 Janus Henderson Funds have lower management fees than similar funds subadvised by the Adviser.

The Trustees considered the fees for each Janus Henderson Fund for its fiscal year ended in 2020, including the VIT Portfolios, and noted the following with regard to each VIT Portfolio's total expenses, net of applicable fee waivers (the VIT Portfolio's "total expenses"):

- For Janus Henderson Balanced Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses.
- For Janus Henderson Forty Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Research Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for both share classes.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses, although this limit did not apply because the Fund's total expenses were already below the applicable fee limit.
- For Janus Henderson Overseas Portfolio, the Trustees noted that although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's total expenses were below the peer group average for both share classes.

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Additional Information (unaudited)

- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for its sole share class.

The Trustees reviewed information on the overall profitability to the Adviser and its affiliates from their relationships with the Janus Henderson Funds, and considered profitability data of other publicly traded mutual fund advisers. The Trustees recognized that profitability comparisons among fund managers are difficult because of the variation in the type of comparative information that is publicly available, and the profitability of any fund manager is affected by numerous factors, including the organizational structure of the particular fund manager, differences in complex size, difference in product mix, difference in types of business (mutual fund, institutional and other), differences in the types of funds and other accounts it manages, possible other lines of business, the methodology for allocating expenses and the fund manager's capital structure and cost of capital.

Additionally, the Trustees considered the estimated profitability to the Adviser from the investment management services it provided to each Janus Henderson Fund. In their review, the Trustees considered whether the Adviser and subadviser receive adequate incentives and resources to manage the Janus Henderson Funds effectively. In reviewing profitability, the Trustees noted that the estimated profitability for an individual Janus Henderson Fund is necessarily a product of the allocation methodology utilized by the Adviser to allocate its expenses as part of the estimated profitability calculation. In this regard, the Trustees noted that the independent fee consultant found that (1) the expense allocation methodology and rationales utilized by the Adviser were reasonable and (2) no clear correlation exists between expense allocations and operating margins. The Trustees also considered that the estimated profitability for an individual Janus Henderson Fund was influenced by a number of factors, including not only the allocation methodology selected, but also the presence of fee waivers and expense caps, and whether the Janus Henderson Fund's investment management agreement contained breakpoints or a performance fee component. The Trustees determined, after taking into account these factors, among others, that the Adviser's estimated profitability with respect to each Janus Henderson Fund was not unreasonable in relation to the services provided, and that the variation in the range of such estimated profitability among the Janus Henderson Funds was not a material factor in the Board's approval of the reasonableness of any Janus Henderson Fund's investment management fees.

The Trustees concluded that the management fees payable by each Janus Henderson Fund to the Adviser and its affiliates, as well as the fees paid by the Adviser to the subadviser of subadvised Janus Henderson Funds, were reasonable in relation to the nature, extent, and quality of the services provided, taking into account the fees charged by other advisers for managing comparable mutual funds with similar strategies, the fees the Adviser and the subadviser charge to other clients, and, as applicable, the impact of fund performance on management fees payable by the Janus Henderson Funds. The Trustees also concluded that each Janus Henderson Fund's total expenses were reasonable, taking into account the size of the Janus Henderson Fund, the quality of services provided by the Adviser and subadviser, the investment performance of the Janus Henderson Fund, and any expense limitations agreed to or provided by the Adviser.

Economies of Scale

The Trustees considered information about the potential for the Adviser to realize economies of scale as the assets of the Janus Henderson Funds increase. They noted that their independent fee consultant published a report to the Trustees in November 2019 which provided its research and analysis into economies of scale. They also noted that, although many Janus Henderson Funds pay advisory fees at a fixed base rate as a percentage of net assets, without any breakpoints or performance fees, their independent fee consultant concluded that 75% of these Janus Henderson Funds' have contractual management fees (gross of waivers) below their Broadridge Expense Group averages. The Trustees also noted the following: (1) that for those Janus Henderson Funds whose expenses are being reduced by the contractual expense limitations of the Adviser, the Adviser is subsidizing certain of these Janus Henderson Funds because they have not reached adequate scale; (2) performance fee structures have been implemented for various Janus Henderson Funds that have caused the effective rate of advisory fees payable by such Janus Henderson Fund to vary depending on the investment performance of the Janus Henderson Fund relative to its benchmark index over the measurement period; and (3) a few Janus Henderson Funds have fee schedules with breakpoints and reduced fee rates above certain asset levels. The Trustees also noted that the Janus Henderson Funds share directly in economies of scale through the significant investments made by the Adviser and its affiliates related to services provided to the Funds and the lower charges of third-party service providers that are based in part on the combined scale of all of the Janus Henderson Funds.

Janus Henderson VIT Forty Portfolio

Additional Information (unaudited)

The Trustees also considered the independent fee consultant's conclusion that, given the limitations of various analytical approaches to economies of scale and their conflicting results, it is difficult to analytically confirm or deny the existence of economies of scale in the Janus Henderson complex. In this regard, the independent consultant concluded that (1) to the extent there were economies of scale at the Adviser, the Adviser's general strategy of setting fixed management fees below peers appeared to share any such economies with investors even on smaller Janus Henderson Funds which have not yet achieved those economies and (2) by setting lower fixed fees from the start on these Janus Henderson Funds, the Adviser appeared to be investing to increase the likelihood that these Janus Henderson Funds will grow to a level to achieve any economies of scale that may exist. Further, the independent fee consultant provided its belief that Janus Henderson Fund investors are well-served by the fee levels and performance fee structures in place on the Janus Henderson Funds in light of any economies of scale that may be present at the Adviser.

Based on all of the information reviewed, including the recent and past research and analysis conducted by the Trustees' independent fee consultant, the Trustees concluded that the current fee structure of each Janus Henderson Fund was reasonable and that the current rates of fees do reflect a sharing between the Adviser and the Janus Henderson Fund of any economies of scale that may be present at the current asset level of the Janus Henderson Fund.

Other Benefits to the Adviser

The Trustees also considered benefits that accrue to the Adviser and its affiliates and subadviser to the Janus Henderson Funds from their relationships with the Janus Henderson Funds. They recognized that two affiliates of the Adviser separately serve the Janus Henderson Funds as transfer agent and distributor, respectively, and the transfer agent receives compensation directly from the non-money market funds for services provided, and that such compensation contributes to the overall profitability of the Adviser and its affiliates that results from their relationship with the Janus Henderson Funds. The Trustees also considered the Adviser's past and proposed use of commissions paid by the Janus Henderson Funds on portfolio brokerage transactions to obtain proprietary and third-party research products and services benefiting the Janus Henderson Fund and/or other clients of the Adviser and/or the Adviser, and/or subadviser to a Janus Henderson Fund. The Trustees concluded that the Adviser's and the subadviser's use of these types of client commission arrangements to obtain proprietary and third-party research products and services was consistent with regulatory requirements and guidelines and was likely to benefit each Janus Henderson Fund. The Trustees also concluded that, other than the services provided by the Adviser and its affiliates and subadviser pursuant to the agreements and the fees to be paid by each Janus Henderson Fund therefor, the Janus Henderson Funds and the Adviser and the subadviser may potentially benefit from their relationship with each other in other ways. They concluded that the Adviser and its affiliates share directly in economies of scale through the lower charges of third-party service providers that are based in part on the combined scale of the Janus Henderson Funds and other clients serviced by the Adviser and its affiliates. They also concluded that the Adviser and the subadviser benefit from the receipt of research products and services acquired through commissions paid on portfolio transactions of the Janus Henderson Funds and that the Janus Henderson Funds benefit from the Adviser's and/or the subadviser's receipt of those products and services as well as research products and services acquired through commissions paid by other clients of the Adviser and/or other clients of the subadviser. They further concluded that the success of any Janus Henderson Fund could attract other business to the Adviser, the subadviser or other Janus Henderson funds, and that the success of the Adviser and the subadviser could enhance the Adviser's and the subadviser's ability to serve the Janus Henderson Funds.

Janus Henderson VIT Forty Portfolio

Useful Information About Your Portfolio Report (unaudited)

Management Commentary

The Management Commentary in this report includes valuable insight as well as statistical information to help you understand how your Portfolio's performance and characteristics stack up against those of comparable indices.

If the Portfolio invests in foreign securities, this report may include information about country exposure. Country exposure is based primarily on the country of risk. A company may be allocated to a country based on other factors such as location of the company's principal office, the location of the principal trading market for the company's securities, or the country where a majority of the company's revenues are derived.

Please keep in mind that the opinions expressed in the Management Commentary are just that: opinions. They are a reflection based on best judgment at the time this report was compiled, which was December 31, 2021. As the investing environment changes, so could opinions. These views are unique and are not necessarily shared by fellow employees or by Janus Henderson in general.

Performance Overviews

Performance overview graphs compare the performance of a hypothetical \$10,000 investment in the Portfolio with one or more widely used market indices. When comparing the performance of the Portfolio with an index, keep in mind that market indices are not available for investment and do not reflect deduction of expenses.

Average annual total returns are quoted for a Portfolio with more than one year of performance history. Average annual total return is calculated by taking the growth or decline in value of an investment over a period of time, including reinvestment of dividends and distributions, then calculating the annual compounded percentage rate that would have produced the same result had the rate of growth been constant throughout the period. Average annual total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Cumulative total returns are quoted for a Portfolio with less than one year of performance history. Cumulative total return is the growth or decline in value of an investment over time, independent of the period of time involved. Cumulative total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Pursuant to federal securities rules, expense ratios shown in the performance chart reflect subsidized (if applicable) and unsubsidized ratios. The total annual fund operating expenses ratio is gross of any fee waivers, reflecting the Portfolio's unsubsidized expense ratio. The net annual fund operating expenses ratio (if applicable) includes contractual waivers of the Adviser and reflects the Portfolio's subsidized expense ratio. Ratios may be higher or lower than those shown in the "Financial Highlights" in this report.

Schedule of Investments

Following the performance overview section is the Portfolio's Schedule of Investments. This schedule reports the types of securities held in the Portfolio on the last day of the reporting period. Securities are usually listed by type (common stock, corporate bonds, U.S. Government obligations, etc.) and by industry classification (banking, communications, insurance, etc.). Holdings are subject to change without notice.

The value of each security is quoted as of the last day of the reporting period. The value of securities denominated in foreign currencies is converted into U.S. dollars.

If the Portfolio invests in foreign securities, it will also provide a summary of investments by country. This summary reports the Portfolio exposure to different countries by providing the percentage of securities invested in each country. The country of each security represents the country of risk. The Portfolio's Schedule of Investments relies upon the industry group and country classifications published by Bloomberg and/or MSCI Inc.

Tables listing details of individual forward currency contracts, futures, written options, swaptions, and swaps follow the Portfolio's Schedule of Investments (if applicable).

Statement of Assets and Liabilities

This statement is often referred to as the "balance sheet." It lists the assets and liabilities of the Portfolio on the last day of the reporting period.

Janus Henderson VIT Forty Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's assets are calculated by adding the value of the securities owned, the receivable for securities sold but not yet settled, the receivable for dividends declared but not yet received on securities owned, and the receivable for Portfolio shares sold to investors but not yet settled. The Portfolio's liabilities include payables for securities purchased but not yet settled, Portfolio shares redeemed but not yet paid, and expenses owed but not yet paid. Additionally, there may be other assets and liabilities such as unrealized gain or loss on forward currency contracts.

The section entitled "Net Assets Consist of" breaks down the components of the Portfolio's net assets. Because the Portfolio must distribute substantially all earnings, you will notice that a significant portion of net assets is shareholder capital.

The last section of this statement reports the net asset value ("NAV") per share on the last day of the reporting period. The NAV is calculated by dividing the Portfolio's net assets for each share class (assets minus liabilities) by the number of shares outstanding.

Statement of Operations

This statement details the Portfolio's income, expenses, realized gains and losses on securities and currency transactions, and changes in unrealized appreciation or depreciation of Portfolio holdings.

The first section in this statement, entitled "Investment Income," reports the dividends earned from securities and interest earned from interest-bearing securities in the Portfolio.

The next section reports the expenses incurred by the Portfolio, including the advisory fee paid to the investment adviser, transfer agent fees and expenses, and printing and postage for mailing statements, financial reports and prospectuses. Expense offsets and expense reimbursements, if any, are also shown.

The last section lists the amounts of realized gains or losses from investment and foreign currency transactions, and changes in unrealized appreciation or depreciation of investments and foreign currency-denominated assets and liabilities. The Portfolio will realize a gain (or loss) when it sells its position in a particular security. A change in unrealized gain (or loss) refers to the change in net appreciation or depreciation of the Portfolio during the reporting period. "Net Realized and Unrealized Gain/(Loss) on Investments" is affected both by changes in the market value of Portfolio holdings and by gains (or losses) realized during the reporting period.

Statements of Changes in Net Assets

These statements report the increase or decrease in the Portfolio's net assets during the reporting period. Changes in the Portfolio's net assets are attributable to investment operations, dividends and distributions to investors, and capital share transactions. This is important to investors because it shows exactly what caused the Portfolio's net asset size to change during the period.

The first section summarizes the information from the Statement of Operations regarding changes in net assets due to the Portfolio's investment operations. The Portfolio's net assets may also change as a result of dividend and capital gains distributions to investors. If investors receive their dividends and/or distributions in cash, money is taken out of the Portfolio to pay the dividend and/or distribution. If investors reinvest their dividends and/or distributions, the Portfolio's net assets will not be affected.

The reinvestment of dividends and distributions is included under "Capital Share Transactions." "Capital Shares" refers to the money investors contribute to the Portfolio through purchases or withdrawals via redemptions. The Portfolio's net assets will increase and decrease in value as investors purchase and redeem shares from the Portfolio.

Financial Highlights

This schedule provides a per-share breakdown of the components that affect the Portfolio's NAV for current and past reporting periods as well as total return, asset size, ratios, and portfolio turnover rate.

The first line in the table reflects the NAV per share at the beginning of the reporting period. The next line reports the net investment income/(loss) per share. Following is the per share total of net gains/(losses), realized and unrealized. Per share dividends and distributions to investors are then subtracted to arrive at the NAV per share at the end of the period. The next line reflects the total return for the period. The total return may include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes. As a result, the total return may differ from the total return reflected for individual shareholder transactions. Also included are ratios of expenses and net investment income to average net assets.

Janus Henderson VIT Forty Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's expenses may be reduced through expense offsets and expense reimbursements. The ratios shown reflect expenses before and after any such offsets and reimbursements.

The ratio of net investment income/(loss) summarizes the income earned less expenses, divided by the average net assets of the Portfolio during the reporting period. Do not confuse this ratio with the Portfolio's yield. The net investment income ratio is not a true measure of the Portfolio's yield because it does not take into account the dividends distributed to the Portfolio's investors.

The next figure is the portfolio turnover rate, which measures the buying and selling activity in the Portfolio. Portfolio turnover is affected by market conditions, changes in the asset size of the Portfolio, fluctuating volume of shareholder purchase and redemption orders, the nature of the Portfolio's investments, and the investment style and/or outlook of the portfolio manager(s) and/or investment personnel. A 100% rate implies that an amount equal to the value of the entire portfolio was replaced once during the fiscal year; a 50% rate means that an amount equal to the value of half the portfolio is traded in a year; and a 200% rate means that an amount equal to the value of the entire portfolio is traded every six months.

Janus Henderson VIT Forty Portfolio

Designation Requirements (unaudited)

For federal income tax purposes, the Portfolio designated the following for the year ended December 31, 2021:

Capital Gain Distributions	\$138,007,359
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Janus Henderson VIT Forty Portfolio

Trustees and Officers (unaudited)

The following are the Trustees and officers of the Trust, together with a brief description of their principal occupations during the last five years (principal occupations for certain Trustees may include periods over five years). The Portfolio's Statement of Additional Information includes additional information about the Trustees and officers and is available, without charge, by calling 1-877-335-2687.

Each Trustee has served in that capacity since he or she was originally elected or appointed. The Trustees do not serve a specified term of office. Each Trustee will hold office until the termination of the Trust or his or her earlier death, resignation, retirement, incapacity, or removal. Under the Portfolio's Governance Procedures and Guidelines, the policy is for Trustees to retire no later than the end of the calendar year in which the Trustee turns 75. The Trustees review the Portfolio's Governance Procedures and Guidelines from time to time and may make changes they deem appropriate. The Portfolio's Nominating and Governance Committee will consider nominees for the position of Trustee recommended by shareholders. Shareholders may submit the name of a candidate for consideration by the Committee by submitting their recommendations to the Trust's Secretary. Each Trustee is currently a Trustee of one other registered investment company advised by the Adviser: Janus Investment Fund. Collectively, these two registered investment companies consist of 52 series or funds referred to herein as the Fund Complex.

The Trust's officers are elected annually by the Trustees for a one-year term. Certain officers also serve as officers of Janus Investment Fund. Certain officers of the Portfolio may also be officers and/or directors of the Adviser. Except as otherwise disclosed, Portfolio officers receive no compensation from the Portfolio, except for the Portfolio's Chief Compliance Officer, as authorized by the Trustees.

Janus Henderson VIT Forty Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William F. McCalpin 151 Detroit Street Denver, CO 80206 DOB: 1957	Chairman Trustee	1/08-Present 6/02-Present	Independent Consultant (since 2019) and Chief Operating Officer, muun chi LLC (organic food business) (since 2020). Formerly, Managing Partner, Impact Investments, Athena Capital Advisors LLC (independent registered investment advisor) (2016-2019), Managing Director, Holos Consulting LLC (provides consulting services to foundations and other nonprofit organizations) (2009-2016), Chief Executive Officer, Imprint Capital Advisors (impact investment firm) (2013-2015), and Executive Vice President and Chief Operating Officer of The Rockefeller Brothers Fund (a private family foundation) (1998-2006).	52	Chairman of the Board and Trustee of The Investment Fund for Foundations Investment Program (TIP) (consisting of 1 fund) (since 2008), and Director of the F.B. Heron Foundation (a private grantmaking foundation) (since 2006). Formerly, Director of Mutual Fund Directors Forum (a non-profit organization serving independent directors of U.S. mutual funds) (2016-2021).

Janus Henderson VIT Forty Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Alan A. Brown 151 Detroit Street Denver, CO 80206 DOB: 1962	Trustee	1/13-Present	Principal, Curam Holdings LLC (since 2018). Formerly, Executive Vice President, Institutional Markets, of Black Creek Group (private equity real estate investment management firm) (2012-2018), Executive Vice President and Co-Head, Global Private Client Group (2007-2010), Executive Vice President, Mutual Funds (2005-2007), and Chief Marketing Officer (2001-2005) of Nuveen Investments, Inc. (asset management).	52	Advisory Board Member of AEW Core Property Trust (open-end property fund) (since 2020), and Director of WTTW (PBS affiliate) (since 2003). Formerly, Director of MotiveQuest LLC (strategic social market research company) (2003-2016), Director of Nuveen Global Investors LLC (2007-2011), Director of Communities in Schools (2004-2010), and Director of Mutual Fund Education Alliance (until 2010).

Janus Henderson VIT Forty Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William D. Cvengros 151 Detroit Street Denver, CO 80206 DOB: 1948	Trustee	1/11-Present	Chief Executive Officer of SJC Capital, LLC (a personal investment company and consulting firm) (since 2002). Formerly, Chief Executive Officer and President of PIMCO Advisors Holdings L.P. (a publicly traded investment management firm) (1994-2000), and Chief Investment Officer (1987-1994) and Vice Chairman and Director (1990-1994) of Pacific Life Insurance Company (a mutual life insurance and annuity company) (1987-1994).	52	Member, Limited Partner Advisory Committee, Karmel Capital Fund III (since 2022), Member of the Investmtnet Committee for the Orange Country Community Foundation (a grantmaking foundation) (since 2020), Advisory Board Member, RevOZ Fund LP and related funds (real estate investments for opportunity zones) (since 2020), and Advisory Board Member, Innovate Partners Emerging Growth and Equity Fund I (early stage venture capital fund) (since 2014). Formerly, Managing Trustee of National Retirement Partners Liquidating Trust (2013-2016), Chairman, National Retirement Partners, Inc. (formerly a network of advisors to 401(k) plans) (2005-2013), Director of Prospect Acquisition Corp. (a special purpose acquisition corporation) (2007-2009), Director of RemedyTemp, Inc. (temporary help services company) (1996-2006), and Trustee of PIMCO Funds Multi-Manager Series (1990-2000) and Pacific Life Variable Life & Annuity Trusts (1987-1994).

Janus Henderson VIT Forty Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Raudline Etienne 151 Detroit Street Denver, CO 80206 DOB: 1965	Trustee	6/16-Present	Founder, Daraja Capital (advisory and investment firm) (since 2016). Formerly, Senior Vice President and Senior Advisor, Albright Stonebridge Group LLC (global strategy firm) (2011-2021), and Deputy Comptroller and Chief Investment Officer, New York State Common Retirement Fund (public pension fund) (2008-2011).	52	Member of the Investment Committee for Cooper Union (private college) (since 2021), Board Member, Van Alen Institute (nonprofit architectural and design organization) (since 2019) and Director of Brightwood Capital Advisors, LLC (since 2014).
Gary A. Poliner 151 Detroit Street Denver, CO 80206 DOB: 1953	Trustee	6/16-Present	Retired. Formerly, President (2010-2013) of Northwestern Mutual Life Insurance Company.	52	Director of MGIC Investment Corporation (private mortgage insurance) (since 2013). Formerly, Director, West Bend Mutual Insurance Company (property/casualty insurance) (2013-2021), Trustee of Northwestern Mutual Life Insurance Company (2010-2013) and Director of Frank Russell Company (global asset management firm) (2008-2013).

Janus Henderson VIT Forty Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Diane L. Wallace 151 Detroit Street Denver, CO 80206 DOB: 1958	Trustee	6/17-Present	Retired. Formerly, Chief Operating Officer, Senior Vice President-Operations, and Chief Financial Officer for Driehaus Capital Management, LLC (1988-2006) and Treasurer for Driehaus Mutual Funds (1996-2002).	52	Formerly, Director of Family Service of Lake County (2019-2021), Independent Trustee, Henderson Global Funds (13 portfolios) (2015-2017), Independent Trustee, State Farm Associates' Funds Trust, State Farm Mutual Fund Trust, and State Farm Variable Product Trust (28 portfolios) (2013-2017).
Linda S. Wolf 151 Detroit Street Denver, CO 80206 DOB: 1947	Trustee	11/05-Present	Retired. Formerly, Chairman and Chief Executive Officer of Leo Burnett (Worldwide) (advertising agency) (2001-2005).	52	Director of Chicago Community Trust (Regional Community Foundation), Lurie Children's Hospital (Chicago, IL), and Shirley Ryan Ability Lab. Formerly, Director of Wrapports, LLC (until 2022), Director of Chicago Council on Global Affairs (until 2019), InnerWorkings (until 2019) and Director of Walmart (until 2017).

Janus Henderson VIT Forty Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
A. Douglas Rao 151 Detroit Street Denver, CO 80206 DOB: 1974	Executive Vice President and Co-Portfolio Manager Janus Henderson Forty Portfolio	6/13-Present	Portfolio Manager for other Janus Henderson accounts.
Nick Schommer 151 Detroit Street Denver, CO 80206 DOB: 1978	Executive Vice President and Co-Portfolio Manager Janus Henderson Forty Portfolio	1/16-Present	Portfolio Manager for other Janus Henderson accounts.
Michelle Rosenberg 151 Detroit Street Denver, CO 80206 DOB: 1973	Interim President and Chief Executive Officer	1/22-Present	General Counsel and Corporate Secretary of Janus Henderson Investors (since 2018). Formerly, Senior Vice President and Head of Legal, North America of Janus Henderson Investors (2017-2018) and Deputy General Counsel of Janus Henderson US (Holdings), Inc. (2015-2018).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

Janus Henderson VIT Forty Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Kristin Mariani 151 Detroit Street Denver, CO 80206 DOB: 1966	Vice President, Chief Compliance Officer, and Anti-Money Laundering Officer	7/20-Present	Head of Compliance, North America for Janus Henderson Investors (since September 2020), and Chief Compliance Officer for Janus Henderson Investors US LLC (since September 2017). Formerly, Global Head of Investment Management Compliance for Janus Henderson Investors (February 2019-August 2020), Vice President, Head of Global Distribution Compliance and Chief Compliance Officer of Janus Henderson Distributors US LLC (May 2017-September 2017), Vice President, Compliance at Janus Henderson US (Holdings) Inc., Janus Henderson Investors US LLC, and Janus Henderson Distributors US LLC (2009-2017).
Jesper Nergaard 151 Detroit Street Denver, CO 80206 DOB: 1962	Chief Financial Officer	3/05-Present	Head of U.S. Fund Administration, Janus Henderson Investors and Janus Henderson Services US LLC.
Abigail J. Murray 151 Detroit Street Denver, CO 80206 DOB: 1975	Vice President, Chief Legal Officer, and Secretary	12/20-Present	Managing Counsel (2020-present). Formerly, Senior Counsel for Invesco Ltd. (2017-2020), and Vice President and Senior Counsel, ALPS Fund Services, Inc. and Assistant General Counsel, ALPS Advisors, Inc. (2015-2017).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

Janus Henderson VIT Forty Portfolio Notes

This report is submitted for the general information of shareholders of the Portfolio. It is not an offer or solicitation for the Portfolio and is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus.

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Janus Henderson Distributors US LLC

Janus Henderson VIT Enterprise Portfolio

Janus Aspen Series

HIGHLIGHTS

- Portfolio management perspective
- Investment strategy behind your portfolio
- Portfolio performance, characteristics and holdings

Janus Henderson
— INVESTORS —

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Janus Henderson VIT Enterprise Portfolio

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Janus Henderson VIT Enterprise Portfolio (unaudited)

PORTFOLIO SNAPSHOT

We believe that investing in companies with sustainable growth and high return on invested capital can help drive consistent returns and allow us to outperform our benchmark and peers over time with moderate risk. We seek to identify mid-cap companies with high-quality management teams that wisely allocate capital to fund and drive growth over time.



Philip Cody Wheaton
co-portfolio manager

Brian Demain
co-portfolio manager

PERFORMANCE OVERVIEW

During the 12 months ended December 31, 2021, Janus Henderson VIT Enterprise Portfolio's Institutional Shares and Service Shares returned 16.83% and 16.54%, respectively. The Portfolio's benchmark, the Russell Midcap[®] Growth Index, returned 12.73%. An underweight and stock selection in the communication services sector lifted relative performance. Stock selection in financials also contributed. Stock selection in consumer discretionary and health care detracted.

INVESTMENT ENVIRONMENT

Mid-cap growth stocks delivered positive returns for 2021 despite periods of volatility. Stocks rose in the first half of the year, as healthy economic and earnings growth and optimism around COVID-19 vaccines lifted investor sentiment. Accommodative monetary policy also supported the growth outlook. Market volatility increased in the second half of the year, as the spread of the new virus variants led to renewed pandemic concerns. Supply constraints and higher input costs also fueled inflation, which pushed interest rates higher. Additionally, the Federal Reserve (Fed) indicated it would accelerate the withdrawal of its monetary stimulus. The prospect of higher interest rates in 2022 spurred a market rotation away from more-speculative, high-valuation growth stocks in the fourth quarter. Due in part to this rotation, the Russell Midcap Growth Index underperformed the broader mid-cap equity market for the 12-month period.

PERFORMANCE DISCUSSION

The past year saw a tug-of-war between two investing styles. On one hand, we welcomed periods of a renewed focus on fundamentals that benefited the kinds of disciplined growth companies we own. At the same time, we saw intervals when speculative investing drove market returns while pushing valuations for some aggressive growth stocks to higher and higher levels. Despite these shifts in market behavior, we remained steadfast in our focus on high-quality, well-managed companies with

valuations we believed were supported by a reasonable assessment of their earnings potential. Our selective approach helped us avoid exposure to several high-valuation mid-cap growth stocks that sold off sharply in the fourth quarter. This aided our performance relative to the benchmark index.

We were also pleased to see a number of our moderate growth investments rewarded with strong stock performance. These included technology hardware and components companies that benefited from rapid growth in end markets such as electric vehicle production, automation and the Internet of Things. Shortages of semiconductors and other components have also supported favorable pricing trends for companies such as specialty chip manufacturer ON Semiconductor and KLA, a supplier of inspection equipment used in the semiconductor production process. Both companies delivered strong earnings growth, while ON Semiconductor saw widening profit margins as its new management team streamlined its operations. Semiconductor shortages have also driven other industry changes, including moves toward committed capacity, long-term contracts and onshoring, as companies looked to secure their supply chains. In our view, these changes may help dampen the industry's historical cyclicality, while further benefiting advantaged producers.

The digital payments industry is another area where we see long-term opportunity, as consumers have come to appreciate the convenience of online and mobile transactions. Our interest in this space led us to Global Payments, a provider of software solutions that enable vendors to take credit card payments. WEX, another long-term holding, issues credit cards that help companies manage fleet fuel costs. It also provides a cloud-based payments platform to support travel bookings and health savings accounts. We continue to see long-term potential for these businesses. However, both stocks declined due

Janus Henderson VIT Enterprise Portfolio (unaudited)

to investor disappointment over weaker-than-expected transaction volumes in the digital payments space, as the COVID-19 variants increased economic uncertainty. Concerns that alternative payment solutions could take market share from traditional credit cards also pressured the stocks. In our view, these concerns were overstated. Electronic payments have continued to outgrow the broader economy, and the companies we own saw steady growth rates despite some business headwinds in 2021. We held onto our investments, and we will continue to monitor the competitive dynamics for the global payments market.

DERIVATIVES USAGE

Please see the Derivative Instruments section in the “Notes to Financial Statements” for a discussion of derivatives used by the Janus Henderson VIT Enterprise Portfolio.

OUTLOOK

While we remain constructive on the economic outlook, we caution that we’re entering a very different environment than we had a year ago. We started 2021 with low interest rates and ample monetary and fiscal stimulus. As we head into 2022, prospects for additional fiscal stimulus remain uncertain, and the Fed will be withdrawing some of its extraordinary monetary support. Our conversations with companies also indicate that supply chain challenges and worker shortages could persist even into 2023. Developments in China are another source of uncertainty, as the country’s slowing growth rate and government policy changes could have reverberations for U.S. companies. In this environment we will remain highly selective in our investments, as we look for reasonably valued companies with forward-looking management teams and a commitment to innovation. We also favor companies with strong competitive positions and well-balanced stakeholder alignment. We believe these qualities can support healthy and sustainable profit margins in the face of rising input costs. We also remain disciplined with regard to valuation, focusing on companies where we see a growing earnings trajectory to support their stock prices. This is the best way we know to provide strong risk-adjusted returns to our investors over the long term.

Thank you for your investment in Janus VIT Enterprise Portfolio.

Janus Henderson VIT Enterprise Portfolio (unaudited)

Portfolio At A Glance

December 31, 2021

5 Top Contributors - Holdings

	Average Weight	Relative Contribution		Average Weight	Relative Contribution
ON Semiconductor Corp	1.89%	1.32%	Global Payments Inc	1.51%	-1.00%
KLA Corp	2.71%	1.03%	WEX Inc	1.57%	-0.79%
			Fidelity National Information Services Inc	1.51%	-0.62%
LPL Financial Holdings Inc	2.65%	0.78%	Wix.com Ltd	0.60%	-0.51%
Constellation Software Inc/Canada	2.26%	0.66%	Vroom Inc	0.40%	-0.49%
JB Hunt Transport Services Inc	1.97%	0.62%			

5 Top Detractors - Holdings

5 Top Contributors - Sectors*

	Relative Contribution	Portfolio Average Weight	Russell Midcap Growth Index Average Weight
Communication Services	2.88%	0.91%	5.58%
Financials	2.39%	11.56%	4.16%
Consumer Staples	0.70%	0.00%	2.60%
Materials	0.60%	0.96%	1.94%
Industrials	0.30%	14.45%	13.32%

5 Top Detractors - Sectors*

	Relative Contribution	Portfolio Average Weight	Russell Midcap Growth Index Average Weight
Consumer Discretionary	-0.93%	8.51%	13.56%
Other**	-0.46%	3.78%	0.00%
Health Care	-0.38%	17.21%	19.62%
Real Estate	-0.28%	2.40%	1.86%
Energy	-0.13%	1.43%	1.03%

Relative contribution reflects how the portfolio's holdings impacted return relative to the benchmark. Cash and securities not held in the portfolio are not shown. For equity portfolios, relative contribution compares the performance of a security in the portfolio to the benchmark's total return, factoring in the difference in weight of that security in the benchmark. Returns are calculated using daily returns and previous day ending weights rolled up by ticker, excluding fixed income securities, gross of advisory fees, may exclude certain derivatives and will differ from actual performance. Performance attribution reflects returns gross of advisory fees and may differ from actual returns as they are based on end of day holdings.

Attribution is calculated by geometrically linking daily returns for the portfolio and index.

* Based on sector classification according to the Global Industry Classification Standard ("GICS") codes, which are the exclusive property and a service mark of MSCI Inc. and Standard & Poor's.

** Not a GICS classified sector.

Janus Henderson VIT Enterprise Portfolio (unaudited)

Portfolio At A Glance

December 31, 2021

5 Largest Equity Holdings - (% of Net Assets)

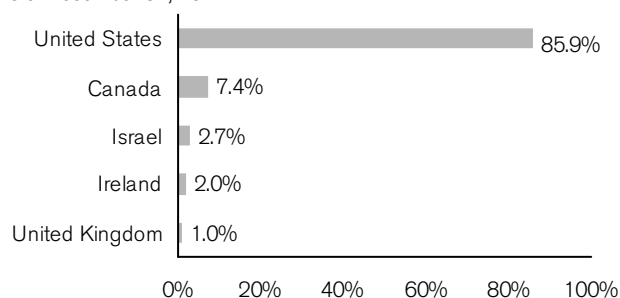
KLA Corp	
Semiconductor & Semiconductor Equipment	3.0%
SS&C Technologies Holdings Inc	
Software	3.0%
LPL Financial Holdings Inc	
Capital Markets	3.0%
ON Semiconductor Corp	
Semiconductor & Semiconductor Equipment	3.0%
Constellation Software Inc/Canada	
Software	2.8%
	14.8%

Asset Allocation - (% of Net Assets)

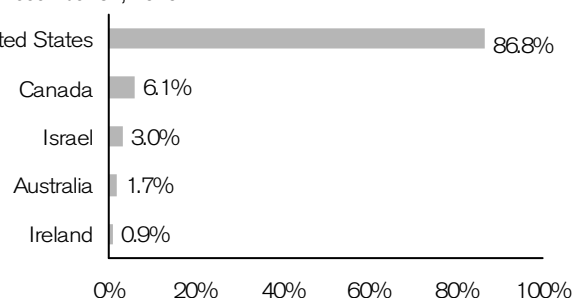
Common Stocks	96.1%
Investment Companies	3.5%
Investments Purchased with Cash	
Collateral from Securities Lending	0.0%
Other	0.4%
	100.0%

Top Country Allocations - Long Positions - (% of Investment Securities)

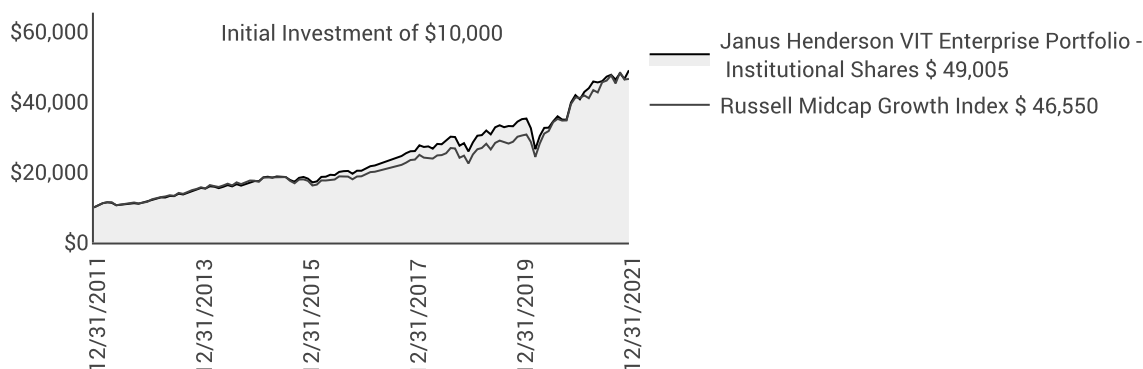
As of December 31, 2021



As of December 31, 2020



Janus Henderson VIT Enterprise Portfolio (unaudited) Performance



Average Annual Total Return - for the periods ended December 31, 2021					Prospectus Expense Ratios
	One Year	Five Year	Ten Year	Since Inception*	Total Annual Fund Operating Expenses†
Institutional Shares	16.83%	19.13%	17.23%	11.91%	0.72%
Service Shares	16.54%	18.84%	16.93%	11.62%	0.97%
Russell Midcap Growth Index	12.73%	19.83%	16.63%	11.03%	
Morningstar Quartile - Institutional Shares	2nd	3rd	1st	1st	
Morningstar Ranking - based on total returns for Mid-Cap Growth Funds	160/599	320/534	102/499	33/149	

Returns quoted are past performance and do not guarantee future results; current performance may be lower or higher. Investment returns and principal value will vary; there may be a gain or loss when shares are sold. For the most recent month-end performance call 800.668.0434 or visit janushenderson.com/VITperformance.

Performance may be affected by risks that include those associated with foreign and emerging markets, fixed income securities, high-yield and high-risk securities, undervalued, overlooked and smaller capitalization companies, real estate related securities including Real Estate Investment Trusts (REITs), Environmental, Social and Governance (ESG) factors, non-diversification, portfolio turnover, derivatives, short sales, initial public offerings (IPOs) and potential conflicts of interest. Each product has different risks. Please see the prospectus for more information about risks, holdings and other details.

Returns do not reflect the deduction of fees, charges or expenses of any insurance product or qualified plan. If applied, returns would have been lower.

Returns include reinvestment of all dividends and distributions and do not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares. The returns do not include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes.

Performance for Service Shares prior to December 31, 1999 reflects the performance of Institutional Shares, adjusted to reflect the expenses of Service Shares.

Ranking is for the share class shown only; other classes may have different performance characteristics.

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There is no assurance that the investment process will consistently lead to successful investing.

See Notes to Schedule of Investments and Other Information for index definitions.

Index performance does not reflect the expenses of managing a portfolio as an index is unmanaged and not available for direct investment.

See "Useful Information About Your Portfolio Report."

*The Portfolio's inception date – September 13, 1993

See important disclosures on the next page.

Janus Henderson VIT Enterprise Portfolio (unaudited) Performance

‡ As stated in the prospectus. See Financial Highlights for actual expense ratios during the reporting period.

Janus Henderson VIT Enterprise Portfolio (unaudited)

Expense Examples

As a shareholder of the Portfolio, you incur two types of costs: (1) transaction costs and (2) ongoing costs, including management fees; 12b-1 distribution and shareholder servicing fees (applicable to Service Shares only); transfer agent fees and expenses payable pursuant to the Transfer Agency Agreement; and other Portfolio expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Portfolio and to compare these costs with the ongoing costs of investing in other mutual funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. The example is based upon an investment of \$1,000 invested at the beginning of the period and held for the six-months indicated, unless noted otherwise in the table and footnotes below.

Actual Expenses

The information in the table under the heading "Actual" provides information about actual account values and actual expenses. You may use the information in these columns, 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 appropriate column for your share class under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during the period.

Hypothetical Example for Comparison Purposes

The information in the table under the heading "Hypothetical (5% return before expenses)" provides information about hypothetical account values and hypothetical expenses based upon the Portfolio's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Portfolio'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 Portfolio 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. Additionally, for an analysis of the fees associated with an investment in either share class or other similar funds, please visit www.finra.org/fundalyzer.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transaction costs, such as any charges at the separate account level or contract level. These fees are fully described in the Portfolio's prospectuses. Therefore, the hypothetical examples are useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds. In addition, if these transaction costs were included, your costs would have been higher.

	Actual			Hypothetical (5% return before expenses)			Net Annualized Expense Ratio
	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	Beginning Account Value (7/1/21)	Ending Account Value (12/31/21)	Expenses Paid During Period (7/1/21 - 12/31/21)†	
Institutional							
Shares	\$1,000.00	\$1,067.20	\$3.75	\$1,000.00	\$1,021.58	\$3.67	0.72%
Service Shares	\$1,000.00	\$1,065.90	\$5.10	\$1,000.00	\$1,020.27	\$4.99	0.98%

† Expenses Paid During Period are equal to the Net Annualized Expense Ratio multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period). Expenses in the examples include the effect of applicable fee waivers and/or expense reimbursements, if any. Had such waivers and/or reimbursements not been in effect, your expenses would have been higher. Please refer to the Notes to Financial Statements or the Portfolio's prospectuses for more information regarding waivers and/or reimbursements.

Janus Henderson VIT Enterprise Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Common Stocks— 96.1%		
Aerospace & Defense – 2.9%		
L3Harris Technologies Inc	115,491	\$24,627,301
Teledyne Technologies Inc*	61,204	26,739,416
		51,366,717
Airlines – 0.9%		
Ryanair Holdings PLC (ADR)*	149,167	15,264,259
Auto Components – 0.5%		
Visteon Corp*	86,282	9,589,381
Banks – 0.9%		
SVB Financial Group*	24,410	16,555,838
Biotechnology – 2.4%		
Abcam PLC (ADR)*	225,238	5,304,355
Ascendis Pharma A/S (ADR)*	52,550	7,069,552
BioMarin Pharmaceutical Inc*	135,740	11,992,629
Neurocrine Biosciences Inc*	127,646	10,871,610
Sarepta Therapeutics Inc*	82,771	7,453,529
		42,691,675
Building Products – 0.4%		
Zurn Water Solutions Corp	172,061	6,263,020
Capital Markets – 4.8%		
Cboe Global Markets Inc	115,677	15,084,281
Charles Schwab Corp	89,037	7,488,012
LPL Financial Holdings Inc	330,060	52,839,305
MSCI Inc	15,840	9,705,010
		85,116,608
Commercial Services & Supplies – 1.8%		
Cimpress PLC*	152,308	10,906,776
Ritchie Bros Auctioneers Inc	338,200	20,701,222
		31,607,998
Containers & Packaging – 0.9%		
Sealed Air Corp	226,673	15,293,627
Diversified Consumer Services – 1.4%		
Frontdoor Inc*	268,959	9,857,347
Terminix Global Holdings Inc*	332,139	15,022,647
		24,879,994
Electric Utilities – 1.6%		
Alliant Energy Corp	452,272	27,801,160
Electrical Equipment – 2.7%		
Regal Beloit Corp	74,420	12,664,796
Sensata Technologies Holding PLC*	567,957	35,037,267
		47,702,063
Electronic Equipment, Instruments & Components – 5.6%		
Dolby Laboratories Inc	113,501	10,807,565
Flex Ltd*	1,377,799	25,255,056
National Instruments Corp	455,395	19,887,100
TE Connectivity Ltd	269,574	43,493,069
		99,442,790
Entertainment – 1.3%		
Liberty Media Corp-Liberty Formula One*	362,073	22,897,497
Equity Real Estate Investment Trusts (REITs) – 1.4%		
Lamar Advertising Co	212,144	25,733,067
Health Care Equipment & Supplies – 8.6%		
Boston Scientific Corp*	931,878	39,586,177
Cooper Cos Inc	72,023	30,173,316
Dentsply Sirona Inc	330,163	18,419,794
ICU Medical Inc*	79,713	18,919,083
STERIS PLC	81,166	19,756,616
Teleflex Inc	76,558	25,147,772
		152,002,758

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Schedule of Investments

December 31, 2021

	Shares or Principal Amounts	Value
Common Stocks– (continued)		
Hotels, Restaurants & Leisure – 1.6%		
Aramark	408,900	\$15,067,965
GVC Holdings PLC*	564,780	12,863,529
		27,931,494
Information Technology Services – 9.9%		
Amdocs Ltd	404,897	30,302,491
Broadridge Financial Solutions Inc	184,457	33,722,429
Fidelity National Information Services Inc	206,610	22,551,481
Global Payments Inc	154,238	20,849,893
GoDaddy Inc*	437,569	37,132,105
WEX Inc*	151,851	21,318,362
Wix.com Ltd*	67,655	10,675,282
		176,552,043
Insurance – 5.8%		
Aon PLC - Class A	59,827	17,981,603
Intact Financial Corp	276,924	35,999,244
Oscar Health Inc - Class A*	22,795	178,941
Ryan Specialty Group Holdings Inc - Class A*	381,446	15,391,346
WR Berkley Corp	403,904	33,277,651
		102,828,785
Internet & Direct Marketing Retail – 0.8%		
Wayfair Inc - Class A*.*	76,699	14,570,509
Life Sciences Tools & Services – 3.8%		
ICON PLC*	66,243	20,515,457
Illumina Inc*	30,195	11,487,386
PerkinElmer Inc	101,934	20,494,850
Waters Corp*	41,988	15,644,729
		68,142,422
Machinery – 2.3%		
Ingersoll Rand Inc	442,534	27,379,579
Wabtec Corp	143,265	13,196,139
		40,575,718
Oil, Gas & Consumable Fuels – 1.4%		
Magellan Midstream Partners LP	555,540	25,799,278
Pharmaceuticals – 2.3%		
Catalent Inc*	217,138	27,800,178
Elanco Animal Health Inc*	469,269	13,317,854
		41,118,032
Professional Services – 0.1%		
Upwork Inc*	63,711	2,176,368
Real Estate Management & Development – 0.4%		
Redfin Corp*	202,183	7,761,805
Road & Rail – 2.7%		
JB Hunt Transport Services Inc	235,203	48,075,493
Semiconductor & Semiconductor Equipment – 9.7%		
KLA Corp	125,788	54,102,677
Lam Research Corp	28,138	20,235,443
Microchip Technology Inc	315,913	27,503,386
NXP Semiconductors NV	77,880	17,739,506
ON Semiconductor Corp*	771,829	52,422,626
		172,003,638
Software – 11.4%		
Atlassian Corp PLC - Class A*	27,720	10,569,359
Ceridian HCM Holding Inc*	269,222	28,122,930
Constellation Software Inc/Canada	26,583	49,326,934
Dynatrace Inc*	209,364	12,635,117
j2 Global Inc*	71,550	7,932,033
Nice Ltd (ADR)*	118,747	36,051,589
SS&C Technologies Holdings Inc	654,638	53,667,223

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Schedule of Investments

December 31, 2021

	<i>Shares or Principal Amounts</i>	<i>Value</i>
Common Stocks– (continued)		
Software– (continued)		
Topicus.com Inc*	48,848	\$4,483,913
		202,789,098
Specialty Retail – 3.0%		
Burlington Stores Inc*	49,359	14,388,642
CarMax Inc*	272,679	35,510,986
Vroom Inc*	258,983	2,794,427
		52,694,055
Textiles, Apparel & Luxury Goods – 1.2%		
Gildan Activewear Inc	496,232	21,035,274
Trading Companies & Distributors – 1.6%		
Ferguson PLC	162,835	28,878,956
Total Common Stocks (cost \$916,209,475)		1,707,141,420
Investment Companies– 3.5%		
Money Markets – 3.5%		
Janus Henderson Cash Liquidity Fund LLC, 0.0570% ^{∞,£} (cost \$62,157,557)	62,151,342	62,157,557
Investments Purchased with Cash Collateral from Securities Lending– 0%		
Investment Companies – 0%		
Janus Henderson Cash Collateral Fund LLC, 0% ^{∞,£}	358,400	358,400
Time Deposits – 0%		
Royal Bank of Canada, 0.0400%, 1/3/22	\$89,600	89,600
Total Investments Purchased with Cash Collateral from Securities Lending (cost \$448,000)		448,000
Total Investments (total cost \$978,815,032) – 99.6%		1,769,746,977
Cash, Receivables and Other Assets, net of Liabilities – 0.4%		6,627,343
Net Assets – 100%		\$1,776,374,320

Summary of Investments by Country - (Long Positions) (unaudited)

<i>Country</i>	<i>Value</i>	<i>% of Investment Securities</i>
United States	\$1,519,887,008	85.9 %
Canada	131,546,587	7.4
Israel	46,726,871	2.7
Ireland	35,779,716	2.0
United Kingdom	18,167,884	1.0
Australia	10,569,359	0.6
Denmark	7,069,552	0.4
Total	\$1,769,746,977	100.0 %

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Schedule of Investments

December 31, 2021

Schedules of Affiliated Investments – (% of Net Assets)

	Dividend Income	Realized Gain/(Loss)	Change in Unrealized Appreciation/ Depreciation	Value at 12/31/21
Investment Companies - 3.5%				
Money Markets - 3.5%				
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	\$ 43,105	\$ 3,439	\$ (3,439)	\$ 62,157,557
Investments Purchased with Cash Collateral from Securities Lending - 0.0%				
Investment Companies - 0.0%				
Janus Henderson Cash Collateral Fund LLC, 0%	26,150 ^A	-	-	358,400
Total Affiliated Investments - 3.5%	\$ 69,255	\$ 3,439	\$ (3,439)	\$ 62,515,957

	Value at 12/31/20	Purchases	Sales Proceeds	Value at 12/31/21
Investment Companies - 3.5%				
Money Markets - 3.5%				
Janus Henderson Cash Liquidity Fund LLC, 0.0570%	67,878,884	289,985,609	(295,706,936)	62,157,557
Investments Purchased with Cash Collateral from Securities Lending - 0.0%				
Investment Companies - 0.0%				
Janus Henderson Cash Collateral Fund LLC, 0%	2,859,857	121,782,433	(124,283,890)	358,400

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Schedule of Investments

December 31, 2021

Schedule of Forward Foreign Currency Exchange Contracts

Counterparty/ Foreign Currency	Settlement Date	Foreign Currency Amount (Sold)/ Purchased	USD Currency Amount (Sold)/ Purchased	Market Value and Unrealized Appreciation/ (Depreciation)
Barclays Capital, Inc.:				
Canadian Dollar	1/20/22	(13,124,000)	\$ 10,619,496	243,105
Citibank, National Association:				
Canadian Dollar	1/20/22	(14,881,000)	12,031,613	266,063
Canadian Dollar	1/20/22	(583,000)	455,766	(5,178)
Euro	1/20/22	609,000	(691,335)	2,200
Euro	1/20/22	(715,000)	808,979	(5,270)
				257,815
Credit Suisse International:				
Canadian Dollar	1/20/22	2,596,000	(2,041,453)	11,055
Canadian Dollar	1/20/22	943,000	(761,817)	(16,241)
Euro	1/20/22	799,000	(907,591)	2,317
Euro	1/20/22	1,040,000	(1,204,953)	(20,591)
Euro	1/20/22	(8,711,800)	10,150,850	229,769
Euro	1/20/22	(1,479,000)	1,674,627	(9,672)
				196,637
HSBC Securities (USA), Inc.:				
Canadian Dollar	1/20/22	(14,881,000)	12,027,820	262,270
Euro	1/20/22	2,078,000	(2,354,699)	11,748
Euro	1/20/22	1,024,000	(1,193,602)	(27,461)
Euro	1/20/22	(6,846,000)	7,982,237	185,947
				432,504
JPMorgan Chase Bank, National Association:				
Canadian Dollar	1/20/22	(2,449,000)	1,963,320	27,037
Euro	1/20/22	1,990,000	(2,299,198)	(32,968)
Euro	1/20/22	(6,666,000)	7,770,370	179,065
				173,134
State Street Bank and Trust Company:				
Euro	1/20/22	614,000	(692,335)	6,894
Euro	1/20/22	(562,000)	651,968	11,957
				18,851
Total			\$	1,322,046

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Schedule of Investments

December 31, 2021

The following table, grouped by derivative type, provides information about the fair value and location of derivatives within the Statement of Assets and Liabilities as of December 31, 2021.

Fair Value of Derivative Instruments (not accounted for as hedging instruments) as of December 31, 2021

	Currency Contracts
<i>Asset Derivatives:</i>	
Forward foreign currency exchange contracts	\$1,439,427
<i>Liability Derivatives:</i>	
Forward foreign currency exchange contracts	\$ 117,381

The following tables provide information about the effect of derivatives and hedging activities on the Portfolio's Statement of Operations for the year ended December 31, 2021.

The effect of Derivative Instruments (not accounted for as hedging instruments) on the Statement of Operations for the year ended December 31, 2021

	Amount of Realized Gain/(Loss) Recognized on Derivatives
Derivative	Currency Contracts
Forward foreign currency exchange contracts	\$ 620,474

	Amount of Change in Unrealized Appreciation/Depreciation Recognized on Derivatives
Derivative	Currency Contracts
Forward foreign currency exchange contracts	\$1,519,436

Please see the "Net Realized Gain/(Loss) on Investments" and "Change in Unrealized Net Appreciation/Depreciation" sections of the Portfolio's Statement of Operations.

Average Ending Monthly Value of Derivative Instruments During the Year Ended December 31, 2021

	Value*
Forward foreign currency exchange contracts, purchased	\$15,577,670
Forward foreign currency exchange contracts, sold	80,205,617

* Forward foreign currency exchange contracts are reported as the average ending monthly currency amount purchased or sold. Futures contracts and centrally-cleared swaps are reported as the average ending monthly notional value. Options are reported as the average ending monthly market value.

See Notes to Schedule of Investments and Other Information and Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Notes to Schedule of Investments and Other Information

Russell Midcap[®] Growth Index Russell Midcap[®] Growth Index reflects the performance of U.S. mid-cap equities with higher price-to-book ratios and higher forecasted growth values.

ADR American Depositary Receipt

LLC Limited Liability Company

LP Limited Partnership

PLC Public Limited Company

* Non-income producing security.

°° Rate shown is the 7-day yield as of December 31, 2021.

Loaned security; a portion of the security is on loan at December 31, 2021.

£ The Portfolio may invest in certain securities that are considered affiliated companies. As defined by the Investment Company Act of 1940, as amended, an affiliated company is one in which the Portfolio owns 5% or more of the outstanding voting securities, or a company which is under common ownership or control.

Δ Net of income paid to the securities lending agent and rebates paid to the borrowing counterparties.

The following is a summary of the inputs that were used to value the Portfolio's investments in securities and other financial instruments as of December 31, 2021. See Notes to Financial Statements for more information.

Valuation Inputs Summary

	Level 1 - Quoted Prices	Level 2 - Other Significant Observable Inputs	Level 3 - Significant Unobservable Inputs
Assets			
Investments In Securities:			
Common Stocks	\$ 1,707,141,420	\$ -	\$ -
Investment Companies	-	62,157,557	-
Investments Purchased with Cash Collateral from Securities Lending	-	448,000	-
Total Investments in Securities	\$ 1,707,141,420	\$ 62,605,557	\$ -
Other Financial Instruments^(a):			
Forward Foreign Currency Exchange Contracts	-	1,439,427	-
Total Assets	\$ 1,707,141,420	\$ 64,044,984	\$ -
Liabilities			
Other Financial Instruments^(a):			
Forward Foreign Currency Exchange Contracts	\$ -	\$ 117,381	\$ -

(a) Other financial instruments include forward foreign currency exchange, futures, written options, written swaptions, and swap contracts. Forward foreign currency exchange contracts are reported at their unrealized appreciation/(depreciation) at measurement date, which represents the change in the contract's value from trade date. Futures, certain written options on futures, and centrally cleared swap contracts are reported at their variation margin at measurement date, which represents the amount due to/from the Portfolio at that date. Written options, written swaptions, and other swap contracts are reported at their market value at measurement date.

Janus Henderson VIT Enterprise Portfolio

Statement of Assets and Liabilities

December 31, 2021

Assets:		
Unaffiliated investments, at value (cost \$916,299,075) ⁽¹⁾	\$	1,707,231,020
Affiliated investments, at value (cost \$62,515,957)		62,515,957
Cash		20
Forward foreign currency exchange contracts		1,439,427
Cash denominated in foreign currency (cost \$160)		160
Non-interested Trustees' deferred compensation		46,369
Receivables:		
Investments sold		8,266,884
Dividends		440,711
Portfolio shares sold		325,661
Dividends from affiliates		3,571
Other assets		17,032
Total Assets		1,780,286,812
Liabilities:		
Collateral for securities loaned (Note 3)		448,000
Forward foreign currency exchange contracts		117,381
Payables:		
Portfolio shares repurchased		1,116,158
Advisory fees		1,002,979
Investments purchased		720,922
12b-1 Distribution and shareholder servicing fees		228,861
Transfer agent fees and expenses		81,705
Non-interested Trustees' deferred compensation fees		46,369
Professional fees		41,851
Affiliated portfolio administration fees payable		3,918
Custodian fees		744
Non-interested Trustees' fees and expenses		743
Accrued expenses and other payables		102,861
Total Liabilities		3,912,492
Net Assets	\$	1,776,374,320
Net Assets Consist of:		
Capital (par value and paid-in surplus)	\$	727,467,968
Total distributable earnings (loss)		1,048,906,352
Total Net Assets	\$	1,776,374,320
Net Assets - Institutional Shares	\$	736,678,719
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		7,329,708
Net Asset Value Per Share	\$	100.51
Net Assets - Service Shares	\$	1,039,695,601
Shares Outstanding, \$0.001 Par Value (unlimited shares authorized)		11,241,104
Net Asset Value Per Share	\$	92.49

(1) Includes \$432,562 of securities on loan. See Note 3 in Notes to Financial Statements.

See Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Statement of Operations

For the year ended December 31, 2021

Investment Income:		
Dividends	\$	14,123,840
Non-cash dividends		2,364,269
Dividends from affiliates		43,105
Affiliated securities lending income, net		26,150
Unaffiliated securities lending income, net		733
Other income		185
Foreign tax withheld		(262,982)
Total Investment Income		16,295,300
Expenses:		
Advisory fees		11,179,646
12b-1 Distribution and shareholder servicing fees:		
Service Shares		2,464,340
Transfer agent administrative fees and expenses:		
Institutional Shares		380,542
Service Shares		492,868
Other transfer agent fees and expenses:		
Institutional Shares		26,964
Service Shares		15,401
Shareholder reports expense		97,033
Professional fees		51,100
Affiliated portfolio administration fees		48,887
Custodian fees		33,043
Non-interested Trustees' fees and expenses		27,789
Registration fees		23,324
Other expenses		120,582
Total Expenses		14,961,519
Net Investment Income/(Loss)		1,333,781
Net Realized Gain/(Loss) on Investments:		
Investments and foreign currency transactions		257,495,424
Investments in affiliates		3,439
Forward foreign currency exchange contracts		620,474
Total Net Realized Gain/(Loss) on Investments		258,119,337
Change in Unrealized Net Appreciation/Depreciation:		
Investments, foreign currency translations and non-interested Trustees' deferred compensation		8,992,811
Investments in affiliates		(3,439)
Forward foreign currency exchange contracts		1,519,436
Total Change in Unrealized Net Appreciation/Depreciation		10,508,808
Net Increase/(Decrease) in Net Assets Resulting from Operations	\$	269,961,926

See Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Statements of Changes in Net Assets

	<i>Year ended</i> <i>December 31, 2021</i>	<i>Year ended</i> <i>December 31, 2020</i>
Operations:		
Net investment income/(loss)	\$ 1,333,781	\$ 1,751,409
Net realized gain/(loss) on investments	258,119,337	152,530,739
Change in unrealized net appreciation/depreciation	10,508,808	116,773,165
Net Increase/(Decrease) in Net Assets Resulting from Operations	269,961,926	271,055,313
Dividends and Distributions to Shareholders:		
Institutional Shares	(68,341,267)	(51,851,530)
Service Shares	(91,137,615)	(59,611,141)
Net Decrease from Dividends and Distributions to Shareholders	(159,478,882)	(111,462,671)
Capital Share Transactions:		
Institutional Shares	(83,126,445)	(91,362,702)
Service Shares	58,655,138	9,681,015
Net Increase/(Decrease) from Capital Share Transactions	(24,471,307)	(81,681,687)
Net Increase/(Decrease) in Net Assets	86,011,737	77,910,955
Net Assets:		
Beginning of period	1,690,362,583	1,612,451,628
End of period	\$ 1,776,374,320	\$ 1,690,362,583

See Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Financial Highlights

Institutional Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$94.21	\$85.46	\$67.02	\$70.65	\$59.27
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	0.22	0.20	0.29	0.21	0.11
Net realized and unrealized gain/(loss)	14.99	14.53	23.06	(0.16)	15.67
Total from Investment Operations	15.21	14.73	23.35	0.05	15.78
Less Dividends and Distributions:					
Dividends (from net investment income)	(0.33)	(0.06)	(0.16)	(0.18)	(0.17)
Distributions (from capital gains)	(8.58)	(5.92)	(4.75)	(3.50)	(4.23)
Total Dividends and Distributions	(8.91)	(5.98)	(4.91)	(3.68)	(4.40)
Net Asset Value, End of Period	\$100.51	\$94.21	\$85.46	\$67.02	\$70.65
Total Return*	16.83%	19.47%	35.48%	(0.41)%	27.42%
Net Assets, End of Period (in thousands)	\$736,679	\$768,141	\$791,044	\$577,477	\$618,750
Average Net Assets for the Period (in thousands)	\$763,345	\$699,442	\$707,052	\$641,390	\$556,940
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	0.71%	0.72%	0.72%	0.72%	0.73%
Ratio of Net Expenses (After Waivers and Expense Offsets)	0.71%	0.72%	0.72%	0.72%	0.73%
Ratio of Net Investment Income/(Loss)	0.22%	0.25%	0.37%	0.29%	0.17%
Portfolio Turnover Rate	17%	16%	14%	14%	14%

Service Shares

For a share outstanding during the year ended December 31	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$87.46	\$79.93	\$63.00	\$66.67	\$56.22
Income/(Loss) from Investment Operations:					
Net investment income/(loss) ⁽¹⁾	(0.03)	— ⁽²⁾	0.09	0.03	(0.05)
Net realized and unrealized gain/(loss)	13.87	13.45	21.63	(0.12)	14.82
Total from Investment Operations	13.84	13.45	21.72	(0.09)	14.77
Less Dividends and Distributions:					
Dividends (from net investment income)	(0.23)	—	(0.04)	(0.08)	(0.09)
Distributions (from capital gains)	(8.58)	(5.92)	(4.75)	(3.50)	(4.23)
Total Dividends and Distributions	(8.81)	(5.92)	(4.79)	(3.58)	(4.32)
Net Asset Value, End of Period	\$92.49	\$87.46	\$79.93	\$63.00	\$66.67
Total Return*	16.54%	19.18%	35.14%	(0.65)%	27.09%
Net Assets, End of Period (in thousands)	\$1,039,696	\$922,221	\$821,408	\$588,973	\$555,550
Average Net Assets for the Period (in thousands)	\$987,585	\$773,949	\$734,274	\$612,433	\$489,237
Ratios to Average Net Assets**:					
Ratio of Gross Expenses	0.96%	0.97%	0.97%	0.97%	0.98%
Ratio of Net Expenses (After Waivers and Expense Offsets)	0.96%	0.97%	0.97%	0.97%	0.98%
Ratio of Net Investment Income/(Loss)	(0.03)%	0.00% ⁽³⁾	0.12%	0.04%	(0.08)%
Portfolio Turnover Rate	17%	16%	14%	14%	14%

* Total return includes adjustments in accordance with generally accepted accounting principles required at the year or period end and are not annualized for periods of less than one full year. Total return does not include fees, charges, or expenses imposed by the variable annuity and life insurance contracts for which Janus Aspen Series serves as an underlying investment vehicle.

** Annualized for periods of less than one full year.

(1) Per share amounts are calculated based on average shares outstanding during the year or period.

(2) Less than \$0.005 on a per share basis.

(3) Less than 0.005%.

See Notes to Financial Statements.

Janus Henderson VIT Enterprise Portfolio

Notes to Financial Statements

1. Organization and Significant Accounting Policies

Janus Henderson VIT Enterprise Portfolio (the "Portfolio") is a series of Janus Aspen Series (the "Trust"), which is organized as a Delaware statutory trust and is registered under the Investment Company Act of 1940, as amended (the "1940 Act"), as an open-end management investment company, and therefore has applied the specialized accounting and reporting guidance in Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 946. The Trust offers 10 portfolios, each of which offers multiple share classes, with differing investment objectives and policies. The Portfolio seeks long-term growth of capital. The Portfolio is classified as diversified, as defined in the 1940 Act. Janus Henderson Investors US LLC (formerly Janus Capital Management LLC) is the investment adviser (the "Adviser") to the Portfolio.

The Portfolio currently offers two classes of shares: Institutional Shares and Service Shares. Each class represents an interest in the same portfolio of investments. Institutional Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans. Service Shares are offered only in connection with investment in and payments under variable insurance contracts as well as certain qualified retirement plans that require a fee from Portfolio assets to procure distribution and administrative services to contract owners and plan participants.

Shareholders, including participating insurance companies, as well as accounts, may from time to time own (beneficially or of record) a significant percentage of the Portfolio's Shares and can be considered to "control" the Portfolio when that ownership exceeds 25% of the Portfolio's assets (and which may differ from control as determined in accordance with United States of America generally accepted accounting principles ("US GAAP")).

The following accounting policies have been followed by the Portfolio and are in conformity with US GAAP.

Investment Valuation

Securities held by the Portfolio are valued in accordance with policies and procedures established by and under the supervision of the Trustees (the "Valuation Procedures"). Equity securities traded on a domestic securities exchange are generally valued at the closing prices on the primary market or exchange on which they trade. If such price is lacking for the trading period immediately preceding the time of determination, such securities are valued at their current bid price. Equity securities that are traded on a foreign exchange are generally valued at the closing prices on such markets. In the event that there is no current trading volume on a particular security in such foreign exchange, the bid price from the primary exchange is generally used to value the security. Securities that are traded on the over-the-counter ("OTC") markets are generally valued at their closing or latest bid prices as available. Foreign securities and currencies are converted to U.S. dollars using the applicable exchange rate in effect at the close of the New York Stock Exchange ("NYSE"). The Portfolio will determine the market value of individual securities held by it by using prices provided by one or more approved professional pricing services or, as needed, by obtaining market quotations from independent broker-dealers. Most debt securities are valued in accordance with the evaluated bid price supplied by the pricing service that is intended to reflect market value. The evaluated bid price supplied by the pricing service is an evaluation that may consider factors such as security prices, yields, maturities and ratings. Certain short-term securities maturing within 60 days or less may be evaluated and valued on an amortized cost basis provided that the amortized cost determined approximates market value. Securities for which market quotations or evaluated prices are not readily available or deemed unreliable are valued at fair value determined in good faith under the Valuation Procedures. Circumstances in which fair value pricing may be utilized include, but are not limited to: (i) a significant event that may affect the securities of a single issuer, such as a merger, bankruptcy, or significant issuer-specific development; (ii) an event that may affect an entire market, such as a natural disaster or significant governmental action; (iii) a nonsignificant event such as a market closing early or not opening, or a security trading halt; and (iv) pricing of a nonvalued security and a restricted or nonpublic security. Special valuation considerations may apply with respect to "odd-lot" fixed-income transactions which, due to their small size, may receive evaluated prices by pricing services which reflect a large block trade and not what actually could be obtained for the odd-lot position. The Portfolio uses systematic fair valuation models provided by independent third parties to value international equity securities in order to adjust for stale pricing, which may occur between the close of certain foreign exchanges and the close of the NYSE.

Valuation Inputs Summary

FASB ASC 820, Fair Value Measurements and Disclosures ("ASC 820"), defines fair value, establishes a framework for measuring fair value, and expands disclosure requirements regarding fair value measurements. This standard emphasizes that fair value is a market-based measurement that should be determined based on the assumptions that

Janus Henderson VIT Enterprise Portfolio

Notes to Financial Statements

market participants would use in pricing an asset or liability and establishes a hierarchy that prioritizes inputs to valuation techniques used to measure fair value. These inputs are summarized into three broad levels:

Level 1 – Unadjusted quoted prices in active markets the Portfolio has the ability to access for identical assets or liabilities.

Level 2 – Observable inputs other than unadjusted quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly. These inputs may include quoted prices for the identical instrument on an inactive market, prices for similar instruments, interest rates, prepayment speeds, credit risk, yield curves, default rates and similar data.

Assets or liabilities categorized as Level 2 in the hierarchy generally include: debt securities fair valued in accordance with the evaluated bid or ask prices supplied by a pricing service; securities traded on OTC markets and listed securities for which no sales are reported that are fair valued at the latest bid price (or yield equivalent thereof) obtained from one or more dealers transacting in a market for such securities or by a pricing service approved by the Portfolio's Trustees; certain short-term debt securities with maturities of 60 days or less that are fair valued at amortized cost; and equity securities of foreign issuers whose fair value is determined by using systematic fair valuation models provided by independent third parties in order to adjust for stale pricing which may occur between the close of certain foreign exchanges and the close of the NYSE. Other securities that may be categorized as Level 2 in the hierarchy include, but are not limited to, preferred stocks, bank loans, swaps, investments in unregistered investment companies, options, and forward contracts.

Level 3 – Unobservable inputs for the asset or liability to the extent that relevant observable inputs are not available, representing the Portfolio's own assumptions about the assumptions that a market participant would use in valuing the asset or liability, and that would be based on the best information available.

There have been no significant changes in valuation techniques used in valuing any such positions held by the Portfolio since the beginning of the fiscal year.

The inputs or methodology used for fair valuing securities are not necessarily an indication of the risk associated with investing in those securities. The summary of inputs used as of December 31, 2021 to fair value the Portfolio's investments in securities and other financial instruments is included in the "Valuation Inputs Summary" in the Notes to Schedule of Investments and Other Information.

Investment Transactions and Investment Income

Investment transactions are accounted for as of the date purchased or sold (trade date). Dividend income is recorded on the ex-dividend date. Certain dividends from foreign securities will be recorded as soon as the Portfolio is informed of the dividend, if such information is obtained subsequent to the ex-dividend date. Dividends from foreign securities may be subject to withholding taxes in foreign jurisdictions. Non-cash dividends, if any, are recorded on the ex-dividend date at fair value. Interest income is recorded daily on the accrual basis and includes amortization of premiums and accretion of discounts. The Portfolio classifies gains and losses on prepayments received as an adjustment to interest income. Debt securities may be placed in non-accrual status and related interest income may be reduced by stopping current accruals and writing off interest receivables when collection of all or a portion of interest has become doubtful. Gains and losses are determined on the identified cost basis, which is the same basis used for federal income tax purposes. Income, as well as gains and losses, both realized and unrealized, are allocated daily to each class of shares based upon the ratio of net assets represented by each class as a percentage of total net assets.

Expenses

The Portfolio bears expenses incurred specifically on its behalf. Each class of shares bears a portion of general expenses, which are allocated daily to each class of shares based upon the ratio of net assets represented by each class as a percentage of total net assets. Expenses directly attributable to a specific class of shares are charged against the operations of such class.

Estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

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Indemnifications

In the normal course of business, the Portfolio may enter into contracts that contain provisions for indemnification of other parties against certain potential liabilities. The Portfolio's maximum exposure under these arrangements is unknown, and would involve future claims that may be made against the Portfolio that have not yet occurred. Currently, the risk of material loss from such claims is considered remote.

Foreign Currency Translations

The Portfolio does not isolate that portion of the results of operations resulting from the effect of changes in foreign exchange rates on investments from the fluctuations arising from changes in market prices of securities held at the date of the financial statements. Net unrealized appreciation or depreciation of investments and foreign currency translations arise from changes in the value of assets and liabilities, including investments in securities held at the date of the financial statements, resulting from changes in the exchange rates and changes in market prices of securities held.

Currency gains and losses are also calculated on payables and receivables that are denominated in foreign currencies. The payables and receivables are generally related to foreign security transactions and income translations.

Foreign currency-denominated assets and forward currency contracts may involve more risks than domestic transactions, including currency risk, counterparty risk, political and economic risk, regulatory risk and equity risk. Risks may arise from unanticipated movements in the value of foreign currencies relative to the U.S. dollar.

Dividends and Distributions

The Portfolio may make semiannual distributions of substantially all of its investment income and an annual distribution of its net realized capital gains (if any).

The Portfolio may make certain investments in real estate investment trusts ("REITs") which pay dividends to their shareholders based upon funds available from operations. It is quite common for these dividends to exceed the REITs' taxable earnings and profits, resulting in the excess portion of such dividends being designated as a return of capital. If the Portfolio distributes such amounts, such distributions could constitute a return of capital to shareholders for federal income tax purposes.

Federal Income Taxes

The Portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income in accordance with the requirements of Subchapter M of the Internal Revenue Code. Management has analyzed the Portfolio's tax positions taken for all open federal income tax years, generally a three-year period, and has concluded that no provision for federal income tax is required in the Portfolio's financial statements. The Portfolio is not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months.

2. Derivative Instruments

The Portfolio may invest in various types of derivatives, which may at times result in significant derivative exposure. A derivative is a financial instrument whose performance is derived from the performance of another asset. The Portfolio may invest in derivative instruments including, but not limited to: futures contracts, put options, call options, options on futures contracts, options on foreign currencies, options on recovery locks, options on security and commodity indices, swaps, forward contracts, structured investments, and other equity-linked derivatives. Each derivative instrument that was held by the Portfolio during the year ended December 31, 2021 is discussed in further detail below. A summary of derivative activity by the Portfolio is reflected in the tables at the end of the Schedule of Investments.

The Portfolio may use derivative instruments for hedging purposes (to offset risks associated with an investment, currency exposure, or market conditions), to adjust currency exposure relative to a benchmark index, or for speculative purposes (to earn income and seek to enhance returns). When the Portfolio invests in a derivative for speculative purposes, the Portfolio will be fully exposed to the risks of loss of that derivative, which may sometimes be greater than the derivative's cost. The Portfolio may not use any derivative to gain exposure to an asset or class of assets that it would be prohibited by its investment restrictions from purchasing directly. The Portfolio's ability to use derivative instruments may also be limited by tax considerations.

Investments in derivatives in general are subject to market risks that may cause their prices to fluctuate over time. Investments in derivatives may not directly correlate with the price movements of the underlying instrument. As a result,

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the use of derivatives may expose the Portfolio to additional risks that it would not be subject to if it invested directly in the securities underlying those derivatives. The use of derivatives may result in larger losses or smaller gains than otherwise would be the case. Derivatives can be volatile and may involve significant risks.

In pursuit of its investment objective, the Portfolio may seek to use derivatives to increase or decrease exposure to the following market risk factors:

- **Commodity Risk** – the risk related to the change in value of commodities or commodity-linked investments due to changes in the overall market movements, volatility of the underlying benchmark, changes in interest rates, or other factors affecting a particular industry or commodity such as drought, floods, weather, livestock disease, embargoes, tariffs, and international economic, political, and regulatory developments.
- **Counterparty Risk** – the risk that the counterparty (the party on the other side of the transaction) on a derivative transaction will be unable to honor its financial obligation to the Portfolio.
- **Credit Risk** – the risk an issuer will be unable to make principal and interest payments when due, or will default on its obligations.
- **Currency Risk** – the risk that changes in the exchange rate between currencies will adversely affect the value (in U.S. dollar terms) of an investment.
- **Equity Risk** – the risk related to the change in value of equity securities as they relate to increases or decreases in the general market.
- **Index Risk** – if the derivative is linked to the performance of an index, it will be subject to the risks associated with changes in that index. If the index changes, the Portfolio could receive lower interest payments or experience a reduction in the value of the derivative to below what the Portfolio paid. Certain indexed securities, including inverse securities (which move in an opposite direction to the index), may create leverage, to the extent that they increase or decrease in value at a rate that is a multiple of the changes in the applicable index.
- **Interest Rate Risk** – the risk that the value of fixed-income securities will generally decline as prevailing interest rates rise, which may cause the Portfolio's NAV to likewise decrease.
- **Leverage Risk** – the risk associated with certain types of leveraged investments or trading strategies pursuant to which relatively small market movements may result in large changes in the value of an investment. The Portfolio creates leverage by investing in instruments, including derivatives, where the investment loss can exceed the original amount invested. Certain investments or trading strategies, such as short sales, that involve leverage can result in losses that greatly exceed the amount originally invested.
- **Liquidity Risk** – the risk that certain securities may be difficult or impossible to sell at the time that the seller would like or at the price that the seller believes the security is currently worth.

Derivatives may generally be traded OTC or on an exchange. Derivatives traded OTC are agreements that are individually negotiated between parties and can be tailored to meet a purchaser's needs. OTC derivatives are not guaranteed by a clearing agency and may be subject to increased credit risk.

In an effort to mitigate credit risk associated with derivatives traded OTC, the Portfolio may enter into collateral agreements with certain counterparties whereby, subject to certain minimum exposure requirements, the Portfolio may require the counterparty to post collateral if the Portfolio has a net aggregate unrealized gain on all OTC derivative contracts with a particular counterparty. Additionally, the Portfolio may deposit cash and/or treasuries as collateral with the counterparty and/or custodian daily (based on the daily valuation of the financial asset) if the Portfolio has a net aggregate unrealized loss on OTC derivative contracts with a particular counterparty. All liquid securities and restricted cash are considered to cover in an amount at all times equal to or greater than the Portfolio's commitment with respect to certain exchange-traded derivatives, centrally cleared derivatives, forward foreign currency exchange contracts, short sales, and/or securities with extended settlement dates. There is no guarantee that counterparty exposure is reduced and these arrangements are dependent on the Adviser's ability to establish and maintain appropriate systems and trading.

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Notes to Financial Statements

Forward Foreign Currency Exchange Contracts

A forward foreign currency exchange contract ("forward currency contract") is an obligation to buy or sell a specified currency at a future date at a negotiated rate (which may be U.S. dollars or a foreign currency). The Portfolio may enter into forward currency contracts for hedging purposes, including, but not limited to, reducing exposure to changes in foreign currency exchange rates on foreign portfolio holdings and locking in the U.S. dollar cost of firm purchase and sale commitments for securities denominated in or exposed to foreign currencies. The Portfolio may also invest in forward currency contracts for non-hedging purposes such as seeking to enhance returns. The Portfolio is subject to currency risk and counterparty risk in the normal course of pursuing its investment objective through its investments in forward currency contracts.

Forward currency contracts are valued by converting the foreign value to U.S. dollars by using the current spot U.S. dollar exchange rate and/or forward rate for that currency. Exchange and forward rates as of the close of the NYSE are used to value the forward currency contracts. The unrealized appreciation/(depreciation) for forward currency contracts is reported in the Statement of Assets and Liabilities as a receivable or payable and in the Statement of Operations for the change in unrealized net appreciation/depreciation (if applicable). The realized gain or loss arising from the difference between the U.S. dollar cost of the original contract and the value of the foreign currency in U.S. dollars upon closing a forward currency contract is reported on the Statement of Operations (if applicable).

During the year, the Portfolio entered into forward currency contracts with the obligation to purchase foreign currencies in the future at an agreed upon rate in order to decrease exposure to currency risk associated with foreign currency denominated securities held by the Portfolio.

During the year, the Portfolio entered into forward currency contracts with the obligation to sell foreign currencies in the future at an agreed upon rate in order to decrease exposure to currency risk associated with foreign currency denominated securities held by the Portfolio.

3. Other Investments and Strategies

Additional Investment Risk

In response to the COVID-19 pandemic, the U.S. government and the Federal Reserve, as well as certain foreign governments and central banks, have taken extraordinary actions to support local and global economies and the financial markets, including reducing interest rates to record-low levels. Extremely low or negative interest rates may become more prevalent or may not work as intended. As there is little precedent for this situation, the impact on various markets that interest rate or other significant policy changes may have is unknown. The withdrawal of this support, a failure of measures put in place in response to such economic uncertainty, or investor perception that such efforts were not sufficient could each negatively affect financial markets generally, and the value and liquidity of specific securities. In addition, policy and legislative changes in the United States and in other countries continue to impact many aspects of financial regulation.

Widespread disease, including pandemics and epidemics, and natural or environmental disasters, including those which may be attributable to global climate change, such as earthquakes, fires, floods, hurricanes, tsunamis and weather-related phenomena generally, have been and can be highly disruptive to economies and markets, adversely impacting individual companies, sectors, industries, markets, currencies, interest and inflation rates, credit ratings, investor sentiment, and other factors affecting the value of a Portfolio's investments. Economies and financial markets throughout the world have become increasingly interconnected, which increases the likelihood that events or conditions in one region or country will adversely affect markets or issuers in other regions or countries, including the United States. These disruptions could prevent a Portfolio from executing advantageous investment decisions in a timely manner and negatively impact a Portfolio's ability to achieve its investment objective(s). Any such event(s) could have a significant adverse impact on the value of a Portfolio. In addition, these disruptions could also impair the information technology and other operational systems upon which the Portfolio's service providers, including the Adviser or the subadviser (as applicable), rely, and could otherwise disrupt the ability of employees of the Portfolio's service providers to perform essential tasks on behalf of the Portfolio. Adverse weather conditions may also have a particularly significant negative effect on issuers in the agricultural sector and on insurance and reinsurance companies that insure or reinsure against the impact of natural disasters.

A number of countries in the European Union (the "EU") have experienced, and may continue to experience, severe economic and financial difficulties. In particular, many EU nations are susceptible to economic risks associated with high levels of debt. Many non-governmental issuers, and even certain governments, have defaulted on, or been forced to

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restructure, their debts. Many other issuers have faced difficulties obtaining credit or refinancing existing obligations. Financial institutions have in many cases required government or central bank support, have needed to raise capital, and/or have been impaired in their ability to extend credit. As a result, financial markets in the EU have experienced extreme volatility and declines in asset values and liquidity. These difficulties may continue, worsen, or spread further within the EU. Responses to these financial problems by European governments, central banks, and others, including austerity measures and reforms, may not work, may result in social unrest, and may limit future growth and economic recovery or have other unintended consequences. Among other things, these developments have adversely affected the value and exchange rate of the euro and pound sterling, and may continue to significantly affect the economies of all EU countries, which in turn may have a material adverse effect on the Portfolio's investments in such countries, other countries that depend on EU countries for significant amounts of trade or investment, or issuers with exposure to debt issued by certain EU countries.

Counterparties

Portfolio transactions involving a counterparty are subject to the risk that the counterparty or a third party will not fulfill its obligation to the Portfolio ("counterparty risk"). Counterparty risk may arise because of the counterparty's financial condition (i.e., financial difficulties, bankruptcy, or insolvency), market activities and developments, or other reasons, whether foreseen or not. A counterparty's inability to fulfill its obligation may result in significant financial loss to the Portfolio. The Portfolio may be unable to recover its investment from the counterparty or may obtain a limited recovery, and/or recovery may be delayed. The extent of the Portfolio's exposure to counterparty risk with respect to financial assets and liabilities approximates its carrying value. See the "Offsetting Assets and Liabilities" section of this Note for further details.

The Portfolio may be exposed to counterparty risk through participation in various programs, including, but not limited to, lending its securities to third parties, cash sweep arrangements whereby the Portfolio's cash balance is invested in one or more types of cash management vehicles, as well as investments in, but not limited to, repurchase agreements, debt securities, and derivatives, including various types of swaps, futures and options. The Portfolio intends to enter into financial transactions with counterparties that the Adviser believes to be creditworthy at the time of the transaction. There is always the risk that the Adviser's analysis of a counterparty's creditworthiness is incorrect or may change due to market conditions. To the extent that the Portfolio focuses its transactions with a limited number of counterparties, it will have greater exposure to the risks associated with one or more counterparties.

Offsetting Assets and Liabilities

The Portfolio presents gross and net information about transactions that are either offset in the financial statements or subject to an enforceable master netting arrangement or similar agreement with a designated counterparty, regardless of whether the transactions are actually offset in the Statement of Assets and Liabilities.

In order to better define its contractual rights and to secure rights that will help the Portfolio mitigate its counterparty risk, the Portfolio has entered into an International Swaps and Derivatives Association, Inc. Master Agreement ("ISDA Master Agreement") or similar agreement with its derivative contract counterparties. An ISDA Master Agreement is a bilateral agreement between the Portfolio and a counterparty that governs OTC derivatives and forward foreign currency exchange contracts and typically contains, among other things, collateral posting terms and netting provisions in the event of a default and/or termination event. Under an ISDA Master Agreement, in the event of a default and/or termination event, the Portfolio may offset with each counterparty certain derivative financial instruments' payables and/or receivables with collateral held and/or posted and create one single net payment.

The following tables present gross amounts of recognized assets and/or liabilities and the net amounts after deducting collateral that has been pledged by counterparties or has been pledged to counterparties (if applicable). For corresponding information grouped by type of instrument, see the "Fair Value of Derivative Instruments (not accounted for as hedging instruments) as of December 31, 2021" table located in the Portfolio's Schedule of Investments.

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Offsetting of Financial Assets and Derivative Assets

<i>Counterparty</i>		<i>Gross Amounts of Recognized Assets</i>		<i>Offsetting Asset or Liability^(a)</i>		<i>Collateral Pledged^(b)</i>		<i>Net Amount</i>
Barclays Capital, Inc.	\$	243,105	\$	—	\$	—	\$	243,105
Citibank, National Association		268,263		(10,448)		—		257,815
Credit Suisse International		243,141		(46,504)		—		196,637
HSBC Securities (USA), Inc.		459,965		(27,461)		—		432,504
JPMorgan Chase Bank, National Association		638,664		(32,968)		(432,562)		173,134
State Street Bank and Trust Company		18,851		—		—		18,851
Total	\$	1,871,989	\$	(117,381)	\$	(432,562)	\$	1,322,046

Offsetting of Financial Liabilities and Derivative Liabilities

<i>Counterparty</i>		<i>Gross Amounts of Recognized Liabilities</i>		<i>Offsetting Asset or Liability^(a)</i>		<i>Collateral Pledged^(b)</i>		<i>Net Amount</i>
Citibank, National Association	\$	10,448	\$	(10,448)	\$	—	\$	—
Credit Suisse International		46,504		(46,504)		—		—
HSBC Securities (USA), Inc.		27,461		(27,461)		—		—
JPMorgan Chase Bank, National Association		32,968		(32,968)		—		—
Total	\$	117,381	\$	(117,381)	\$	—	\$	—

(a) Represents the amount of assets or liabilities that could be offset with the same counterparty under master netting or similar agreements that management elects not to offset on the Statement of Assets and Liabilities.

(b) Collateral pledged is limited to the net outstanding amount due to/from an individual counterparty. The actual collateral amounts pledged may exceed these amounts and may fluctuate in value.

JPMorgan Chase Bank, National Association acts as securities lending agent and a limited purpose custodian or subcustodian to receive and disburse cash balances and cash collateral, hold short-term investments, hold collateral, and perform other custodial functions in accordance with the Non-Custodial Securities Lending Agreement. For financial reporting purposes, the Portfolio does not offset financial instruments' payables and receivables and related collateral on the Statement of Assets and Liabilities. Securities on loan will be continuously secured by collateral which may consist of cash, U.S. Government securities, domestic and foreign short-term debt instruments, letters of credit, time deposits, repurchase agreements, money market mutual funds or other money market accounts, or such other collateral as permitted by the Securities and Exchange Commission (the "SEC"). See "Securities Lending" in the "Notes to Financial Statements" for additional information.

The Portfolio generally does not exchange collateral on its forward foreign currency contracts with its counterparties; however, all liquid securities and restricted cash are considered to cover in an amount at all times equal to or greater than the Portfolio's commitment with respect to these contracts. Certain securities may be segregated at the Portfolio's custodian. These segregated securities are denoted on the accompanying Schedule of Investments and are evaluated daily to ensure their cover and/or market value equals or exceeds the Portfolio's corresponding forward foreign currency exchange contract's obligation value.

Janus Henderson VIT Enterprise Portfolio

Notes to Financial Statements

Real Estate Investing

The Portfolio may invest in equity and debt securities of real estate-related companies. Such companies may include those in the real estate industry or real estate-related industries. These securities may include common stocks, corporate bonds, preferred stocks, and other equity securities, including, but not limited to, mortgage-backed securities, real estate-backed securities, securities of REITs and similar REIT-like entities. A REIT is a trust that invests in real estate-related projects, such as properties, mortgage loans, and construction loans. REITs are generally categorized as equity, mortgage, or hybrid REITs. A REIT may be listed on an exchange or traded OTC.

Securities Lending

Under procedures adopted by the Trustees, the Portfolio may seek to earn additional income by lending securities to certain qualified broker-dealers and institutions. JPMorgan Chase Bank, National Association acts as securities lending agent and a limited purpose custodian or subcustodian to receive and disburse cash balances and cash collateral, hold short-term investments, hold collateral, and perform other custodial functions in accordance with the Non-Custodial Securities Lending Agreement. The Portfolio may lend portfolio securities in an amount equal to up to 1/3 of its total assets as determined at the time of the loan origination. There is the risk of delay in recovering a loaned security or the risk of loss in collateral rights if the borrower fails financially. In addition, the Adviser makes efforts to balance the benefits and risks from granting such loans. All loans will be continuously secured by collateral which may consist of cash, U.S. Government securities, domestic and foreign short-term debt instruments, letters of credit, time deposits, repurchase agreements, money market mutual funds or other money market accounts, or such other collateral as permitted by the SEC. If the Portfolio is unable to recover a security on loan, the Portfolio may use the collateral to purchase replacement securities in the market. There is a risk that the value of the collateral could decrease below the cost of the replacement security by the time the replacement investment is made, resulting in a loss to the Portfolio. In certain circumstances individual loan transactions could yield negative returns.

Upon receipt of cash collateral, the Adviser may invest it in affiliated or non-affiliated cash management vehicles, whether registered or unregistered entities, as permitted by the 1940 Act and rules promulgated thereunder. The Adviser currently intends to primarily invest the cash collateral in a cash management vehicle for which the Adviser serves as investment adviser, Janus Henderson Cash Collateral Fund LLC, or in time deposits. An investment in Janus Henderson Cash Collateral Fund LLC is generally subject to the same risks that shareholders experience when investing in similarly structured vehicles, such as the potential for significant fluctuations in assets as a result of the purchase and redemption activity of the securities lending program, a decline in the value of the collateral, and possible liquidity issues. Such risks may delay the return of the cash collateral and cause the Portfolio to violate its agreement to return the cash collateral to a borrower in a timely manner. As adviser to the Portfolio and Janus Henderson Cash Collateral Fund LLC, the Adviser has an inherent conflict of interest as a result of its fiduciary duties to both the Portfolio and Janus Henderson Cash Collateral Fund LLC. Additionally, the Adviser receives an investment advisory fee of 0.05% for managing Janus Henderson Cash Collateral Fund LLC, but it may not receive a fee for managing certain other affiliated cash management vehicles in which the Portfolio may invest, and therefore may have an incentive to allocate preferred investment opportunities to investment vehicles for which it is receiving a fee.

The value of the collateral must be at least 102% of the market value of the loaned securities that are denominated in U.S. dollars and 105% of the market value of the loaned securities that are not denominated in U.S. dollars. Loaned securities and related collateral are marked-to-market each business day based upon the market value of the loaned securities at the close of business, employing the most recent available pricing information. Collateral levels are then adjusted based on this mark-to-market evaluation. Additional required collateral, or excess collateral returned, is delivered on the next business day. Therefore, the value of the collateral held may be temporarily less than 102% or 105% value of the securities on loan. The cash collateral invested by the Adviser is disclosed in the Schedule of Investments (if applicable).

Income earned from the investment of the cash collateral, net of rebates paid to, or fees paid by, borrowers and less the fees paid to the lending agent are included as "Affiliated securities lending income, net" on the Statement of Operations. As of December 31, 2021, securities lending transactions accounted for as secured borrowings with an overnight and continuous contractual maturity are \$432,562. Gross amounts of recognized liabilities for securities lending (collateral received) as of December 31, 2021 is \$448,000, resulting in the net amount due to the counterparty of \$15,438.

4. Investment Advisory Agreements and Other Transactions with Affiliates

The Portfolio pays the Adviser an investment advisory fee which is calculated daily and paid monthly. The Portfolio's contractual investment advisory fee rate (expressed as an annual rate) is 0.64% of its average daily net assets.

Janus Henderson VIT Enterprise Portfolio

Notes to Financial Statements

Janus Henderson Services US LLC (formerly Janus Services LLC) (the "Transfer Agent"), a wholly-owned subsidiary of the Adviser, is the Portfolio's transfer agent. The Transfer Agent receives an administrative services fee at an annual rate of 0.05% of the average daily net assets of the Portfolio for arranging for the provision by participating insurance companies and qualified plan service providers of administrative services, including recordkeeping, subaccounting, order processing, or other shareholder services provided on behalf of contract holders or plan participants investing in the Portfolio. Other shareholder services may include the provision of order confirmations, periodic account statements, forwarding prospectuses, shareholder reports, and other materials to existing investors, and answering inquiries regarding accounts. The Transfer Agent expects to use this entire fee to compensate insurance companies and qualified plan service providers for providing these services to their customers who invest in the Portfolio. Any unused portion will be reimbursed to the applicable share class at least annually.

In addition, the Transfer Agent provides or arranges for the provision of certain other internal administrative, recordkeeping, and shareholder relations services for the Portfolio. The Transfer Agent is not compensated for these internal services related to the shares, except for out-of-pocket costs. These amounts are disclosed as "Other transfer agent fees and expenses" on the Statement of Operations.

Under a distribution and shareholder servicing plan (the "Plan") adopted in accordance with Rule 12b-1 under the 1940 Act, the Service Shares may pay the Trust's distributor, Janus Henderson Distributors US LLC (formerly Janus Distributors LLC) (the "Distributor"), a wholly-owned subsidiary of the Adviser, a fee for the sale and distribution and/or shareholder servicing of the Service Shares at an annual rate of up to 0.25% of the average daily net assets of the Service Shares. Under the terms of the Plan, the Trust is authorized to make payments to the Distributor for remittance to insurance companies and qualified plan service providers as compensation for distribution and/or shareholder services performed by such entities. These amounts are disclosed as "12b-1 Distribution and shareholder servicing fees" on the Statement of Operations. Payments under the Plan are not tied exclusively to actual 12b-1 distribution and servicing fees, and the payments may exceed 12b-1 distribution and servicing fees actually incurred. If any of the Portfolio's actual 12b-1 distribution and servicing fees incurred during a calendar year are less than the payments made during a calendar year, the Portfolio will be refunded the difference. Refunds, if any, are included in "12b-1 Distribution and shareholder servicing fees" in the Statement of Operations.

The Adviser serves as administrator to the Portfolio pursuant to an administration agreement between the Adviser and the Trust. Under the administration agreement, the Adviser is obligated to provide or arrange for the provision of certain administration, compliance, and accounting services to the Portfolio, including providing office space for the Portfolio, and is reimbursed by the Portfolio for certain of its costs in providing these services (to the extent the Adviser seeks reimbursement and such costs are not otherwise waived). In addition, employees of the Adviser and/or its affiliates may serve as officers of the Trust. The Portfolio pays for some or all of the salaries, fees, and expenses of the Adviser employees and Portfolio officers, with respect to certain specified administration functions they perform on behalf of the Portfolio. The Portfolio pays these costs based on out-of-pocket expenses incurred by the Adviser, and these costs are separate and apart from advisory fees and other expenses paid in connection with the investment advisory services the Adviser (or any subadvisor, as applicable) provides to the Portfolio. These amounts are disclosed as "Affiliated portfolio administration fees" on the Statement of Operations. In addition, some expenses related to compensation payable to the Portfolio's Chief Compliance Officer and certain compliance staff, all of whom are employees of the Adviser and/or its affiliates, are shared with the Portfolio. Total compensation of \$32,683 was paid to the Chief Compliance Officer and certain compliance staff by the Trust during the year ended December 31, 2021. The Portfolio's portion is reported as part of "Other expenses" on the Statement of Operations.

The Board of Trustees has adopted a deferred compensation plan (the "Deferred Plan") for independent Trustees to elect to defer receipt of all or a portion of the annual compensation they are entitled to receive from the Portfolio. All deferred fees are credited to an account established in the name of the Trustees. The amounts credited to the account then increase or decrease, as the case may be, in accordance with the performance of one or more of the Janus Henderson funds that are selected by the Trustees. The account balance continues to fluctuate in accordance with the performance of the selected fund or funds until final payment of all amounts are credited to the account. The fluctuation of the account balance is recorded by the Portfolio as unrealized appreciation/(depreciation) and is included as of December 31, 2021 on the Statement of Assets and Liabilities in the asset, "Non-interested Trustees' deferred compensation," and liability, "Non-interested Trustees' deferred compensation fees." Additionally, the recorded unrealized appreciation/(depreciation) is included in "Total distributable earnings (loss)" on the Statement of Assets and Liabilities. Deferred compensation expenses for the year ended December 31, 2021 are included in "Non-interested

Janus Henderson VIT Enterprise Portfolio

Notes to Financial Statements

Trustees' fees and expenses" on the Statement of Operations. Trustees are allowed to change their designation of mutual funds from time to time. Amounts will be deferred until distributed in accordance with the Deferred Plan. Deferred fees of \$512,700 were paid by the Trust to the Trustees under the Deferred Plan during the year ended December 31, 2021.

Pursuant to the provisions of the 1940 Act and related rules, the Portfolio may participate in an affiliated or non-affiliated cash sweep program. In the cash sweep program, uninvested cash balances of the Portfolio may be used to purchase shares of affiliated or non-affiliated money market funds or cash management pooled investment vehicles that operate as money market funds. The Portfolio is eligible to participate in the cash sweep program (the "Investing Funds"). As adviser, the Adviser has an inherent conflict of interest because of its fiduciary duties to the affiliated money market funds or cash management pooled investment vehicles and the Investing Funds. Janus Henderson Cash Liquidity Fund LLC (the "Sweep Vehicle") is an affiliated unregistered cash management pooled investment vehicle that invests primarily in highly-rated short-term fixed-income securities. The Sweep Vehicle operates pursuant to the provisions of the 1940 Act that govern the operation of money market funds and prices its shares at NAV reflecting market-based values of its portfolio securities (i.e., a "floating" NAV) rounded to the fourth decimal place (e.g., \$1.0000). The Sweep Vehicle is permitted to impose a liquidity fee (of up to 2%) on redemptions from the Sweep Vehicle or a redemption gate that temporarily suspends redemptions from the Sweep Vehicle for up to 10 business days during a 90 day period. There are no restrictions on the Portfolio's ability to withdraw investments from the Sweep Vehicle at will, and there are no unfunded capital commitments due from the Portfolio to the Sweep Vehicle. The Sweep Vehicle does not charge any management fee, sales charge or service fee.

Any purchases and sales, realized gains/losses and recorded dividends from affiliated investments during the year ended December 31, 2021 can be found in the "Schedules of Affiliated Investments" located in the Schedule of Investments.

The Portfolio is permitted to purchase or sell securities ("cross-trade") between itself and other funds or accounts managed by the Adviser in accordance with Rule 17a-7 under the Investment Company Act of 1940 ("Rule 17a-7"), when the transaction is consistent with the investment objectives and policies of the Portfolio and in accordance with the Internal Cross Trade Procedures adopted by the Trust's Board of Trustees. These procedures have been designed to ensure that any cross-trade of securities by the Portfolio from or to another fund or account that is or could be considered an affiliate of the Portfolio under certain limited circumstances by virtue of having a common investment adviser, common Officer, or common Trustee complies with Rule 17a-7. Under these procedures, each cross-trade is effected at the current market price to save costs where allowed. During the year ended December 31, 2021, the Portfolio engaged in cross trades amounting to \$1,076,725 in sales, resulting in a net realized gain of \$123,871. The net realized gain is included within the "Net Realized Gain/(Loss) on Investments" section of the Portfolio's Statement of Operations.

5. Federal Income Tax

The tax components of capital shown in the table below represent: (1) distribution requirements the Portfolio must satisfy under the income tax regulations; (2) losses or deductions the Portfolio may be able to offset against income and gains realized in future years; and (3) unrealized appreciation or depreciation of investments for federal income tax purposes.

Other book to tax differences primarily consist of deferred compensation, derivatives, and foreign currency contract adjustments. The Portfolio has elected to treat gains and losses on forward foreign currency contracts as capital gains and losses, if applicable. Other foreign currency gains and losses on debt instruments are treated as ordinary income for federal income tax purposes pursuant to Section 988 of the Internal Revenue Code.

Undistributed Ordinary Income	Undistributed Long-Term Gains	Accumulated Capital Losses	Loss Deferrals		Other Book to Tax Differences	Net Tax Appreciation/ (Depreciation)
			Late-Year Ordinary Loss	Post-October Capital Loss		
\$ 4,596,915	\$ 247,873,701	\$ -	\$ -	\$ -	\$ (44,084)	\$796,479,820

The aggregate cost of investments and the composition of unrealized appreciation and depreciation of investment securities for federal income tax purposes as of December 31, 2021 are noted below. The primary differences

Janus Henderson VIT Enterprise Portfolio

Notes to Financial Statements

between book and tax appreciation or depreciation of investments are wash sale loss deferrals and investments in partnerships.

<i>Federal Tax Cost</i>	<i>Unrealized Appreciation</i>	<i>Unrealized (Depreciation)</i>	<i>Net Tax Appreciation/ (Depreciation)</i>
\$ 973,267,157	\$ 820,410,382	\$ (23,930,562)	\$ 796,479,820

Information on the tax components of derivatives as of December 31, 2021 is as follows:

<i>Federal Tax Cost</i>	<i>Unrealized Appreciation</i>	<i>Unrealized (Depreciation)</i>	<i>Net Tax Appreciation/ (Depreciation)</i>
\$ 1,322,046	\$ -	\$ -	\$ -

Tax cost of investments and unrealized appreciation/(depreciation) may also include timing differences that do not constitute adjustments to tax basis.

Income and capital gains distributions are determined in accordance with income tax regulations that may differ from US GAAP. These differences are due to differing treatments for items such as net short-term gains, deferral of wash sale losses, foreign currency transactions, and capital loss carryovers. Certain permanent differences such as tax returns of capital and net investment losses noted below have been reclassified to capital.

For the year ended December 31, 2021

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 4,848,858	\$ 154,630,024	\$ -	\$ -

For the year ended December 31, 2020

<i>Distributions</i>			
<i>From Ordinary Income</i>	<i>From Long-Term Capital Gains</i>	<i>Tax Return of Capital</i>	<i>Net Investment Loss</i>
\$ 1,166,288	\$ 110,296,383	\$ -	\$ -

Permanent book to tax basis differences may result in reclassifications between the components of net assets. These differences have no impact on the results of operations or net assets. The following reclassifications have been made to the Portfolio:

<i>Increase/(Decrease) to Capital</i>	<i>Increase/(Decrease) to Undistributed Net Investment Income/Loss</i>	<i>Increase/(Decrease) to Undistributed Net Realized Gain/Loss</i>
\$ -	\$ 5,874,498	\$ (5,874,498)

Janus Henderson VIT Enterprise Portfolio

Notes to Financial Statements

6. Capital Share Transactions

	Year ended December 31, 2021		Year ended December 31, 2020	
	Shares	Amount	Shares	Amount
Institutional Shares:				
Shares sold	602,536	\$ 58,816,227	962,490	\$ 74,261,046
Reinvested dividends and distributions	729,518	68,341,267	726,925	51,851,530
Shares repurchased	(2,155,678)	(210,283,939)	(2,792,786)	(217,475,278)
Net Increase/(Decrease)	(823,624)	\$ (83,126,445)	(1,103,371)	\$ (91,362,702)
Service Shares:				
Shares sold	1,570,572	\$142,157,316	2,291,089	\$163,267,970
Reinvested dividends and distributions	1,055,689	91,137,615	898,977	59,611,141
Shares repurchased	(1,929,413)	(174,639,793)	(2,922,142)	(213,198,096)
Net Increase/(Decrease)	696,848	\$ 58,655,138	267,924	\$ 9,681,015

7. Purchases and Sales of Investment Securities

For the year ended December 31, 2021, the aggregate cost of purchases and proceeds from sales of investment securities (excluding any short-term securities, short-term options contracts, TBAs, and in-kind transactions, as applicable) was as follows:

<i>Purchases of Securities</i>	<i>Proceeds from Sales of Securities</i>	<i>Purchases of Long-Term U.S. Government Obligations</i>	<i>Proceeds from Sales of Long-Term U.S. Government Obligations</i>
\$290,223,847	\$ 474,072,168	\$ -	\$ -

8. Subsequent Event

Management has evaluated whether any events or transactions occurred subsequent to December 31, 2021 and through the date of issuance of the Portfolio's financial statements and determined that there were no material events or transactions that would require recognition or disclosure in the Portfolio's financial statements.

Janus Henderson VIT Enterprise Portfolio

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Janus Aspen Series and Shareholders of Janus Henderson VIT Enterprise Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Janus Henderson VIT Enterprise Portfolio (one of the portfolios constituting Janus Aspen Series, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statements of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent, and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.



Denver, Colorado
February 15, 2022

We have served as the auditor of one or more investment companies in Janus Henderson Funds since 1990.

Janus Henderson VIT Enterprise Portfolio

Additional Information (unaudited)

Proxy Voting Policies and Voting Record

A description of the policies and procedures that the Portfolio uses to determine how to vote proxies relating to its portfolio securities is available without charge: (i) upon request, by calling 1-800-525-1093; (ii) on the Portfolio's website at janushenderson.com/proxyvoting; and (iii) on the SEC's website at <http://www.sec.gov>. Additionally, information regarding the Portfolio's proxy voting record for the most recent twelve-month period ended June 30 is also available, free of charge, through janushenderson.com/proxyvoting and from the SEC's website at <http://www.sec.gov>.

Full Holdings

The Portfolio files its complete portfolio holdings (schedule of investments) with the SEC as an exhibit to Form N-PORT within 60 days of the end of the first and third fiscal quarters, and in the annual report and semiannual report to shareholders. The Portfolio's Form N-PORT filings and annual and semiannual reports: (i) are available on the SEC's website at <http://www.sec.gov>; (ii) may be reviewed and copied at the SEC's Public Reference Room in Washington, D.C. (information on the Public Reference Room may be obtained by calling 1-800-SEC-0330); and (iii) are available without charge, upon request, by calling a Janus Henderson representative at 1-877-335-2687 (toll free). Portfolio holdings consisting of at least the names of the holdings are generally available on a monthly basis with a 30-day lag under Full Holdings for the Portfolio at janushenderson.com/vit.

APPROVAL OF ADVISORY AGREEMENTS DURING THE PERIOD

The Trustees of Janus Aspen Series, each of whom serves as an "independent" Trustee (the "Trustees"), oversee the management of each portfolio of Janus Aspen Series (each, a "VIT Portfolio," and collectively, the "VIT Portfolios"), as well as each fund of Janus Investment Fund (each, a "Fund," and collectively, the "Funds" and together with the VIT Portfolios, the "Janus Henderson Funds," and each, a "Janus Henderson Fund"). As required by law, the Trustees determine annually whether to continue the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each Janus Henderson Fund that utilizes a subadviser.

In connection with their most recent consideration of those agreements for each Janus Henderson Fund, the Trustees received and reviewed information provided by Janus Henderson Investors US LLC (formerly, Janus Capital Management LLC) (the "Adviser") and the subadviser in response to requests of the Trustees and their independent legal counsel. They also received and reviewed information and analysis provided by, and in response to requests of, their independent fee consultant. Throughout their consideration of the agreements, the Trustees were advised by their independent legal counsel. The Trustees met with management to consider the agreements, and also met separately in executive session with their independent legal counsel and their independent fee consultant.

At meetings held on November 3-4, 2021 and December 7-8, 2021, the Trustees' evaluated the information provided by the Adviser, the subadviser, and the independent fee consultant, as well as other information addressed during the year. Following such evaluation, the Trustees determined that the overall arrangements between each Janus Henderson Fund and the Adviser and each subadviser, as applicable, were fair and reasonable in light of the nature, extent and quality of the services provided by the Adviser, its affiliates and the subadviser, the fees charged for those services, and other matters that the Trustees considered relevant in the exercise of their business judgment and unanimously approved the continuation of the investment advisory agreement for each Janus Henderson Fund and the subadvisory agreement for each subadvised Janus Henderson Fund, for the period from February 1, 2022 through February 1, 2023, subject to earlier termination as provided for in each agreement.

In considering the continuation of those agreements, the Trustees reviewed and analyzed various factors that they determined were relevant, including the factors described below, none of which by itself was considered dispositive. However, the material factors and conclusions that formed the basis for the Trustees' determination to approve the continuation of the agreements are discussed separately below. Also included is a summary of the independent fee consultant's conclusions and opinions that arose during, and were included as part of, the Trustees' consideration of the agreements. "Management fees," as used herein, reflect actual annual advisory fees and, for the purpose of peer comparisons any administration fees (excluding out of pocket costs), net of any waivers, paid by a fund as a percentage of average net assets.

Nature, Extent and Quality of Services

The Trustees reviewed the nature, extent and quality of the services provided by the Adviser and the subadviser to the Janus Henderson Funds, taking into account the investment objective, strategies and policies of each Janus Henderson Fund, and the knowledge the Trustees gained from their regular meetings with management on at least a quarterly

Janus Henderson VIT Enterprise Portfolio

Additional Information (unaudited)

basis and their ongoing review of information related to the Janus Henderson Funds. In addition, the Trustees reviewed the resources and key personnel of the Adviser and the subadviser, particularly noting those employees who provide investment and risk management services to the Janus Henderson Funds. The Trustees also considered other services provided to the Janus Henderson Funds by the Adviser or the subadviser, such as managing the execution of portfolio transactions and the selection of broker-dealers for those transactions. The Trustees considered the Adviser's role as administrator to the Janus Henderson Funds, noting that the Adviser generally does not receive a fee for its services as administrator, but is reimbursed for its out-of-pocket costs. The Trustees considered the role of the Adviser in monitoring adherence to the Janus Henderson Funds' investment restrictions, providing support services for the Trustees and Trustee committees, and overseeing communications with shareholders and the activities of other service providers, including monitoring compliance with various policies and procedures of the Janus Henderson Funds and with applicable securities laws and regulations.

In this regard, the independent fee consultant noted that the Adviser provides a number of different services for the Janus Henderson Funds and fund shareholders, ranging from investment management services to various other servicing functions, and that, in its view, the Adviser is a capable provider of those services. The independent fee consultant also provided its belief that the Adviser has developed a number of institutional competitive advantages that should enable it to provide superior investment and service performance over the long term.

The Trustees concluded that the nature, extent and quality of the services provided by the Adviser and the subadviser to each Janus Henderson Fund were appropriate and consistent with the terms of the respective advisory and subadvisory agreements, and that, taking into account steps taken to address those Janus Henderson Funds whose performance lagged that of their peers for certain periods, the Janus Henderson Funds were likely to benefit from the continued provision of those services. They also concluded that the Adviser and the subadviser had sufficient personnel, with the appropriate education and experience, to serve the Janus Henderson Funds effectively and each had demonstrated its ability to attract well-qualified personnel.

Performance of the Funds

The Trustees considered the performance results of each Janus Henderson Fund over various time periods. They noted that they considered Janus Henderson Fund performance data throughout the year, including periodic meetings with each Janus Henderson Fund's portfolio manager(s), and also reviewed information comparing each Janus Henderson Fund's performance with the performance of comparable funds and peer groups identified by Broadridge Financial Solutions, Inc. ("Broadridge"), an independent data provider, and with the Janus Henderson Fund's benchmark index. In this regard, the independent fee consultant found that the overall Janus Henderson Funds' performance has been reasonable: for the 36 months ended September 30, 2021, approximately 55% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers, and for the 12 months ended September 30, 2021, approximately 45% of the Janus Henderson Funds were in the top two quartiles of performance versus Broadridge peers.

The Trustees considered the performance of each Janus Henderson Fund, noting that performance may vary by share class, and noted the following with respect to the VIT Portfolios:

- For Janus Henderson Balanced Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Forty Portfolio, the Trustees noted that the Fund's performance was in the first Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.

Janus Henderson VIT Enterprise Portfolio

Additional Information (unaudited)

- For Janus Henderson Global Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the second Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson Overseas Portfolio, the Trustees noted that the Fund's performance was in the second Broadridge quartile for the 36 months ended May 31, 2021 and the first Broadridge quartile for the 12 months ended May 31, 2021.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's performance was in the third Broadridge quartile for the 36 months ended May 31, 2021 and the third Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance, while also noting that the Fund has a performance fee structure that results in lower management fees during periods of underperformance, and the steps the Adviser had taken or was taking to improve performance.
- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's performance was in the bottom Broadridge quartile for the 36 months ended May 31, 2021 and the bottom Broadridge quartile for the 12 months ended May 31, 2021. The Trustees noted the reasons for the Fund's underperformance and the steps the Adviser and subadviser had taken or were taking to improve performance.

In consideration of each Janus Henderson Fund's performance, the Trustees concluded that, taking into account the factors relevant to performance, as well as other considerations, including steps taken to improve performance, the Janus Henderson Fund's performance warranted continuation of such Janus Henderson Fund's investment advisory and subadvisory agreement(s).

Costs of Services Provided

The Trustees examined information regarding the fees and expenses of each Janus Henderson Fund in comparison to similar information for other comparable funds as provided by Broadridge, an independent data provider. They also reviewed an analysis of that information provided by their independent fee consultant and noted that the rate of management fees (investment advisory fees and any administration fees but excluding out-of-pocket costs) for many of the Janus Henderson Funds, after applicable waivers, was below the average management fee rate of the respective peer group of funds selected by an independent data provider. The Trustees also examined information regarding the subadvisory fees charged for subadvisory services, as applicable, noting that all such fees were paid by the Adviser out of its management fees collected from such Janus Henderson Fund.

The independent fee consultant provided its belief that the management fees charged by the Adviser to each of the Janus Henderson Funds under the current investment advisory and administration agreements are reasonable in relation to the services provided by the Adviser. The independent fee consultant found: (1) the total expenses and management fees of the Janus Henderson Funds to be reasonable relative to other comparable mutual funds; (2) the total expenses, on average, were 8% under the average total expenses of the respective Broadridge Expense Group peers; and (3) the management fees for the Janus Henderson Funds, on average, were 6% under the average management fees for the respective Broadridge Expense Group. The Trustees also considered the total expenses for each share class of each Janus Henderson Fund compared to the average total expenses for its Broadridge Expense Group and to average total expenses for its Broadridge Expense Universe.

For certain Janus Henderson Funds, the independent fee consultant also performed a systematic "focus list" analysis of expenses which assessed fund fees in the context of fund performance being delivered. Based on this analysis, the

Janus Henderson VIT Enterprise Portfolio

Additional Information (unaudited)

independent fee consultant found that the combination of service quality/performance and expenses on these individual Janus Henderson Funds was reasonable in light of performance trends, performance histories, and existence of performance fees, breakpoints, and/or expense waivers on such Janus Henderson Funds.

The Trustees considered the methodology used by the Adviser and subadviser in determining compensation payable to portfolio managers, the competitive environment for investment management talent, and the competitive market for mutual funds in different distribution channels.

The Trustees also reviewed management fees charged by the Adviser and subadviser to comparable separate account clients and to comparable non-affiliated funds subadvised by the Adviser or subadviser (for which the Adviser or the subadviser provides only or primarily portfolio management services). Although in most instances subadvisory and separate account fee rates for various investment strategies were lower than management fee rates for Janus Henderson Funds having a similar strategy, the Trustees considered that the Adviser noted that, under the terms of the management agreements with the Janus Henderson Funds, the Adviser performs significant additional services for the Janus Henderson Funds that it does not provide to those other clients, including administration services, oversight of the Janus Henderson Funds' other service providers, trustee support, regulatory compliance and numerous other services, and that, in serving the Janus Henderson Funds, the Adviser assumes many legal risks and other costs that it does not assume in servicing its other clients. Moreover, the Trustees noted that the independent fee consultant found that: (1) the management fees the Adviser charges to the Janus Henderson Funds are reasonable in relation to the management fees the Adviser charges to funds subadvised by the Adviser and to the fees the Adviser charges to its institutional separate account clients; (2) these subadvised and institutional separate accounts have different service and infrastructure needs and operate in markets very distinct relative to retail funds; (3) Janus Henderson mutual fund investors enjoy reasonable fees relative to the fees charged to Janus Henderson subadvised fund and separate account investors; and (4) as part of its 2020 review, 9 of 10 Janus Henderson Funds have lower management fees than similar funds subadvised by the Adviser.

The Trustees considered the fees for each Janus Henderson Fund for its fiscal year ended in 2020, including the VIT Portfolios, and noted the following with regard to each VIT Portfolio's total expenses, net of applicable fee waivers (the VIT Portfolio's "total expenses"):

- For Janus Henderson Balanced Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Enterprise Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Flexible Bond Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses.
- For Janus Henderson Forty Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Research Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Global Technology and Innovation Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for both share classes.
- For Janus Henderson Mid Cap Value Portfolio, the Trustees noted that, although the Fund's total expenses exceeded the peer group for one share class, overall the Fund's total expenses were reasonable. The Trustees also noted that the Adviser has contractually agreed to limit the Fund's expenses, although this limit did not apply because the Fund's total expenses were already below the applicable fee limit.
- For Janus Henderson Overseas Portfolio, the Trustees noted that although the Fund's total expenses exceeded the peer group average for one share class, overall the Fund's total expenses were reasonable.
- For Janus Henderson Research Portfolio, the Trustees noted that the Fund's total expenses were below the peer group average for both share classes.

Janus Henderson VIT Enterprise Portfolio

Additional Information (unaudited)

- For Janus Henderson U.S. Low Volatility Portfolio, the Trustees noted that the Fund's total expenses were below the peer group for its sole share class.

The Trustees reviewed information on the overall profitability to the Adviser and its affiliates from their relationships with the Janus Henderson Funds, and considered profitability data of other publicly traded mutual fund advisers. The Trustees recognized that profitability comparisons among fund managers are difficult because of the variation in the type of comparative information that is publicly available, and the profitability of any fund manager is affected by numerous factors, including the organizational structure of the particular fund manager, differences in complex size, difference in product mix, difference in types of business (mutual fund, institutional and other), differences in the types of funds and other accounts it manages, possible other lines of business, the methodology for allocating expenses and the fund manager's capital structure and cost of capital.

Additionally, the Trustees considered the estimated profitability to the Adviser from the investment management services it provided to each Janus Henderson Fund. In their review, the Trustees considered whether the Adviser and subadviser receive adequate incentives and resources to manage the Janus Henderson Funds effectively. In reviewing profitability, the Trustees noted that the estimated profitability for an individual Janus Henderson Fund is necessarily a product of the allocation methodology utilized by the Adviser to allocate its expenses as part of the estimated profitability calculation. In this regard, the Trustees noted that the independent fee consultant found that (1) the expense allocation methodology and rationales utilized by the Adviser were reasonable and (2) no clear correlation exists between expense allocations and operating margins. The Trustees also considered that the estimated profitability for an individual Janus Henderson Fund was influenced by a number of factors, including not only the allocation methodology selected, but also the presence of fee waivers and expense caps, and whether the Janus Henderson Fund's investment management agreement contained breakpoints or a performance fee component. The Trustees determined, after taking into account these factors, among others, that the Adviser's estimated profitability with respect to each Janus Henderson Fund was not unreasonable in relation to the services provided, and that the variation in the range of such estimated profitability among the Janus Henderson Funds was not a material factor in the Board's approval of the reasonableness of any Janus Henderson Fund's investment management fees.

The Trustees concluded that the management fees payable by each Janus Henderson Fund to the Adviser and its affiliates, as well as the fees paid by the Adviser to the subadviser of subadvised Janus Henderson Funds, were reasonable in relation to the nature, extent, and quality of the services provided, taking into account the fees charged by other advisers for managing comparable mutual funds with similar strategies, the fees the Adviser and the subadviser charge to other clients, and, as applicable, the impact of fund performance on management fees payable by the Janus Henderson Funds. The Trustees also concluded that each Janus Henderson Fund's total expenses were reasonable, taking into account the size of the Janus Henderson Fund, the quality of services provided by the Adviser and subadviser, the investment performance of the Janus Henderson Fund, and any expense limitations agreed to or provided by the Adviser.

Economies of Scale

The Trustees considered information about the potential for the Adviser to realize economies of scale as the assets of the Janus Henderson Funds increase. They noted that their independent fee consultant published a report to the Trustees in November 2019 which provided its research and analysis into economies of scale. They also noted that, although many Janus Henderson Funds pay advisory fees at a fixed base rate as a percentage of net assets, without any breakpoints or performance fees, their independent fee consultant concluded that 75% of these Janus Henderson Funds' have contractual management fees (gross of waivers) below their Broadridge Expense Group averages. The Trustees also noted the following: (1) that for those Janus Henderson Funds whose expenses are being reduced by the contractual expense limitations of the Adviser, the Adviser is subsidizing certain of these Janus Henderson Funds because they have not reached adequate scale; (2) performance fee structures have been implemented for various Janus Henderson Funds that have caused the effective rate of advisory fees payable by such Janus Henderson Fund to vary depending on the investment performance of the Janus Henderson Fund relative to its benchmark index over the measurement period; and (3) a few Janus Henderson Funds have fee schedules with breakpoints and reduced fee rates above certain asset levels. The Trustees also noted that the Janus Henderson Funds share directly in economies of scale through the significant investments made by the Adviser and its affiliates related to services provided to the Funds and the lower charges of third-party service providers that are based in part on the combined scale of all of the Janus Henderson Funds.

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Additional Information (unaudited)

The Trustees also considered the independent fee consultant's conclusion that, given the limitations of various analytical approaches to economies of scale and their conflicting results, it is difficult to analytically confirm or deny the existence of economies of scale in the Janus Henderson complex. In this regard, the independent consultant concluded that (1) to the extent there were economies of scale at the Adviser, the Adviser's general strategy of setting fixed management fees below peers appeared to share any such economies with investors even on smaller Janus Henderson Funds which have not yet achieved those economies and (2) by setting lower fixed fees from the start on these Janus Henderson Funds, the Adviser appeared to be investing to increase the likelihood that these Janus Henderson Funds will grow to a level to achieve any economies of scale that may exist. Further, the independent fee consultant provided its belief that Janus Henderson Fund investors are well-served by the fee levels and performance fee structures in place on the Janus Henderson Funds in light of any economies of scale that may be present at the Adviser.

Based on all of the information reviewed, including the recent and past research and analysis conducted by the Trustees' independent fee consultant, the Trustees concluded that the current fee structure of each Janus Henderson Fund was reasonable and that the current rates of fees do reflect a sharing between the Adviser and the Janus Henderson Fund of any economies of scale that may be present at the current asset level of the Janus Henderson Fund.

Other Benefits to the Adviser

The Trustees also considered benefits that accrue to the Adviser and its affiliates and subadviser to the Janus Henderson Funds from their relationships with the Janus Henderson Funds. They recognized that two affiliates of the Adviser separately serve the Janus Henderson Funds as transfer agent and distributor, respectively, and the transfer agent receives compensation directly from the non-money market funds for services provided, and that such compensation contributes to the overall profitability of the Adviser and its affiliates that results from their relationship with the Janus Henderson Funds. The Trustees also considered the Adviser's past and proposed use of commissions paid by the Janus Henderson Funds on portfolio brokerage transactions to obtain proprietary and third-party research products and services benefiting the Janus Henderson Fund and/or other clients of the Adviser and/or the Adviser, and/or subadviser to a Janus Henderson Fund. The Trustees concluded that the Adviser's and the subadviser's use of these types of client commission arrangements to obtain proprietary and third-party research products and services was consistent with regulatory requirements and guidelines and was likely to benefit each Janus Henderson Fund. The Trustees also concluded that, other than the services provided by the Adviser and its affiliates and subadviser pursuant to the agreements and the fees to be paid by each Janus Henderson Fund therefor, the Janus Henderson Funds and the Adviser and the subadviser may potentially benefit from their relationship with each other in other ways. They concluded that the Adviser and its affiliates share directly in economies of scale through the lower charges of third-party service providers that are based in part on the combined scale of the Janus Henderson Funds and other clients serviced by the Adviser and its affiliates. They also concluded that the Adviser and the subadviser benefit from the receipt of research products and services acquired through commissions paid on portfolio transactions of the Janus Henderson Funds and that the Janus Henderson Funds benefit from the Adviser's and/or the subadviser's receipt of those products and services as well as research products and services acquired through commissions paid by other clients of the Adviser and/or other clients of the subadviser. They further concluded that the success of any Janus Henderson Fund could attract other business to the Adviser, the subadviser or other Janus Henderson funds, and that the success of the Adviser and the subadviser could enhance the Adviser's and the subadviser's ability to serve the Janus Henderson Funds.

Janus Henderson VIT Enterprise Portfolio

Useful Information About Your Portfolio Report (unaudited)

Management Commentary

The Management Commentary in this report includes valuable insight as well as statistical information to help you understand how your Portfolio's performance and characteristics stack up against those of comparable indices.

If the Portfolio invests in foreign securities, this report may include information about country exposure. Country exposure is based primarily on the country of risk. A company may be allocated to a country based on other factors such as location of the company's principal office, the location of the principal trading market for the company's securities, or the country where a majority of the company's revenues are derived.

Please keep in mind that the opinions expressed in the Management Commentary are just that: opinions. They are a reflection based on best judgment at the time this report was compiled, which was December 31, 2021. As the investing environment changes, so could opinions. These views are unique and are not necessarily shared by fellow employees or by Janus Henderson in general.

Performance Overviews

Performance overview graphs compare the performance of a hypothetical \$10,000 investment in the Portfolio with one or more widely used market indices. When comparing the performance of the Portfolio with an index, keep in mind that market indices are not available for investment and do not reflect deduction of expenses.

Average annual total returns are quoted for a Portfolio with more than one year of performance history. Average annual total return is calculated by taking the growth or decline in value of an investment over a period of time, including reinvestment of dividends and distributions, then calculating the annual compounded percentage rate that would have produced the same result had the rate of growth been constant throughout the period. Average annual total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Cumulative total returns are quoted for a Portfolio with less than one year of performance history. Cumulative total return is the growth or decline in value of an investment over time, independent of the period of time involved. Cumulative total return does not reflect the deduction of taxes that a shareholder would pay on Portfolio distributions or redemptions of Portfolio shares.

Pursuant to federal securities rules, expense ratios shown in the performance chart reflect subsidized (if applicable) and unsubsidized ratios. The total annual fund operating expenses ratio is gross of any fee waivers, reflecting the Portfolio's unsubsidized expense ratio. The net annual fund operating expenses ratio (if applicable) includes contractual waivers of the Adviser and reflects the Portfolio's subsidized expense ratio. Ratios may be higher or lower than those shown in the "Financial Highlights" in this report.

Schedule of Investments

Following the performance overview section is the Portfolio's Schedule of Investments. This schedule reports the types of securities held in the Portfolio on the last day of the reporting period. Securities are usually listed by type (common stock, corporate bonds, U.S. Government obligations, etc.) and by industry classification (banking, communications, insurance, etc.). Holdings are subject to change without notice.

The value of each security is quoted as of the last day of the reporting period. The value of securities denominated in foreign currencies is converted into U.S. dollars.

If the Portfolio invests in foreign securities, it will also provide a summary of investments by country. This summary reports the Portfolio exposure to different countries by providing the percentage of securities invested in each country. The country of each security represents the country of risk. The Portfolio's Schedule of Investments relies upon the industry group and country classifications published by Bloomberg and/or MSCI Inc.

Tables listing details of individual forward currency contracts, futures, written options, swaptions, and swaps follow the Portfolio's Schedule of Investments (if applicable).

Statement of Assets and Liabilities

This statement is often referred to as the "balance sheet." It lists the assets and liabilities of the Portfolio on the last day of the reporting period.

Janus Henderson VIT Enterprise Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's assets are calculated by adding the value of the securities owned, the receivable for securities sold but not yet settled, the receivable for dividends declared but not yet received on securities owned, and the receivable for Portfolio shares sold to investors but not yet settled. The Portfolio's liabilities include payables for securities purchased but not yet settled, Portfolio shares redeemed but not yet paid, and expenses owed but not yet paid. Additionally, there may be other assets and liabilities such as unrealized gain or loss on forward currency contracts.

The section entitled "Net Assets Consist of" breaks down the components of the Portfolio's net assets. Because the Portfolio must distribute substantially all earnings, you will notice that a significant portion of net assets is shareholder capital.

The last section of this statement reports the net asset value ("NAV") per share on the last day of the reporting period. The NAV is calculated by dividing the Portfolio's net assets for each share class (assets minus liabilities) by the number of shares outstanding.

Statement of Operations

This statement details the Portfolio's income, expenses, realized gains and losses on securities and currency transactions, and changes in unrealized appreciation or depreciation of Portfolio holdings.

The first section in this statement, entitled "Investment Income," reports the dividends earned from securities and interest earned from interest-bearing securities in the Portfolio.

The next section reports the expenses incurred by the Portfolio, including the advisory fee paid to the investment adviser, transfer agent fees and expenses, and printing and postage for mailing statements, financial reports and prospectuses. Expense offsets and expense reimbursements, if any, are also shown.

The last section lists the amounts of realized gains or losses from investment and foreign currency transactions, and changes in unrealized appreciation or depreciation of investments and foreign currency-denominated assets and liabilities. The Portfolio will realize a gain (or loss) when it sells its position in a particular security. A change in unrealized gain (or loss) refers to the change in net appreciation or depreciation of the Portfolio during the reporting period. "Net Realized and Unrealized Gain/(Loss) on Investments" is affected both by changes in the market value of Portfolio holdings and by gains (or losses) realized during the reporting period.

Statements of Changes in Net Assets

These statements report the increase or decrease in the Portfolio's net assets during the reporting period. Changes in the Portfolio's net assets are attributable to investment operations, dividends and distributions to investors, and capital share transactions. This is important to investors because it shows exactly what caused the Portfolio's net asset size to change during the period.

The first section summarizes the information from the Statement of Operations regarding changes in net assets due to the Portfolio's investment operations. The Portfolio's net assets may also change as a result of dividend and capital gains distributions to investors. If investors receive their dividends and/or distributions in cash, money is taken out of the Portfolio to pay the dividend and/or distribution. If investors reinvest their dividends and/or distributions, the Portfolio's net assets will not be affected.

The reinvestment of dividends and distributions is included under "Capital Share Transactions." "Capital Shares" refers to the money investors contribute to the Portfolio through purchases or withdrawals via redemptions. The Portfolio's net assets will increase and decrease in value as investors purchase and redeem shares from the Portfolio.

Financial Highlights

This schedule provides a per-share breakdown of the components that affect the Portfolio's NAV for current and past reporting periods as well as total return, asset size, ratios, and portfolio turnover rate.

The first line in the table reflects the NAV per share at the beginning of the reporting period. The next line reports the net investment income/(loss) per share. Following is the per share total of net gains/(losses), realized and unrealized. Per share dividends and distributions to investors are then subtracted to arrive at the NAV per share at the end of the period. The next line reflects the total return for the period. The total return may include adjustments in accordance with generally accepted accounting principles required at the period end for financial reporting purposes. As a result, the total return may differ from the total return reflected for individual shareholder transactions. Also included are ratios of expenses and net investment income to average net assets.

Janus Henderson VIT Enterprise Portfolio

Useful Information About Your Portfolio Report (unaudited)

The Portfolio's expenses may be reduced through expense offsets and expense reimbursements. The ratios shown reflect expenses before and after any such offsets and reimbursements.

The ratio of net investment income/(loss) summarizes the income earned less expenses, divided by the average net assets of the Portfolio during the reporting period. Do not confuse this ratio with the Portfolio's yield. The net investment income ratio is not a true measure of the Portfolio's yield because it does not take into account the dividends distributed to the Portfolio's investors.

The next figure is the portfolio turnover rate, which measures the buying and selling activity in the Portfolio. Portfolio turnover is affected by market conditions, changes in the asset size of the Portfolio, fluctuating volume of shareholder purchase and redemption orders, the nature of the Portfolio's investments, and the investment style and/or outlook of the portfolio manager(s) and/or investment personnel. A 100% rate implies that an amount equal to the value of the entire portfolio was replaced once during the fiscal year; a 50% rate means that an amount equal to the value of half the portfolio is traded in a year; and a 200% rate means that an amount equal to the value of the entire portfolio is traded every six months.

Janus Henderson VIT Enterprise Portfolio

Designation Requirements (unaudited)

For federal income tax purposes, the Portfolio designated the following for the year ended December 31, 2021:

Capital Gain Distributions	\$154,630,024
Dividends Received Deduction Percentage	100%

Janus Henderson VIT Enterprise Portfolio

Trustees and Officers (unaudited)

The following are the Trustees and officers of the Trust, together with a brief description of their principal occupations during the last five years (principal occupations for certain Trustees may include periods over five years). The Portfolio's Statement of Additional Information includes additional information about the Trustees and officers and is available, without charge, by calling 1-877-335-2687.

Each Trustee has served in that capacity since he or she was originally elected or appointed. The Trustees do not serve a specified term of office. Each Trustee will hold office until the termination of the Trust or his or her earlier death, resignation, retirement, incapacity, or removal. Under the Portfolio's Governance Procedures and Guidelines, the policy is for Trustees to retire no later than the end of the calendar year in which the Trustee turns 75. The Trustees review the Portfolio's Governance Procedures and Guidelines from time to time and may make changes they deem appropriate. The Portfolio's Nominating and Governance Committee will consider nominees for the position of Trustee recommended by shareholders. Shareholders may submit the name of a candidate for consideration by the Committee by submitting their recommendations to the Trust's Secretary. Each Trustee is currently a Trustee of one other registered investment company advised by the Adviser: Janus Investment Fund. Collectively, these two registered investment companies consist of 52 series or funds referred to herein as the Fund Complex.

The Trust's officers are elected annually by the Trustees for a one-year term. Certain officers also serve as officers of Janus Investment Fund. Certain officers of the Portfolio may also be officers and/or directors of the Adviser. Except as otherwise disclosed, Portfolio officers receive no compensation from the Portfolio, except for the Portfolio's Chief Compliance Officer, as authorized by the Trustees.

Janus Henderson VIT Enterprise Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William F. McCalpin 151 Detroit Street Denver, CO 80206 DOB: 1957	Chairman Trustee	1/08-Present 6/02-Present	Independent Consultant (since 2019) and Chief Operating Officer, muun chi LLC (organic food business) (since 2020). Formerly, Managing Partner, Impact Investments, Athena Capital Advisors LLC (independent registered investment advisor) (2016-2019), Managing Director, Holos Consulting LLC (provides consulting services to foundations and other nonprofit organizations) (2009-2016), Chief Executive Officer, Imprint Capital Advisors (impact investment firm) (2013-2015), and Executive Vice President and Chief Operating Officer of The Rockefeller Brothers Fund (a private family foundation) (1998-2006).	52	Chairman of the Board and Trustee of The Investment Fund for Foundations Investment Program (TIP) (consisting of 1 fund) (since 2008), and Director of the F.B. Heron Foundation (a private grantmaking foundation) (since 2006). Formerly, Director of Mutual Fund Directors Forum (a non-profit organization serving independent directors of U.S. mutual funds) (2016-2021).

Janus Henderson VIT Enterprise Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Alan A. Brown 151 Detroit Street Denver, CO 80206 DOB: 1962	Trustee	1/13-Present	Principal, Curam Holdings LLC (since 2018). Formerly, Executive Vice President, Institutional Markets, of Black Creek Group (private equity real estate investment management firm) (2012-2018), Executive Vice President and Co-Head, Global Private Client Group (2007-2010), Executive Vice President, Mutual Funds (2005-2007), and Chief Marketing Officer (2001-2005) of Nuveen Investments, Inc. (asset management).	52	Advisory Board Member of AEW Core Property Trust (open-end property fund) (since 2020), and Director of WTTW (PBS affiliate) (since 2003). Formerly, Director of MotiveQuest LLC (strategic social market research company) (2003-2016), Director of Nuveen Global Investors LLC (2007-2011), Director of Communities in Schools (2004-2010), and Director of Mutual Fund Education Alliance (until 2010).

Janus Henderson VIT Enterprise Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
William D. Cvengros 151 Detroit Street Denver, CO 80206 DOB: 1948	Trustee	1/11-Present	Chief Executive Officer of SJC Capital, LLC (a personal investment company and consulting firm) (since 2002). Formerly, Chief Executive Officer and President of PIMCO Advisors Holdings L.P. (a publicly traded investment management firm) (1994-2000), and Chief Investment Officer (1987-1994) and Vice Chairman and Director (1990-1994) of Pacific Life Insurance Company (a mutual life insurance and annuity company) (1987-1994).	52	Member, Limited Partner Advisory Committee, Karmel Capital Fund III (since 2022), Member of the Investmtnet Committee for the Orange Country Community Foundation (a grantmaking foundation) (since 2020), Advisory Board Member, RevOZ Fund LP and related funds (real estate investments for opportunity zones) (since 2020), and Advisory Board Member, Innovate Partners Emerging Growth and Equity Fund I (early stage venture capital fund) (since 2014). Formerly, Managing Trustee of National Retirement Partners Liquidating Trust (2013-2016), Chairman, National Retirement Partners, Inc. (formerly a network of advisors to 401(k) plans) (2005-2013), Director of Prospect Acquisition Corp. (a special purpose acquisition corporation) (2007-2009), Director of RemedyTemp, Inc. (temporary help services company) (1996-2006), and Trustee of PIMCO Funds Multi-Manager Series (1990-2000) and Pacific Life Variable Life & Annuity Trusts (1987-1994).

Janus Henderson VIT Enterprise Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Raudline Etienne 151 Detroit Street Denver, CO 80206 DOB: 1965	Trustee	6/16-Present	Founder, Daraja Capital (advisory and investment firm) (since 2016). Formerly, Senior Vice President and Senior Advisor, Albright Stonebridge Group LLC (global strategy firm) (2011-2021), and Deputy Comptroller and Chief Investment Officer, New York State Common Retirement Fund (public pension fund) (2008-2011).	52	Member of the Investment Committee for Cooper Union (private college) (since 2021), Board Member, Van Alen Institute (nonprofit architectural and design organization) (since 2019) and Director of Brightwood Capital Advisors, LLC (since 2014).
Gary A. Poliner 151 Detroit Street Denver, CO 80206 DOB: 1953	Trustee	6/16-Present	Retired. Formerly, President (2010-2013) of Northwestern Mutual Life Insurance Company.	52	Director of MGIC Investment Corporation (private mortgage insurance) (since 2013). Formerly, Director, West Bend Mutual Insurance Company (property/casualty insurance) (2013-2021), Trustee of Northwestern Mutual Life Insurance Company (2010-2013) and Director of Frank Russell Company (global asset management firm) (2008-2013).

Janus Henderson VIT Enterprise Portfolio

Trustees and Officers (unaudited)

TRUSTEES

Name, Address, and Age	Positions Held with the Trust	Length of Time Served	Principal Occupations During the Past Five Years	Number of Portfolios/Funds in Fund Complex Overseen by Trustee	Other Directorships Held by Trustee During the Past Five Years
Independent Trustees					
Diane L. Wallace 151 Detroit Street Denver, CO 80206 DOB: 1958	Trustee	6/17-Present	Retired. Formerly, Chief Operating Officer, Senior Vice President-Operations, and Chief Financial Officer for Driehaus Capital Management, LLC (1988-2006) and Treasurer for Driehaus Mutual Funds (1996-2002).	52	Formerly, Director of Family Service of Lake County (2019-2021), Independent Trustee, Henderson Global Funds (13 portfolios) (2015-2017), Independent Trustee, State Farm Associates' Funds Trust, State Farm Mutual Fund Trust, and State Farm Variable Product Trust (28 portfolios) (2013-2017).
Linda S. Wolf 151 Detroit Street Denver, CO 80206 DOB: 1947	Trustee	11/05-Present	Retired. Formerly, Chairman and Chief Executive Officer of Leo Burnett (Worldwide) (advertising agency) (2001-2005).	52	Director of Chicago Community Trust (Regional Community Foundation), Lurie Children's Hospital (Chicago, IL), and Shirley Ryan Ability Lab. Formerly, Director of Wrapports, LLC (until 2022), Director of Chicago Council on Global Affairs (until 2019), InnerWorkings (until 2019) and Director of Walmart (until 2017).

Janus Henderson VIT Enterprise Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Brian Demain 151 Detroit Street Denver, CO 80206 DOB: 1977	Executive Vice President and Co-Portfolio Manager Janus Henderson Enterprise Portfolio	11/07-Present	Portfolio Manager for other Janus Henderson accounts.
Cody Wheaton 151 Detroit Street Denver, CO 80206 DOB: 1978	Executive Vice President and Co-Portfolio Manager Janus Henderson Enterprise Portfolio	7/16-Present	Portfolio Manager for other Janus Henderson accounts and Analyst for Janus Henderson Investors US LLC.
Michelle Rosenberg 151 Detroit Street Denver, CO 80206 DOB: 1973	Interim President and Chief Executive Officer	1/22-Present	General Counsel and Corporate Secretary of Janus Henderson Investors (since 2018). Formerly, Senior Vice President and Head of Legal, North America of Janus Henderson Investors (2017-2018) and Deputy General Counsel of Janus Henderson US (Holdings), Inc. (2015-2018).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

Janus Henderson VIT Enterprise Portfolio

Trustees and Officers (unaudited)

OFFICERS

Name, Address, and Age	Positions Held with the Trust	Term of Office* and Length of Time Served	Principal Occupations During the Past Five Years
Kristin Mariani 151 Detroit Street Denver, CO 80206 DOB: 1966	Vice President, Chief Compliance Officer, and Anti-Money Laundering Officer	7/20-Present	Head of Compliance, North America for Janus Henderson Investors (since September 2020), and Chief Compliance Officer for Janus Henderson Investors US LLC (since September 2017). Formerly, Global Head of Investment Management Compliance for Janus Henderson Investors (February 2019-August 2020), Vice President, Head of Global Distribution Compliance and Chief Compliance Officer of Janus Henderson Distributors US LLC (May 2017-September 2017), Vice President, Compliance at Janus Henderson US (Holdings) Inc., Janus Henderson Investors US LLC, and Janus Henderson Distributors US LLC (2009-2017).
Jesper Nergaard 151 Detroit Street Denver, CO 80206 DOB: 1962	Chief Financial Officer Vice President, Treasurer, and Principal Accounting Officer	3/05-Present 2/05-Present	Head of U.S. Fund Administration, Janus Henderson Investors and Janus Henderson Services US LLC.
Abigail J. Murray 151 Detroit Street Denver, CO 80206 DOB: 1975	Vice President, Chief Legal Officer, and Secretary	12/20-Present	Managing Counsel (2020-present). Formerly, Senior Counsel for Invesco Ltd. (2017-2020), and Vice President and Senior Counsel, ALPS Fund Services, Inc. and Assistant General Counsel, ALPS Advisors, Inc. (2015-2017).

* Officers are elected at least annually by the Trustees for a one-year term and may also be elected from time to time by the Trustees for an interim period.

This report is submitted for the general information of shareholders of the Portfolio. It is not an offer or solicitation for the Portfolio and is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus.

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Janus Henderson Distributors US LLC



ANNUAL REPORT

December 31, 2021

T. ROWE PRICE

Government Money Portfolio

For more insights from T. Rowe Price investment professionals,
go to **troweprice.com**.

HIGHLIGHTS

- Amid extremely low money market yields, the Government Money Portfolio matched the performance of the Lipper Variable Annuity Underlying U.S. Government Money Market Funds Average in 2021.
- The Federal Reserve kept the fed funds target rate in the 0.00% to 0.25% range in response to the pandemic and its impact on the economy.
- We continued to focus on U.S. government money market securities with longer maturities in an attempt to preserve the portfolio's yield. As always, we try to take advantage of opportunities to buy money market instruments with attractive yields.
- Near the end of our reporting period, the Fed announced that it will begin to reduce its monthly bond purchases. This is a likely prelude to increases in the fed funds target rate, which could commence at some point in 2022.

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TO ENROLL:

If you invest directly with T. Rowe Price, go to **troweprice.com/paperless**.

If you invest through an investment advisor, a bank, or a brokerage firm, please contact that organization and ask if it can provide electronic documentation.

It's fast—receive your statements and confirmations faster than U.S. mail.

It's convenient—access your important account documents whenever you need them.

It's secure—we protect your online accounts using “True Identity” to confirm new accounts and make verification faster and more secure.

It can save you money—where applicable, T. Rowe Price passes on the cost savings to fund holders.*

Log in to your account at **troweprice.com** for more information.

*Certain mutual fund accounts that are assessed an annual account service fee can also save money by switching to e-delivery.

Dear Investor

Major stock and bond indexes produced mixed results during 2021 as strong corporate earnings growth and a recovering economy contended with worries about inflation, new coronavirus variants, and less accommodative central banks. Most developed market stock benchmarks finished the year with positive returns, although gains slowed in the second half of the year, while fixed income returns faced headwinds from rising interest rates.

Large-cap U.S. growth stocks delivered the strongest returns, but solid results were common in many developed markets. However, emerging markets stock benchmarks struggled amid a significant equity market downturn in China.

The large-cap S&P 500 Index returned almost 29%, marking its third straight year of positive returns. Robust results were widespread across the benchmark—according to Bloomberg data, 2021 marked the first year that all of the S&P 500 sectors recorded double-digit gains. The energy sector, which was the worst performer in 2020, was the leader in 2021 amid a sharp increase in oil prices, and real estate stocks also rebounded from a down year as strong demand led to rising rents. Financial and information technology stocks also produced excellent returns and outperformed the broad market.

In the fixed income market, rising Treasury yields weighed on performance, but below investment-grade corporate bonds delivered solid results as they benefited from improving fundamentals and investor demand for higher-yielding securities. (Bond prices and yields move in opposite directions.)

A robust increase in corporate earnings growth appeared to be a significant performance driver during the year. According to FactSet, overall earnings for the S&P 500 rose 89% in the second quarter of 2021 versus the year before, the fastest pace since 2009, and while third-quarter earnings slowed, they continued to beat expectations at an impressive pace. Despite the significant rally in the S&P 500 during 2021, the index's price/earnings ratio actually fell over that period as earnings rose faster than stock prices. Although economic growth showed signs of slowing at times, data remained generally positive through the end of the period. The unemployment rate, which started the year at 6.7%, fell to 3.9% by December, and job openings reached a record high.

However, optimism surrounding strong earnings and employment gains was tempered by inflation concerns. Prices surged as the release of pent-up demand and supply chain disruptions contributed to higher inflation around the globe. In the U.S., the 6.8% increase in the consumer price index for the 12-month period ended in November was the highest level since 1982, a factor that may have contributed to a decline in consumer sentiment late in the year.

Meanwhile, central banks began to move away from the extremely accommodative policies they instituted in response to the initial wave of the coronavirus. The Federal Reserve began trimming its purchases of Treasuries and agency mortgage-backed securities in November, and policymakers indicated that they could soon start raising short-term interest rates.

How markets respond to the normalization of monetary policy is an open question. While fading stimulus might pose some challenges for investors, I believe it could contribute to a return of price sensitivity in global markets, which bodes well for selective investors focused on fundamentals.

Elevated valuations, higher inflation, and the continuing struggle to control the pandemic also pose potential challenges for financial markets in 2022. However, on the positive side, household wealth gains, pent-up consumer demand, and a potential boom in capital expenditures could sustain growth even as monetary policy turns less supportive. In this environment, our investment teams will remain focused on using fundamental research to identify companies that can add value to your portfolio over the long term.

Thank you for your continued confidence in T. Rowe Price.

Sincerely,



Robert Sharps
President and CEO

INVESTMENT OBJECTIVE

The fund's goals are preservation of capital, liquidity, and, consistent with these, the highest possible current income.

FUND COMMENTARY

How did the portfolio perform in the past 12 months?

Money market yields remained extremely low, as the Federal Reserve kept the fed funds target rate in the ultralow 0.00% to 0.25% range. The Government Money Portfolio and the Lipper Variable Annuity Underlying U.S. Government Money Market Funds Average both returned 0.01% for the 12-month period ended December 31, 2021. *(Past performance cannot guarantee future results.)*

PERFORMANCE COMPARISON		
Periods Ended 12/31/21	Total Return	
	6 Months	12 Months
Government Money Portfolio	0.01%	0.01%
Lipper Variable Annuity Underlying U.S. Government Money Market Funds Average	0.01	0.01

What factors influenced the portfolio's performance?

The U.S. economy is continuing to recover from the deep, pandemic-driven downturn that took place in the first half of 2020. Most sectors of the economy have reopened to varying degrees, and many measures of the labor market have reached their best levels since the beginning of the pandemic. Inflation, however, remains elevated, due in part to supply chain disruptions and shortages in some industries. Also, economic growth has moderated from its brisk pace early in the recovery, as the spread of the delta variant of the coronavirus slowed the resumption of normal economic activity and workers' return to the office. The delayed passage of a federal infrastructure spending bill—which was signed into law in mid-November—as well as its smaller price tag represent a lesser degree of fiscal stimulus than what had been expected early in our reporting period.

Federal Reserve officials continued to believe that elevated inflation will be a transitory phenomenon—though they increasingly acknowledged as the year progressed that it may take longer than they previously expected for price pressures to ease. They also seemed to be adhering to the Fed's new inflation framework, whereby they intend to keep short-term interest rates very low while allowing inflation to go above and remain above 2% for some period of time to compensate for periods of below-average inflation. However, the improvement in the labor market over the last year (maximum employment is one of the Fed's two primary goals) increased expectations

that the central bank would begin tapering its asset purchases. Indeed, in early November, the Fed announced its first steps in reducing the quantity of its monthly purchases of Treasuries and agency mortgage-backed securities.

The tapering of asset purchases is a likely prelude to increases in the fed funds target rate, which could commence at some point in 2022. The yield on the 90-day Treasury bill decreased from 0.09% to 0.06% in 2021. However, the six-month T-bill yield climbed from 0.09% to 0.19%, while one-year T-bill yields increased from 0.10% to 0.39% over the last year.

How is the portfolio positioned?

At the end of December, the portfolio's weighted average maturity was positioned longer than that of the average competitor. With money market interest rates hovering just above 0%, we continued to focus on U.S. government money market securities with longer maturities in an attempt to preserve the portfolio's yield. As always, we try to take advantage of opportunities to buy money market instruments with attractive yields.

SECURITY DIVERSIFICATION

U.S. Treasury Notes	52%
U.S. Treasury Bills	29
Repurchase Agreements	19
Total	100%

Based on net assets as of 12/31/21.

As shown in the Security Diversification exhibit, 52% of the portfolio's assets were invested in U.S. Treasury notes that will mature within one year. U.S. Treasury bills represented 29%, while repurchase agreements accounted for the remaining 19%.

What is portfolio management's outlook?

In early November, as mentioned earlier, the Fed stated that it will begin to slow its monthly bond purchases—by \$15 billion, starting in November and December 2021. By not specifying the speed of the taper beyond December, the widely expected tapering announcement gave the Fed the flexibility to make adjustments as economic conditions evolved.

Then, on the last day of November, Fed Chair Jerome Powell surprised some investors by stating that “the risk of higher inflation has increased” and that he expects to discuss a possible acceleration of the Fed's tapering at the central bank's next meeting. On December 15, the Fed announced that it would reduce the size of its monthly purchases by \$30 billion per month starting in January. At this pace, the central bank would end its monthly purchases by the end of March, which could lead to the onset of interest rate increases—assuming inflation remains elevated—shortly thereafter.

Regardless of the Fed's decisions about tapering asset purchases or interest rate increases, our focus remains on principal stability, liquidity, and investments with the highest credit quality. We recognize that these are of utmost importance to our investors.

The views expressed reflect the opinions of T. Rowe Price as of the date of this report and are subject to change based on changes in market, economic, or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

RISKS OF INVESTING IN THE GOVERNMENT MONEY PORTFOLIO

You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time.

The potential for realizing a loss of principal could derive from:

Interest rate risks. A decline in interest rates may lower the portfolio's yield, or a rise in the overall level of interest rates may cause a decline in the prices of fixed income securities held by the portfolio. The portfolio's yield will vary; it is not fixed for a specific period like the yield on a bank certificate of deposit. This is a disadvantage when interest rates are falling because the portfolio would have to reinvest at lower interest rates. During periods of extremely low short-term interest rates, the portfolio may not be able to maintain a positive yield, and given the current low interest rate environment, risks associated with rising rates are currently heightened.

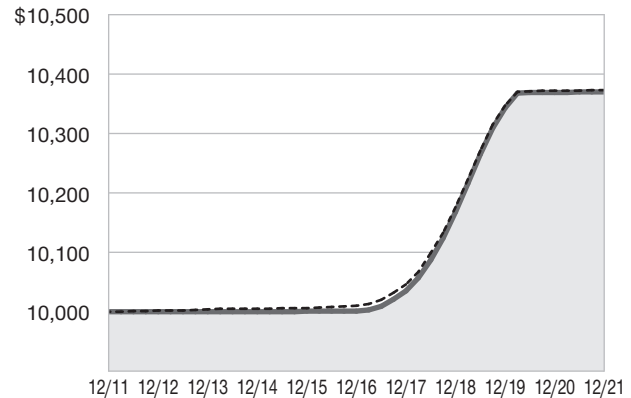
Credit risks. An issuer of a debt instrument could suffer an adverse change in financial condition that results in a payment default (failure to make scheduled interest or principal payments), a rating downgrade, or an inability to meet a financial obligation. Although the portfolio only purchases securities that present minimal credit risk in the opinion of T. Rowe Price, the credit quality of its holdings could change rapidly during periods of market stress. The portfolio's overall credit risk is relatively low since it invests in securities that are backed by the full faith and credit of the U.S. government.

Repurchase agreement risks. A counterparty to a repurchase agreement may become insolvent or fail to repurchase securities from the portfolio as required, which could increase its costs or prevent it from immediately accessing its collateral.

GROWTH OF \$10,000

This chart shows the value of a hypothetical \$10,000 investment in the portfolio over the past 10 fiscal year periods or since inception (for portfolios lacking 10-year records). The result is compared with benchmarks, which include a broad-based market index and may also include a peer group average or index. Market indexes do not include expenses, which are deducted from portfolio returns as well as mutual fund averages and indexes.

GOVERNMENT MONEY PORTFOLIO



As of 12/31/21

— Government Money Portfolio	\$10,370
--- Lipper Variable Annuity Underlying U.S. Government Money Market Funds Average	10,373

BENCHMARK INFORMATION

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AVERAGE ANNUAL COMPOUND TOTAL RETURN

Periods Ended 12/31/21	SEC Yield (7-Day Simple) With Waiver*	SEC Yield (7-Day Simple) Without Waiver*	1 Year	5 Years	10 Years
Government Money Portfolio	0.01%	-0.47%	0.01%	0.73%	0.36%

The fund's performance information represents only past performance and is not necessarily an indication of future results. Current performance may be lower or higher than the performance data cited. Investment return will vary. For the most recent month-end performance, please contact a T. Rowe Price representative at 1-800-469-6587 (financial advisors, or customers who have an advisor, should call 1-800-638-8790). Total returns do not include charges imposed by your insurance company's separate account. If these had been included, performance would have been lower.

This table shows how the portfolio would have performed each year if its actual (or cumulative) returns for the periods shown had been earned at a constant rate. Average annual total return figures include reinvested dividends. When assessing performance, investors should consider both short- and long-term returns. A money fund's yield more closely represents its current earnings than does the total return.

*In an effort to maintain a zero or positive net yield for the fund, T. Rowe Price has voluntarily waived all or a portion of the management fee it is entitled to receive from the fund. This voluntary waiver is in addition to any contractual expense ratio limitation in effect for the fund and may be amended or terminated at any time without prior notice. A fee waiver has the effect of increasing the fund's net yield; without it, the fund's 7-day yield would have been lower. Please see the prospectus for more details.

FUND EXPENSE EXAMPLE

As a mutual fund shareholder, you may incur two types of costs: (1) transaction costs, such as redemption fees or sales loads, and (2) ongoing costs, including management fees, distribution and service (12b-1) fees, and other fund expenses. The following example is intended to help you understand your ongoing costs (in dollars) of investing in 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 most recent six-month period and held for the entire period.

Actual Expenses

The first line of the following table (Actual) provides information about actual account values and actual expenses. You may use the information on this line, together with your account balance, 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 on the first line under the heading "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The information on the second line of the table (Hypothetical) is based on hypothetical account values and expenses derived from the fund's actual expense ratio and an assumed 5% per year rate of return before expenses (not the fund's actual return). You may compare the ongoing costs of investing in the fund with other funds by contrasting this 5% hypothetical example and the 5% hypothetical examples that appear in the shareholder reports of the other funds. 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 should also be aware that the expenses shown in the table highlight only your ongoing costs and do not reflect any transaction costs, such as redemption fees or sales loads. Therefore, 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. To the extent a fund charges transaction costs, however, the total cost of owning that fund is higher.

GOVERNMENT MONEY PORTFOLIO

	Beginning Account Value 7/1/21	Ending Account Value 12/31/21	Expenses Paid During Period* 7/1/21 to 12/31/21
Actual	\$1,000.00	\$1,000.10	\$0.15
Hypothetical (assumes 5% return before expenses)	1,000.00	1,025.05	0.15

*Expenses are equal to the fund's annualized expense ratio for the 6-month period (0.03%), multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal half year (184), and divided by the days in the year (365) to reflect the half-year period.

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

	Year Ended				
	12/31/21	12/31/20	12/31/19	12/31/18	12/31/17
NET ASSET VALUE					
Beginning of period	\$ 1.00	\$ 1.00	\$ 1.00	\$ 1.00	\$ 1.00
Investment activities					
Net investment income ⁽¹⁾⁽²⁾⁽³⁾	— ⁽⁴⁾	— ⁽⁴⁾	0.02	0.01	— ⁽⁴⁾
Net realized and unrealized gain/loss	— ⁽⁴⁾	— ⁽⁴⁾	— ⁽⁴⁾	— ⁽⁴⁾	— ⁽⁴⁾
Total from investment activities	— ⁽⁴⁾	— ⁽⁴⁾	0.02	0.01	— ⁽⁴⁾
Distributions					
Net investment income	— ⁽⁴⁾	— ⁽⁴⁾	(0.02)	(0.01)	— ⁽⁴⁾
NET ASSET VALUE					
End of period	\$ 1.00	\$ 1.00	\$ 1.00	\$ 1.00	\$ 1.00
Ratios/Supplemental Data					
Total return⁽²⁾⁽³⁾⁽⁵⁾	0.01%	0.25%	1.72%	1.33%	0.34%
Ratios to average net assets: ⁽²⁾					
Gross expenses before waivers/payments by Price Associates	0.57%	0.55%	0.55%	0.55%	0.55%
Net expenses after waivers/payments by Price Associates ⁽³⁾	0.05%	0.27%	0.55%	0.55%	0.55%
Net investment income ⁽³⁾	0.01%	0.24%	1.70%	1.32%	0.38%
Net assets, end of period (in thousands)	\$ 35,035	\$ 39,019	\$ 35,348	\$ 34,589	\$ 33,318

⁽¹⁾ Per share amounts calculated using average shares outstanding method.⁽²⁾ See Note 5 for details of expense-related arrangements with Price Associates.⁽³⁾ See Note 5. Includes the effect of voluntary management fee waivers and operating expense reimbursements (0.52%, 0.28%, 0.00%, 0.00% and 0.00% of average net assets) for years ended 12/31/21, 12/31/20, 12/31/19, 12/31/18 and 12/31/17, respectively.⁽⁴⁾ Amounts round to less than \$0.01 per share.⁽⁵⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable.

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

T. ROWE PRICE GOVERNMENT MONEY PORTFOLIO

December 31, 2021

PORTFOLIO OF INVESTMENTS†				
	Par	\$ Value	Par	\$ Value
(Amounts in 000s)			(Amounts in 000s)	
U.S. GOVERNMENT AGENCY REPURCHASE AGREEMENTS 19.5%(1)			U.S. Treasury Bills, 0.055%, 3/8/22	705 705
Credit Agricole, Tri-Party, Dated 12/31/21, 0.05%, Delivery Value of \$6,810,028 on 1/3/22, Collateralized by U.S. Government securities, 2.00%, 1/20/51, valued at \$6,946,201	6,810	6,810	U.S. Treasury Bills, 0.057%, 3/1/22	500 500
Total U.S. Government Agency Repurchase Agreements (Cost \$6,810)		6,810	U.S. Treasury Bills, 0.058%, 1/27/22	312 312
			U.S. Treasury Bills, 0.059%, 1/6/22	500 500
U.S. TREASURY DEBT 80.2%			U.S. Treasury Bills, 0.059%, 1/11/22	910 910
U.S. Treasury Bills, 0.055%, 1/4/22	845	845	U.S. Treasury Bills, 0.069%, 3/29/22	2,000 2,000
U.S. Treasury Bills, 0.055%, 1/20/22	775	775	U.S. Treasury Bills, 0.09%, 4/12/22	2,000 1,999
U.S. Treasury Bills, 0.055%, 2/22/22	510	510	U.S. Treasury Bills, 0.11%, 4/26/22	1,000 1,000
			U.S. Treasury Notes, 0.062%, 2/15/22	2,000 2,005
			U.S. Treasury Notes, 0.07%, 1/31/22	2,000 2,003
			U.S. Treasury Notes, 0.071%, 1/15/22	4,000 4,004
			U.S. Treasury Notes, 0.08%, 3/15/22	2,000 2,009
			U.S. Treasury Notes, 0.088%, 3/31/22	2,000 2,009
			U.S. Treasury Notes, 0.10%, 3/31/22	2,000 2,008
			U.S. Treasury Notes, 0.107%, 2/28/22	4,000 4,010
			Total U.S. Treasury Debt (Cost \$28,104)	28,104
			Total Investments in Securities	
			99.7% of Net Assets (Cost \$34,914)	\$ 34,914

† Par is denominated in U.S. dollars unless otherwise noted.

(1) See Note 3. Collateralized by U.S. government securities valued at \$6,496 at December 31, 2021.

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

T. ROWE PRICE GOVERNMENT MONEY PORTFOLIO

December 31, 2021

STATEMENT OF ASSETS AND LIABILITIES

(\$000s, except shares and per share amounts)

Assets

Investments in securities, at value (cost \$34,914)	\$	34,914
Interest receivable		133
Due from affiliates		18
Cash		8
Total assets		<u>35,073</u>

Liabilities

Payable for shares redeemed		23
Investment management and administrative fees payable		15
Total liabilities		<u>38</u>

NET ASSETS

\$ 35,035

Net Assets Consist of:

Total distributable earnings (loss)	\$	5
Paid-in capital applicable to 35,011,152 shares of \$0.0001 par value capital stock outstanding; 1,000,000,000 shares of the Corporation authorized		<u>35,030</u>

NET ASSETS

\$ 35,035

NET ASSET VALUE PER SHARE

\$ 1.00

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

STATEMENT OF OPERATIONS

(\$000s)

	Year Ended 12/31/21
Investment Income (Loss)	
Interest income	\$ 22
Expenses	
Investment management and administrative expense	203
Voluntary management fee waivers and expense reimbursements	(186)
Net expenses	17
Net investment income	5
Realized Gain / Loss	
Net realized gain on securities	4
INCREASE IN NET ASSETS FROM OPERATIONS	\$ 9

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

STATEMENT OF CHANGES IN NET ASSETS

(\$000s)

	Year Ended 12/31/21	12/31/20
Increase (Decrease) in Net Assets		
Operations		
Net investment income	\$ 5	\$ 91
Net realized gain	4	-
Increase in net assets from operations	9	91
Distributions to shareholders		
Net earnings	(4)	(91)
Capital share transactions*		
Shares sold	10,099	18,168
Distributions reinvested	4	91
Shares redeemed	(14,092)	(14,588)
Increase (decrease) in net assets from capital share transactions	(3,989)	3,671
Net Assets		
Increase (decrease) during period	(3,984)	3,671
Beginning of period	39,019	35,348
End of period	\$ 35,035	\$ 39,019

* Capital share transactions at net asset value of \$1.00 per share.

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

NOTES TO FINANCIAL STATEMENTS

T. Rowe Price Fixed Income Series, Inc. (the corporation) is registered under the Investment Company Act of 1940 (the 1940 Act). The Government Money Portfolio (the fund) is a diversified, open-end management investment company established by the corporation. The fund seeks preservation of capital, liquidity, and, consistent with these, the highest possible current income. Shares of the fund are currently offered only to insurance company separate accounts established for the purpose of funding variable annuity contracts and variable life insurance policies. The fund intends to operate as a government money market fund and has no intention to voluntarily impose liquidity fees on redemptions or temporarily suspend redemptions. At a Board meeting held on March 9, 2021, the fund's Board approved the liquidation and dissolution of the fund. The liquidation is expected to occur on May 6, 2022. In anticipation of the liquidation, the fund was closed to new insurance providers effective May 3, 2021 and has ceased pursuing its investment objective.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation The fund is an investment company and follows accounting and reporting guidance in the Financial Accounting Standards Board (FASB) *Accounting Standards Codification* Topic 946 (ASC 946). The accompanying financial statements were prepared in accordance with accounting principles generally accepted in the United States of America (GAAP), including, but not limited to, ASC 946. GAAP requires the use of estimates made by management. Management believes that estimates and valuations are appropriate; however, actual results may differ from those estimates, and the valuations reflected in the accompanying financial statements may differ from the value ultimately realized upon sale or maturity.

Investment Transactions, Investment Income, and Distributions Investment transactions are accounted for on the trade date basis. Income and expenses are recorded on the accrual basis. Realized gains and losses are reported on the identified cost basis. Premiums and discounts on debt securities are amortized for financial reporting purposes. Income tax-related interest and penalties, if incurred, are recorded as income tax expense. Distributions to shareholders are recorded on the ex-dividend date. Income distributions are declared daily and paid monthly. A capital gain distribution may also be declared and paid by the fund annually.

Capital Transactions Each investor's interest in the net assets of the fund is represented by fund shares. The fund's net asset value (NAV) per share is computed at the close of the New York Stock Exchange (NYSE), normally 4 p.m. ET, each day the NYSE is open for business. However, the NAV per share may be calculated at a time other than the normal close of the NYSE if trading on the NYSE is restricted, if the NYSE closes earlier, or as may be permitted by the SEC. Purchases and redemptions of fund shares are transacted at the next-computed NAV per share, after receipt of the transaction order by T. Rowe Price Associates, Inc., or its agents.

New Accounting Guidance In March 2020, the FASB issued Accounting Standards Update (ASU), ASU 2020-04, Reference Rate Reform (Topic 848) – Facilitation of the Effects of Reference Rate Reform on Financial Reporting, which provides optional, temporary relief with respect to the financial reporting of contracts subject to certain types of modifications due to the planned discontinuation of the London Interbank Offered Rate (LIBOR) and other interbank-offered based reference rates as of the end of 2021. In March 2021, the administrator for LIBOR announced the extension of the publication of a majority of the USD LIBOR settings to June 30, 2023. Management expects that the adoption of the guidance will not have a material impact on the fund's financial statements.

Indemnification In the normal course of business, the fund may provide indemnification in connection with its officers and directors, service providers, and/or private company investments. The fund's maximum exposure under these arrangements is unknown; however, the risk of material loss is currently considered to be remote.

NOTE 2 - VALUATION

The fund's financial instruments are valued at the close of the NYSE and are reported at fair value, which GAAP defines as the price 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. Assets and liabilities other than financial instruments, including short-term receivables and payables, are carried at cost, or estimated realizable value, if less, which approximates fair value. The T. Rowe Price Valuation Committee (the Valuation Committee) is an internal committee that has been delegated certain responsibilities by the fund's Board of Directors (the Board) to ensure that financial instruments are appropriately priced at fair value in accordance with GAAP and the 1940 Act. Subject to oversight by the Board, the Valuation Committee develops and oversees pricing-related policies and procedures, including the comparison of

amortized cost to market-based value, and approves all fair value determinations. Specifically, the Valuation Committee establishes policies and procedures used in valuing financial instruments, including those which cannot be valued in accordance with normal procedures; determines pricing techniques, sources, and persons eligible to effect fair value pricing actions; oversees the pricing process to ensure policies and procedures are being followed; and provides guidance on internal controls and valuation-related matters. The Valuation Committee provides periodic reporting to the Board on valuation matters.

Various valuation techniques and inputs are used to determine the fair value of financial instruments. GAAP establishes the following fair value hierarchy that categorizes the inputs used to measure fair value:

Level 1 – quoted prices (unadjusted) in active markets for identical financial instruments that the fund can access at the reporting date

Level 2 – inputs other than Level 1 quoted prices that are observable, either directly or indirectly (including, but not limited to, quoted prices for similar financial instruments in active markets, quoted prices for identical or similar financial instruments in inactive markets, interest rates and yield curves, implied volatilities, and credit spreads)

Level 3 – unobservable inputs (including the fund's own assumptions in determining fair value)

Observable inputs are developed using market data, such as publicly available information about actual events or transactions, and reflect the assumptions market participants would use to price the financial instrument. Unobservable inputs are those for which market data are not available and are developed using the best information available about the assumptions that market participants would use to price the financial instrument. GAAP requires valuation techniques to maximize the use of relevant observable inputs and minimize the use of unobservable inputs. Input levels are not necessarily an indication of the risk or liquidity associated with financial instruments at that level but rather the degree of judgment used in determining those values.

In accordance with Rule 2a-7 under the 1940 Act, the fund values its securities at amortized cost, which approximates fair value. Securities for which amortized cost is deemed not to reflect fair value are stated at fair value as determined in good faith by the Valuation Committee, in accordance with fair valuation policies and procedures. On December 31, 2021, all of the fund's financial instruments were classified as Level 2 in the fair value hierarchy.

NOTE 3 - OTHER INVESTMENT TRANSACTIONS

Consistent with its investment objective, the fund engages in the following practices to manage exposure to certain risks and/or to enhance performance. The investment objective, policies, program, and risk factors of the fund are described more fully in the fund's prospectus and Statement of Additional Information.

Repurchase Agreements The fund engages in repurchase agreements, pursuant to which it pays cash to and receives securities from a counterparty that agrees to "repurchase" the securities at a specified time, typically within seven business days, for a specified price. The fund enters into such agreements with well-established securities dealers or banks that are members of the Federal Reserve System and are on Price Associates' approved list. All repurchase agreements are fully collateralized by U.S. government or related agency securities, which are held by the custodian designated by the agreement. Collateral is evaluated daily to ensure that its market value exceeds the delivery value of the repurchase agreements at maturity. Although risk is mitigated by the collateral, the fund could experience a delay in recovering its value and a possible loss of income or value if the counterparty fails to perform in accordance with the terms of the agreement.

LIBOR Transition The fund may invest in instruments that are tied to reference rates, including LIBOR. On March 5, 2021, the ICE Benchmark Administration Limited, the administrator of LIBOR, announced its intention to cease publishing a majority of the USD LIBOR settings immediately after publication on June 30, 2023, with the remaining USD LIBOR settings to end immediately after publication on December 31, 2021. There remains uncertainty regarding the future utilization of LIBOR and the nature of any replacement rate. Any potential effects of the transition away from LIBOR on the fund, or on certain instruments in which the fund invests, cannot yet be determined. The transition process may result in, among other things, an increase in volatility or illiquidity of markets for instruments that currently rely on LIBOR, a reduction in the value of certain instruments held by the fund, or a reduction in the effectiveness of related fund transactions such as hedges. Any such effects could have an adverse impact on the fund's performance.

NOTE 4 - FEDERAL INCOME TAXES

Generally, no provision for federal income taxes is required since the fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code and distribute to shareholders all of its taxable income and gains. Distributions determined in accordance with federal income tax regulations may differ in amount or character from net investment income and realized gains for financial reporting purposes.

The fund files U.S. federal, state, and local tax returns as required. The fund's tax returns are subject to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return but which can be extended to six years in certain circumstances. Tax returns for open years have incorporated no uncertain tax positions that require a provision for income taxes.

Financial reporting records are adjusted for permanent book/tax differences to reflect tax character but are not adjusted for temporary differences.

Distributions during the years ended December 31, 2021 and December 31, 2020, totaled \$4,000 and \$91,000, respectively, and were characterized as ordinary income for tax purposes. At December 31, 2021, the tax-basis cost of investments and components of net assets were as follows:

(\$000s)	
Cost of investments	\$ 34,914
Undistributed ordinary income	5
Paid-in capital	35,030
Net assets	\$ 35,035

NOTE 5 - RELATED PARTY TRANSACTIONS

The fund is managed by T. Rowe Price Associates, Inc. (Price Associates), a wholly owned subsidiary of T. Rowe Price Group, Inc. (Price Group). The investment management and administrative agreement between the fund and Price Associates provides for an all-inclusive annual fee equal to 0.55% of the fund's average daily net assets. The fee is computed daily and paid monthly. The all-inclusive fee covers investment management services and ordinary, recurring operating expenses but does not cover interest expense; expenses related to borrowing, taxes, and brokerage; or nonrecurring expenses.

Price Associates may voluntarily waive all or a portion of its management fee and reimburse operating expenses to the extent necessary for the fund to maintain a zero or positive net yield (voluntary waiver). Any amounts waived/paid by Price Associates under this voluntary agreement are not subject to repayment by the fund. Price Associates may amend or terminate this voluntary arrangement at any time without prior notice. For the year ended December 31, 2021, expenses waived/paid totaled \$186,000.

The fund may participate in securities purchase and sale transactions with other funds or accounts advised by Price Associates (cross trades), in accordance with procedures adopted by the fund's Board and Securities and Exchange Commission rules, which require, among other things, that such purchase and sale cross trades be effected at the independent current market price of the security. During the year ended December 31, 2021, the fund had no purchases or sales cross trades with other funds or accounts advised by Price Associates.

NOTE 6 - OTHER MATTERS

Unpredictable events such as environmental or natural disasters, war, terrorism, pandemics, outbreaks of infectious diseases, and similar public health threats may significantly affect the economy and the markets and issuers in which a fund invests. Certain events may cause instability across global markets, including reduced liquidity and disruptions in trading markets, while some events may affect certain geographic regions, countries, sectors, and industries more significantly than others, and exacerbate other pre-existing political, social, and economic risks. The fund's performance could be negatively impacted if the value of a portfolio holding were harmed by such events. Since 2020, a novel strain of coronavirus (COVID-19) has resulted in disruptions to global business activity and caused significant volatility and declines in global financial markets. The duration of this outbreak or others and their effects cannot be determined with certainty.

Report of Independent Registered Public Accounting Firm

**To the Board of Directors of T. Rowe Price Fixed Income Series, Inc.
and Shareholders of T. Rowe Price Government Money Portfolio**

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the portfolio of investments, of T. Rowe Price Government Money Portfolio (one of the portfolios constituting T. Rowe Price Fixed Income Series, Inc., referred to hereafter as the “Fund”) as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP
Baltimore, Maryland
February 8, 2022

We have served as the auditor of one or more investment companies in the T. Rowe Price group of investment companies since 1973.

TAX INFORMATION (UNAUDITED) FOR THE TAX YEAR ENDED 12/31/21

We are providing this information as required by the Internal Revenue Code. The amounts shown may differ from those elsewhere in this report because of differences between tax and financial reporting requirements.

For shareholders subject to interest expense deduction limitation under Section 163(j), \$7,000 of the fund's income qualifies as a Section 163(j) interest dividend and can be treated as interest income for purposes of Section 163(j), subject to holding period requirements and other limitations.

INFORMATION ON PROXY VOTING POLICIES, PROCEDURES, AND RECORDS

A description of the policies and procedures used by T. Rowe Price funds to determine how to vote proxies relating to portfolio securities is available in each fund's Statement of Additional Information. You may request this document by calling 1-800-225-5132 or by accessing the SEC's website, sec.gov.

The description of our proxy voting policies and procedures is also available on our corporate website. To access it, please visit the following Web page:

<https://www.troweprice.com/corporate/en/utility/policies.html>

Scroll down to the section near the bottom of the page that says, "Proxy Voting Policies." Click on the Proxy Voting Policies link in the shaded box.

Each fund's most recent annual proxy voting record is available on our website and through the SEC's website. To access it through T. Rowe Price, visit the website location shown above, and scroll down to the section near the bottom of the page that says, "Proxy Voting Records." Click on the Proxy Voting Records link in the shaded box.

HOW TO OBTAIN QUARTERLY PORTFOLIO HOLDINGS

The fund files its complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) each month on Form N-MFP. The fund's reports on Form N-MFP are available on the SEC's website (sec.gov). In addition, most T. Rowe Price funds disclose their portfolio holdings information on **troweprice.com**.

ABOUT THE PORTFOLIO'S DIRECTORS AND OFFICERS

Your fund is overseen by a Board of Directors (Board) that meets regularly to review a wide variety of matters affecting or potentially affecting the fund, including performance, investment programs, compliance matters, advisory fees and expenses, service providers, and business and regulatory affairs. The Board elects the fund's officers, who are listed in the final table. At least 75% of the Board's members are considered to be independent, i.e., not "interested persons" as defined in Section 2(a)(19) of the 1940 Act, of the Boards of T. Rowe Price Associates, Inc. (T. Rowe Price), and its affiliates; "interested" directors and officers are employees of T. Rowe Price. The business address of each director and officer is 100 East Pratt Street, Baltimore, Maryland 21202. The Statement of Additional Information includes additional information about the fund directors and is available without charge by calling a T. Rowe Price representative at 1-800-638-5660.

INDEPENDENT DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
Teresa Bryce Bazemore (1959) 2018 [204]	President and Chief Executive Officer, Federal Home Loan Bank of San Francisco (2021 to present); President, Radian Guaranty (2008 to 2017); Chief Executive Officer, Bazemore Consulting LLC (2018 to 2021); Director, Chimera Investment Corporation (2017 to 2021); Director, First Industrial Realty Trust (2020 to present); Director, Federal Home Loan Bank of Pittsburgh (2017 to 2019)
Ronald J. Daniels (1959) 2018 [204]	President, The Johns Hopkins University ^(b) and Professor, Political Science Department, The Johns Hopkins University (2009 to present); Director, Lyndhurst Holdings (2015 to present); Director, BridgeBio Pharma, Inc. (2020 to present)
Bruce W. Duncan (1951) 2013 [204]	President, Chief Executive Officer, and Director, CyrusOne, Inc. (2020 to 2021); Chief Executive Officer and Director (2009 to 2016), Chair of the Board (2016 to 2020), and President (2009 to 2016), First Industrial Realty Trust, owner and operator of industrial properties; Chair of the Board (2005 to 2016) and Director (1999 to 2016), Starwood Hotels & Resorts, a hotel and leisure company; Member, Investment Company Institute Board of Governors (2017 to 2019); Member, Independent Directors Council Governing Board (2017 to 2019); Senior Advisor, KKR (2018 to present); Director, Boston Properties (2016 to present); Director, Marriott International, Inc. (2016 to 2020)
Robert J. Gerrard, Jr. (1952) 2013 [204]	Advisory Board Member, Pipeline Crisis/Winning Strategies, a collaborative working to improve opportunities for young African Americans (1997 to 2016); Chair of the Board, all funds (July 2018 to present)
Paul F. McBride (1956) 2013 [204]	Advisory Board Member, Vizzia Technologies (2015 to present); Board Member, Dunbar Armored (2012 to 2018)
Cecilia E. Rouse, Ph.D. ^(c) (1963) 2013 [0]	Dean, Princeton School of Public and International Affairs (2012 to present); Professor and Researcher, Princeton University (1992 to present); Director of Education Studies Committee, MDRC, a nonprofit education and social policy research organization (2011 to 2020); Member, National Academy of Education (2010 to present); Board Member, National Bureau of Economic Research (2011 to present); Board Member of the Council on Foreign Relations (2018 to present); Board Member, The Pennington School (2017 to present); Board Member, the University of Rhode Island (2020 to present); Chair of Committee on the Status of Minority Groups in the Economic Profession of the American Economic Association (2012 to 2018); Vice President (2015 to 2016) and Board Member (2018 to present), American Economic Association
John G. Schreiber ^(d) (1946) 1994 [0]	Owner/President, Centaur Capital Partners, Inc., a real estate investment company (1991 to present); Cofounder, Partner, and Cochair of the Investment Committee, Blackstone Real Estate Advisors, L.P. (1992 to 2015); Director, Blackstone Mortgage Trust, a real estate finance company (2012 to 2016); Director and Chair of the Board, Brixmor Property Group, Inc. (2013 to present); Director, Hilton Worldwide (2007 to present); Director, Hudson Pacific Properties (2014 to 2016); Director, Invitation Homes (2014 to 2017); Director, JMB Realty Corporation (1980 to present)
Kellye Walker ^(e) (1966) 2021 [204]	Executive Vice President and Chief Legal Officer, Eastman Chemical Company (April 2020 to present); Executive Vice President and Chief Legal Officer, Huntington Ingalls Industries, Inc. (NYSE: HII) (January 2015 to March 2020); Director, Lincoln Electric Company (October 2020 to present)

^(a)All information about the independent directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

^(b)William J. Stromberg, chair of the Board, director, and chief executive officer of T. Rowe Price Group, Inc., the parent company of the Price Funds' investment advisor, has served on the Board of Trustees of Johns Hopkins University since 2014.

^(c)Effective March 4, 2021, Dr. Rouse resigned from her role as independent director of the Price Funds.

^(d)Effective December 31, 2021, Mr. Schreiber resigned from his role as independent director of the Price Funds.

^(e)Effective November 8, 2021, Ms. Walker was elected as independent director of the Price Funds.

INTERESTED DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
David Oestreicher (1967) 2018 [204]	General Counsel, Vice President, and Secretary, T. Rowe Price Group, Inc.; Chair of the Board, Chief Executive Officer, President, and Secretary, T. Rowe Price Trust Company; Director, Vice President, and Secretary, T. Rowe Price, T. Rowe Price Investment Services, Inc., T. Rowe Price Retirement Plan Services, Inc., and T. Rowe Price Services, Inc.; Director and Secretary, T. Rowe Price Investment Management, Inc. (Price Investment Management); Vice President and Secretary, T. Rowe Price International (Price International); Vice President, T. Rowe Price Hong Kong (Price Hong Kong), T. Rowe Price Japan (Price Japan), and T. Rowe Price Singapore (Price Singapore); Principal Executive Officer and Executive Vice President, all funds
Robert W. Sharps, CFA, CPA (1971) 2019 [204]	Director and Vice President, T. Rowe Price; President, T. Rowe Price Group, Inc.; Director, Price Investment Management; Vice President, T. Rowe Price Trust Company

^(a)All information about the interested directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

OFFICERS

Name (Year of Birth) Position Held With Fixed Income Series	Principal Occupation(s)
Shiu Tak Chan (1981) Vice President	Vice President, Price Hong Kong and T. Rowe Price Group, Inc.
Jason T. Collins, CFA (1971) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Maria H. Condez (1962) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Levent Demirekler, CFA (1974) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Alan S. Dupski, CPA (1982) Principal Financial Officer, Vice President, and Treasurer	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Alisa Fiumara-Yoch, CFA (1974) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Stephanie Angelique Gentile, CFA (1956) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
John R. Gilner (1961) Chief Compliance Officer	Chief Compliance Officer and Vice President, T. Rowe Price; Vice President, T. Rowe Price Group, Inc., and T. Rowe Price Investment Services, Inc.
Gary J. Greb (1961) Vice President	Vice President, T. Rowe Price, Price International, and T. Rowe Price Trust Company
Charles B. Hill, CFA (1961) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Keir R. Joyce, CFA (1972) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Steven M. Kohlenstein, CFA (1987) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Paul J. Krug, CPA (1964) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

OFFICERS (CONTINUED)

Name (Year of Birth) Position Held With Fixed Income Series	Principal Occupation(s)
Alan D. Levenson, Ph.D. (1958) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Cheryl A. Mickel, CFA (1967) President	Director and Vice President, T. Rowe Price Trust Company; Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Alexander S. Obaza (1981) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Fran M. Pollack-Matz (1961) Vice President and Secretary	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Investment Services, Inc., and T. Rowe Price Services, Inc.
Rachel Protzman (1988) Assistant Vice President	Assistant Vice President, T. Rowe Price
Shannon H. Rauser (1987) Assistant Secretary	Assistant Vice President, T. Rowe Price
Michael F. Reinartz, CFA (1973) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Michael K. Sewell (1982) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Chen Shao (1980) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Douglas D. Spratley, CFA (1969) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Susan G. Troll, CPA (1966) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Mitch Unger (1986) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.; formerly, Senior Research Analyst, NUVEEN, TIAA Investments (to 2018)
Megan Warren (1968) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Retirement Plan Services, Inc., T. Rowe Price Services, Inc., and T. Rowe Price Trust Company; formerly, Executive Director, JPMorgan Chase (to 2017)

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

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T.RowePrice®

100 East Pratt Street
Baltimore, MD 21202

Call 1-800-225-5132 to request a prospectus or summary prospectus; each includes investment objectives, risks, fees, expenses, and other information that you should read and consider carefully before investing.



ANNUAL REPORT

December 31, 2021

T. ROWE PRICE

Limited-Term Bond Portfolio

For more insights from T. Rowe Price investment professionals,
go to **[troweprice.com](https://www.troweprice.com)**.

HIGHLIGHTS

- The Limited-Term Bond Portfolio outperformed its benchmark and its Lipper peer group average over the 12-month period ended December 31, 2021.
- Among spread sectors, corporate bonds recorded the strongest excess returns, as improving corporate fundamentals and strong technicals supported the asset class.
- When credit spreads backtracked in November, we shifted focus from shorter-term corporate bonds to high-conviction names across a broader portion of the yield curve.
- Although a hawkish Fed and the emergence of the omicron variant have complicated the interest rate outlook, we believe a strengthening U.S. economy and moderating inflation will support higher Treasury yields in 2022.

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If you invest directly with T. Rowe Price, go to **troweprice.com/paperless**.

If you invest through an investment advisor, a bank, or a brokerage firm, please contact that organization and ask if it can provide electronic documentation.

It's fast—receive your statements and confirmations faster than U.S. mail.

It's convenient—access your important account documents whenever you need them.

It's secure—we protect your online accounts using “True Identity” to confirm new accounts and make verification faster and more secure.

It can save you money—where applicable, T. Rowe Price passes on the cost savings to fund holders.*

Log in to your account at **troweprice.com** for more information.

*Certain mutual fund accounts that are assessed an annual account service fee can also save money by switching to e-delivery.

Dear Investor

Major stock and bond indexes produced mixed results during 2021 as strong corporate earnings growth and a recovering economy contended with worries about inflation, new coronavirus variants, and less accommodative central banks. Most developed market stock benchmarks finished the year with positive returns, although gains slowed in the second half of the year, while fixed income returns faced headwinds from rising interest rates.

Large-cap U.S. growth stocks delivered the strongest returns, but solid results were common in many developed markets. However, emerging markets stock benchmarks struggled amid a significant equity market downturn in China.

The large-cap S&P 500 Index returned almost 29%, marking its third straight year of positive returns. Robust results were widespread across the benchmark—according to Bloomberg data, 2021 marked the first year that all of the S&P 500 sectors recorded double-digit gains. The energy sector, which was the worst performer in 2020, was the leader in 2021 amid a sharp increase in oil prices, and real estate stocks also rebounded from a down year as strong demand led to rising rents. Financial and information technology stocks also produced excellent returns and outperformed the broad market.

In the fixed income market, rising Treasury yields weighed on performance, but below investment-grade corporate bonds delivered solid results as they benefited from improving fundamentals and investor demand for higher-yielding securities. (Bond prices and yields move in opposite directions.)

A robust increase in corporate earnings growth appeared to be a significant performance driver during the year. According to FactSet, overall earnings for the S&P 500 rose 89% in the second quarter of 2021 versus the year before, the fastest pace since 2009, and while third-quarter earnings slowed, they continued to beat expectations at an impressive pace. Despite the significant rally in the S&P 500 during 2021, the index's price/earnings ratio actually fell over that period as earnings rose faster than stock prices. Although economic growth showed signs of slowing at times, data remained generally positive through the end of the period. The unemployment rate, which started the year at 6.7%, fell to 3.9% by December, and job openings reached a record high.

However, optimism surrounding strong earnings and employment gains was tempered by inflation concerns. Prices surged as the release of pent-up demand and supply chain disruptions contributed to higher inflation around the globe. In the U.S., the 6.8% increase in the consumer price index for the 12-month period ended in November was the highest level since 1982, a factor that may have contributed to a decline in consumer sentiment late in the year.

Meanwhile, central banks began to move away from the extremely accommodative policies they instituted in response to the initial wave of the coronavirus. The Federal Reserve began trimming its purchases of Treasuries and agency mortgage-backed securities in November, and policymakers indicated that they could soon start raising short-term interest rates.

How markets respond to the normalization of monetary policy is an open question. While fading stimulus might pose some challenges for investors, I believe it could contribute to a return of price sensitivity in global markets, which bodes well for selective investors focused on fundamentals.

Elevated valuations, higher inflation, and the continuing struggle to control the pandemic also pose potential challenges for financial markets in 2022. However, on the positive side, household wealth gains, pent-up consumer demand, and a potential boom in capital expenditures could sustain growth even as monetary policy turns less supportive. In this environment, our investment teams will remain focused on using fundamental research to identify companies that can add value to your portfolio over the long term.

Thank you for your continued confidence in T. Rowe Price.

Sincerely,



Robert Sharps
President and CEO

INVESTMENT OBJECTIVE

The fund seeks a high level of income consistent with moderate fluctuations in principal value.

FUND COMMENTARY

How did the fund perform in the past 12 months?

The Limited-Term Bond Portfolio returned 0.13% in the 12-month period ended December 31, 2021, outperforming its benchmark, the Bloomberg 1–3 Year U.S. Government/Credit Bond Index, as well as its Lipper peer group average. (Returns for the II Class shares will vary, reflecting their different fee structure. *Past performance cannot guarantee future results.*)

PERFORMANCE COMPARISON

Periods Ended 12/31/21	Total Return	
	6 Months	12 Months
Limited-Term Bond Portfolio	-0.40%	0.13%
Limited-Term Bond Portfolio-II	-0.53	-0.13
Bloomberg 1–3 Year U.S. Government/ Credit Bond Index	-0.47	-0.47
Lipper Variable Annuity Underlying Short Investment Grade Debt Funds Average	-0.49	-0.22

What factors influenced the fund's performance?

Credit markets continued to recover from the pandemic-induced downturn, though the pace of the recovery was hindered by periods of macro-driven volatility. Concerns regarding the emergence and spread of coronavirus variants, slowing economic growth, and persistently elevated inflation readings contributed to market fluctuations. Although many factors influenced markets throughout 2021, the most impactful market events occurred in the fourth quarter. While monetary policy from the Federal Reserve remained accommodative, the Fed began tapering its asset purchases as announced at its November meeting. In December, the Federal Open Market Committee, a small group that sets the direction of monetary policy for the central bank, announced an accelerated timeline to taper asset purchases and projected three rate hikes in 2022, up from the one it predicted in September.

U.S. Treasuries posted negative absolute returns and lagged spread sectors. After starting the year at 0.13%, the yield of the two-year Treasury note rose as Fed rhetoric became more hawkish and markets priced in rate hikes, ending at 0.73%. Among spread sectors, corporate bonds recorded the strongest excess returns, as improving corporate fundamentals and strong technicals supported the asset class.

Sector allocation was the primary contributor to relative performance. Out-of-benchmark holdings in securitized sectors helped relative performance. Positions in non-agency

residential mortgage-backed securities (RMBS), asset-backed securities (ABS), and commercial mortgage-backed securities (CMBS) were beneficial as the sectors continued to recover from liquidity issues brought on by the coronavirus pandemic and offered an incremental yield advantage over U.S. Treasuries. Moreover, concerns regarding inflation and the emergence of coronavirus variants stoked demand for the generally higher-quality securitized sectors. An overweight to investment-grade corporate bonds and a corresponding underweight to U.S. Treasuries also helped relative performance as improving corporate fundamentals, generally encouraging corporate earnings, and a continued desire for yield among investors fueled demand for corporate bonds.

Security selection within investment-grade corporate bonds contributed to relative performance. Credits issued by global banks were supported by strong corporate earnings, and exploration and production names in the energy sector received a boost from the rally in oil prices throughout September and October. Additionally, credits issued by aircraft lessors in the financials sector performed well as economic reopenings increased mobility.

Interest rate management further supported relative results. A shorter average duration profile relative to the benchmark was beneficial as U.S. Treasury yields rose across most of the curve.

How is the fund positioned?

Relative to the benchmark, we continue to underweight Treasuries while aiming to add yield by overweighting non-Treasury sectors and taking out-of-benchmark positions in high-quality, higher-yielding securitized debt. Within short-term bond portfolios, we believe yield plays a greater role than price appreciation in generating excess returns and limiting volatility. As corporate bonds and securitized issues typically have greater yields than Treasuries, advantageous yield can likely be achieved by selectively overweighting these sectors in the portfolio.

Corporate debt represented 46% of net assets. BBB rated bonds, which our research analysts believe are often mispriced and offer attractive relative value, remained a significant holding. The portfolio's credit risk levels decreased amid tight spreads and valuations across the investable universe. We focused on maintaining the yield profile within the portfolio by rotating out of select corporate bond holdings and investing the proceeds in securitized credits. Simultaneously, we built up liquidity for use during periods of credit spread widening. When spreads backtracked in November, we shifted focus from shorter-term corporate bonds to high-conviction names across a broader portion of the yield curve.

We continued to hold out-of-benchmark positions in ABS, CMBS, and non-agency RMBS to provide diversified sources of high-quality yield.

Also, while we are primarily a cash bond manager, we occasionally employ the limited use of derivatives in our strategy for hedging purposes. The portfolio maintains holdings in interest rate derivatives, primarily for hedging risk or managing exposure to certain parts of the yield curve.

CREDIT QUALITY DIVERSIFICATION

Quality Rating	Percent of Net Assets	
	6/30/21	12/31/21
U.S. Government Agency Securities*	3%	3%
U.S. Treasury**	15	19
AAA	14	13
AA	7	7
A	25	22
BBB	34	33
BB and Below	2	1
Reserves	0	2
Total	100%	100%

* U.S. government agency securities include GNMA securities and conventional pass-throughs, collateralized mortgage obligations, and project loans. U.S. government agency securities, unlike Treasuries, are not issued directly by the U.S. government and are generally unrated but have credit support from the U.S. Treasury (in the case of Freddie Mac and Fannie Mae issues) or a direct government guarantee (in the case of Ginnie Mae issues).

** U.S. Treasury securities are issued by the U.S. Treasury and are backed by the full faith and credit of the U.S. government. The ratings of U.S. Treasury securities are derived from the ratings on the U.S. government.

Sources: Credit ratings for the securities held in the fund are provided by Moody's, Standard & Poor's, and Fitch and are converted to the Standard & Poor's nomenclature. If the rating agencies differ, the highest rating is applied to the security. If a rating is not available, the security is classified as Not Rated. T. Rowe Price uses the rating of the underlying investment vehicle to determine the creditworthiness of credit default swaps. The fund is not rated by any agency. Securities that have not been rated by any rating agency totaled 0.13% of the portfolio at the end of the reporting period.

What is portfolio management's outlook?

Although a hawkish Fed and the emergence of the coronavirus omicron variant have complicated the interest rate outlook, we believe a strengthening U.S. economy and moderating inflation will support higher Treasury yields in 2022. However, we believe the pace of the two-year yield's rise will moderate if the Fed's rate hiking cycle aligns with expectations.

The Fed's mid-December policy meeting provided some clarity about the accelerated pace of tapering as well as the number and timing of rate hikes. Any policy missteps by the Fed, such as tightening policy more quickly in the face of a less certain economic outlook, could lead to increased levels of market volatility and further fluctuations in short-term credit spreads. However, bouts of volatility should also provide tactical opportunities for us, particularly given the strong growth environment.

While valuations have become more attractive after credit spreads widened in November, spreads remain near the tighter end of their longer-term range. Given current spread levels, we believe the liquidity we have built up will be advantageous in periods of spread widening. In such a climate, active sector and security selection are likely to play critical roles in generating yield and managing risk, and we are confident that our research platform is well positioned to capitalize on the current market environment.

The views expressed reflect the opinions of T. Rowe Price as of the date of this report and are subject to change based on changes in market, economic, or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

RISKS OF INVESTING IN FIXED INCOME SECURITIES

The value of the fund's investments may decrease, sometimes rapidly or unexpectedly, due to factors affecting an issuer held by the fund, particular industries, or the overall securities markets. An issuer of a debt instrument could suffer an adverse change in financial condition that results in a payment default (failure to make scheduled interest or principal payments), rating downgrade, or inability to meet a financial obligation. Securities that are rated below investment grade carry greater risk of default and should be considered speculative. The fund is subject to prepayment risks because the principal on mortgage-backed securities, other asset-backed securities, or any debt instrument with an embedded call option may be prepaid at any time, which could reduce the security's yield and market value.

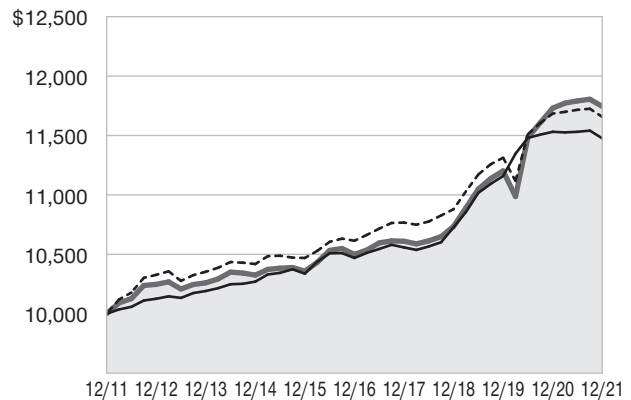
BENCHMARK INFORMATION

Note: Bloomberg® and Bloomberg 1–3 Year U.S. Government/Credit Bond Index are service marks of Bloomberg Finance L.P. and its affiliates, including Bloomberg Index Services Limited ("BISL"), the administrator of the index (collectively, "Bloomberg") and have been licensed for use for certain purposes by T. Rowe Price. Bloomberg is not affiliated with T. Rowe Price, and Bloomberg does not approve, endorse, review, or recommend its products. Bloomberg does not guarantee the timeliness, accurateness, or completeness of any data or information relating to its products.

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GROWTH OF \$10,000

This chart shows the value of a hypothetical \$10,000 investment in the portfolio over the past 10 fiscal year periods or since inception (for portfolios lacking 10-year records). The result is compared with benchmarks, which include a broad-based market index and may also include a peer group average or index. Market indexes do not include expenses, which are deducted from portfolio returns as well as mutual fund averages and indexes.

LIMITED-TERM BOND PORTFOLIO**As of 12/31/21**

— Limited-Term Bond Portfolio	\$ 11,745
--- Bloomberg 1–3 Year U.S. Government/Credit Bond Index	11,476
... Lipper Variable Annuity Underlying Short Investment Grade Debt Funds Average	11,657

Note: Performance for the II Class will vary due to its differing fee structure. See the Average Annual Compound Total Return table.

AVERAGE ANNUAL COMPOUND TOTAL RETURN

Periods Ended 12/31/21	1 Year	5 Years	10 Years
Limited-Term Bond Portfolio	0.13%	2.27%	1.62%
Limited-Term Bond Portfolio–II	-0.13	2.02	1.39

The fund's performance information represents only past performance and is not necessarily an indication of future results. Current performance may be lower or higher than the performance data cited. Share price, principal value, and return will vary, and you may have a gain or loss when you sell your shares. For the most recent month-end performance, please contact a T. Rowe Price representative at 1-800-469-6587 (financial advisors, or customers who have an advisor, should call 1-800-638-8790). Total returns do not include charges imposed by your insurance company's separate account. If these had been included, performance would have been lower.

This table shows how the portfolio would have performed each year if its actual (or cumulative) returns for the periods shown had been earned at a constant rate. Average annual total return figures include changes in principal value, reinvested dividends, and capital gain distributions. When assessing performance, investors should consider both short- and long-term returns.

FUND EXPENSE EXAMPLE

As a mutual fund shareholder, you may incur two types of costs: (1) transaction costs, such as redemption fees or sales loads, and (2) ongoing costs, including management fees, distribution and service (12b-1) fees, and other fund expenses. The following example is intended to help you understand your ongoing costs (in dollars) of investing in 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 most recent six-month period and held for the entire period.

Shares of the fund are currently offered only through certain insurance companies as an investment medium for both variable annuity contracts and variable life insurance policies. Please note that the fund has two classes of shares: the original share class and II Class. II Class shares are sold through financial intermediaries, which are compensated for distribution, shareholder servicing, and/or certain administrative services under a Board-approved Rule 12b-1 plan.

Actual Expenses

The first line of the following table (Actual) provides information about actual account values and actual expenses. You may use the information on this line, together with your account balance, 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 on the first line under the heading "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The information on the second line of the table (Hypothetical) is based on hypothetical account values and expenses derived from the fund's actual expense ratio and an assumed 5% per year rate of return before expenses (not the fund's actual return). You may compare the ongoing costs of investing in the fund with other funds by contrasting this 5% hypothetical example and the 5% hypothetical examples that appear in the shareholder reports of the other funds. 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 should also be aware that the expenses shown in the table highlight only your ongoing costs and do not reflect any transaction costs, such as redemption fees or sales loads. Therefore, 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. To the extent a fund charges transaction costs, however, the total cost of owning that fund is higher.

LIMITED-TERM BOND PORTFOLIO

	Beginning Account Value 7/1/21	Ending Account Value 12/31/21	Expenses Paid During Period* 7/1/21 to 12/31/21
Limited-Term Bond Portfolio			
Actual	\$1,000.00	\$996.00	\$2.52
Hypothetical (assumes 5% return before expenses)	1,000.00	1,022.68	2.55
Limited-Term Bond Portfolio—II			
Actual	1,000.00	994.70	3.77
Hypothetical (assumes 5% return before expenses)	1,000.00	1,021.42	3.82

*Expenses are equal to the fund's annualized expense ratio for the 6-month period, multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal half year (184), and divided by the days in the year (365) to reflect the half-year period. The annualized expense ratio of the Limited-Term Bond Portfolio was 0.50%, and the Limited-Term Bond Portfolio—II was 0.75%.

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

Limited-Term Bond Portfolio Class

	Year Ended				
	12/31/21	12/31/20	12/31/19	12/31/18	12/31/17
NET ASSET VALUE					
Beginning of period	\$ 5.00	\$ 4.87	\$ 4.78	\$ 4.82	\$ 4.84
Investment activities					
Net investment income ⁽¹⁾⁽²⁾	0.07	0.10	0.11	0.09	0.06
Net realized and unrealized gain/loss	(0.06)	0.13	0.10	(0.03)	(0.01)
Total from investment activities	0.01	0.23	0.21	0.06	0.05
Distributions					
Net investment income	(0.07)	(0.10)	(0.12)	(0.10)	(0.07)
Net realized gain	(0.03)	-	-	-	-
Total distributions	(0.10)	(0.10)	(0.12)	(0.10)	(0.07)
NET ASSET VALUE					
End of period	\$ 4.91	\$ 5.00	\$ 4.87	\$ 4.78	\$ 4.82

Ratios/Supplemental Data

Total return⁽²⁾⁽³⁾	0.13%	4.71%	4.35%	1.18%	1.05%
Ratios to average net assets: ⁽²⁾					
Gross expenses before waivers/payments by Price Associates ⁽⁴⁾	0.70%	0.70%	0.70%	0.60%	0.70%
Net expenses after waivers/payments by Price Associates	0.50%	0.50%	0.50%	0.60%	0.70%
Net investment income	1.31%	2.04%	2.37%	1.93%	1.29%
Portfolio turnover rate	64.3%	70.4%	61.1%	52.6%	55.9%
Net assets, end of period (in thousands)	\$ 171,166	\$ 139,173	\$ 455,521	\$ 434,175	\$ 443,270

⁽¹⁾ Per share amounts calculated using average shares outstanding method.⁽²⁾ See Note 6 for details of expense-related arrangements with Price Associates.⁽³⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable.⁽⁴⁾ See Note 6. Prior to 12/31/19, the gross expense ratios presented are net of a management fee waiver in effect during the period, as applicable.

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

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

Limited-Term Bond Portfolio-II Class

	Year Ended 12/31/21	12/31/20	12/31/19	12/31/18	12/31/17
NET ASSET VALUE					
Beginning of period	\$ 4.98	\$ 4.85	\$ 4.76	\$ 4.80	\$ 4.82
Investment activities					
Net investment income ⁽¹⁾⁽²⁾	0.05	0.08	0.10	0.08	0.05
Net realized and unrealized gain/loss	(0.06)	0.13	0.09	(0.04)	(0.01)
Total from investment activities	(0.01)	0.21	0.19	0.04	0.04
Distributions					
Net investment income	(0.05)	(0.08)	(0.10)	(0.08)	(0.06)
Net realized gain	(0.03)	—	—	—	—
Total distributions	(0.08)	(0.08)	(0.10)	(0.08)	(0.06)
NET ASSET VALUE					
End of period	\$ 4.89	\$ 4.98	\$ 4.85	\$ 4.76	\$ 4.80

Ratios/Supplemental Data

Total return⁽²⁾⁽³⁾	(0.13)%	4.46%	4.10%	0.93%	0.81%
Ratios to average net assets: ⁽²⁾					
Gross expenses before waivers/payments by Price Associates ⁽⁴⁾	0.95%	0.95%	0.95%	0.84%	0.95%
Net expenses after waivers/payments by Price Associates	0.75%	0.75%	0.75%	0.84%	0.95%
Net investment income	1.06%	1.68%	2.11%	1.72%	1.09%
Portfolio turnover rate	64.3%	70.4%	61.1%	52.6%	55.9%
Net assets, end of period (in thousands)	\$ 18,786	\$ 15,503	\$ 16,613	\$ 15,247	\$ 7,378

⁽¹⁾ Per share amounts calculated using average shares outstanding method.⁽²⁾ See Note 6 for details of expense-related arrangements with Price Associates.⁽³⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable.⁽⁴⁾ See Note 6. Prior to 12/31/19, the gross expense ratios presented are net of a management fee waiver in effect during the period, as applicable.

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

T. ROWE PRICE LIMITED-TERM BOND PORTFOLIO

December 31, 2021

PORTFOLIO OF INVESTMENTS†

Par/Shares \$ Value

(Amounts in 000s)

ASSET-BACKED SECURITIES 11.4%

Car Loan 5.9%

AmeriCredit Automobile Receivables Trust Series 2017-3, Class C 2.69%, 6/19/23	12	12
AmeriCredit Automobile Receivables Trust Series 2020-1, Class C 1.59%, 10/20/25	435	438
AmeriCredit Automobile Receivables Trust Series 2020-1, Class D 1.80%, 12/18/25	415	419
AmeriCredit Automobile Receivables Trust Series 2020-2, Class B 0.97%, 2/18/26	100	100
AmeriCredit Automobile Receivables Trust Series 2020-3, Class C 1.06%, 8/18/26	115	115
AmeriCredit Automobile Receivables Trust Series 2021-1, Class C 0.89%, 10/19/26	190	188
AmeriCredit Automobile Receivables Trust Series 2021-1, Class D 1.21%, 12/18/26	115	113
AmeriCredit Automobile Receivables Trust Series 2021-2, Class D 1.29%, 6/18/27	235	231
Ari Fleet Lease Trust Series 2020-A, Class B 2.06%, 11/15/28 (1)	475	478
Avis Budget Rental Car Funding AESOP Series 2017-1A, Class B 3.41%, 9/20/23 (1)	390	395
Avis Budget Rental Car Funding AESOP Series 2018-2A, Class C 4.95%, 3/20/25 (1)	260	275
Avis Budget Rental Car Funding AESOP Series 2019-1A, Class B 3.70%, 3/20/23 (1)	323	324
Avis Budget Rental Car Funding AESOP Series 2019-2A, Class A 3.35%, 9/22/25 (1)	475	497
Avis Budget Rental Car Funding AESOP Series 2019-2A, Class B 3.55%, 9/22/25 (1)	415	433
Avis Budget Rental Car Funding AESOP Series 2020-1A, Class A 2.33%, 8/20/26 (1)	340	348
CarMax Auto Owner Trust Series 2020-4, Class D 1.75%, 4/15/27	145	145
Carvana Auto Receivables Trust Series 2021-P4, Class B 1.98%, 2/10/28	190	190
Enterprise Fleet Financing Series 2019-1, Class A2 2.98%, 10/20/24 (1)	42	42
Ford Credit Auto Owner Trust Series 2020-2, Class C 1.74%, 4/15/33 (1)	145	143

Par/Shares \$ Value

(Amounts in 000s)

Ford Credit Floorplan Master Owner Trust Series 2020-1, Class C 1.42%, 9/15/25	220	220
GM Financial Consumer Automobile Receivables Trust Series 2020-2, Class A3 1.49%, 12/16/24	176	177
GM Financial Consumer Automobile Receivables Trust Series 2020-4, Class C 1.05%, 5/18/26	105	104
GMF Floorplan Owner Revolving Trust Series 2020-1, Class B 1.03%, 8/15/25 (1)	405	405
Hyundai Auto Receivables Trust Series 2019-A, Class B 2.94%, 5/15/25	460	470
Hyundai Auto Receivables Trust Series 2020-B, Class C 1.60%, 12/15/26	175	176
JPMorgan Chase Bank Series 2021-2, Class D 1.138%, 12/26/28 (1)	215	214
Navistar Financial Dealer Note Master Trust Series 2020-1, Class A, FRN 1M USD LIBOR + 0.95%, 1.052%, 7/25/25 (1)	220	221
Navistar Financial Dealer Note Master Trust Series 2020-1, Class B, FRN 1M USD LIBOR + 1.35%, 1.452%, 7/25/25 (1)	230	231
Nissan Auto Receivables Owner Trust Series 2020-A, Class A3 1.38%, 12/16/24	239	240
Santander Bank Series 2021-1A, Class B 1.833%, 12/15/31 (1)	250	250
Santander Consumer Auto Receivables Trust Series 2020-BA, Class C 1.29%, 4/15/26 (1)	115	115
Santander Drive Auto Receivables Trust Series 2020-3, Class B 0.69%, 3/17/25	335	335
Santander Drive Auto Receivables Trust Series 2020-4, Class C 1.01%, 1/15/26	185	185
Santander Drive Auto Receivables Trust Series 2021-4, Class D 1.67%, 10/15/27	255	253
Santander Retail Auto Lease Trust Series 2019-C, Class D 2.88%, 6/20/24 (1)	525	533
Santander Retail Auto Lease Trust Series 2020-A, Class D 2.52%, 11/20/24 (1)	435	439
Santander Retail Auto Lease Trust Series 2021-A, Class C 1.14%, 3/20/26 (1)	430	425

T. ROWE PRICE LIMITED-TERM BOND PORTFOLIO

	Par/Shares	\$ Value
(Amounts in 000s)		
Santander Retail Auto Lease Trust Series 2021-B, Class D 1.41%, 11/20/25 (1)	185	183
Santander Retail Auto Lease Trust Series 2021-C, Class C 1.11%, 3/20/26 (1)	155	153
World Omni Auto Receivables Trust Series 2019-C, Class C 2.40%, 6/15/26	460	468
World Omni Auto Receivables Trust Series 2020-A, Class C 1.64%, 8/17/26	295	296
World Omni Select Auto Trust Series 2020-A, Class B 0.84%, 6/15/26	140	140
World Omni Select Auto Trust Series 2020-A, Class C 1.25%, 10/15/26	160	160
		11,279
Other Asset-Backed Securities 4.2%		
Applebee's Funding Series 2019-1A, Class A2I 4.194%, 6/5/49 (1)	426	430
Ares LVIII Series 2020-58A, Class A, CLO, FRN 3M USD LIBOR + 1.22%, 1.344%, 1/15/33 (1)	250	250
Barings Series 2013-1A, Class AR, CLO, FRN 3M USD LIBOR + 0.80%, 0.932%, 1/20/28 (1)	447	447
Blackbird Capital Aircraft Lease Securitization Series 2016-1A, Class AA, STEP 2.487%, 12/16/41 (1)	148	146
BRE Grand Islander Timeshare Issuer Series 2019-A, Class A 3.28%, 9/26/33 (1)	140	144
Cedar Funding XIV Series 2021-14A, Class A, CLO, FRN 3M USD LIBOR + 1.10%, 1.224%, 7/15/33 (1)	290	289
CNH Equipment Trust Series 2018-A, Class B 3.47%, 10/15/25	275	277
Dryden Series 2020-86A, Class A1R, CLO, FRN 3M USD LIBOR + 1.10%, 1.222%, 7/17/34 (1)	250	250
Elara HGV Timeshare Issuer Series 2016-A, Class A 2.73%, 4/25/28 (1)	254	256
Elara HGV Timeshare Issuer Series 2017-A, Class A 2.69%, 3/25/30 (1)	81	82
Elara HGV Timeshare Issuer Series 2019-A, Class A 2.61%, 1/25/34 (1)	344	346
Hilton Grand Vacations Trust Series 2017-AA, Class A 2.66%, 12/26/28 (1)	69	70

	Par/Shares	\$ Value
(Amounts in 000s)		
Hilton Grand Vacations Trust Series 2017-AA, Class B 2.96%, 12/26/28 (1)	24	24
KKR Series 29A, Class A, CLO, FRN 3M USD LIBOR + 1.20%, 1.324%, 1/15/32 (1)	250	250
Kubota Credit Owner Trust Series 2020-1A, Class A3 1.96%, 3/15/24 (1)	229	231
Madison Park Funding XXIII Series 2017-23A, Class AR, CLO, FRN 3M USD LIBOR + 0.97%, 1.105%, 7/27/31 (1)	285	285
Madison Park Funding XXXVII Series 2019-37A, Class AR, CLO, FRN 3M USD LIBOR + 1.07%, 1.194%, 7/15/33 (1)	280	280
Magnetite XXV Series 2020-25A, Class A, CLO, FRN 3M USD LIBOR + 1.20%, 1.324%, 1/25/32 (1)	250	250
MVW Series 2020-1A, Class B 2.73%, 10/20/37 (1)	170	172
MVW Owner Trust Series 2017-1A, Class B 2.75%, 12/20/34 (1)	19	20
MVW Owner Trust Series 2017-1A, Class C 2.99%, 12/20/34 (1)	32	32
Neuberger Berman Loan Advisers Series 2017-26A, Class BR, CLO, FRN 3M USD LIBOR + 1.40%, 1.545%, 10/18/30 (1)	255	254
Neuberger Berman Loan Advisers Series 2019-32A, Class AR, CLO, FRN 3M USD LIBOR + 0.99%, 1.114%, 1/20/32 (1)	400	400
Neuberger Berman Loan Advisers Series 2021-40A, Class A, CLO, FRN 3M USD LIBOR + 1.06%, 1.182%, 4/16/33 (1)	250	250
OCP Series 2017-13A, Class A2R, CLO, FRN 3M USD LIBOR + 1.55%, 1.674%, 7/15/30 (1)	315	314
Octane Receivables Trust Series 2021-2A, Class A 1.21%, 9/20/28 (1)	172	172
Palmer Square Series 2020-3A, Class A1AR, CLO, FRN 3M USD LIBOR + 1.08%, 1.214%, 11/15/31 (1)	480	479
Planet Fitness Master Issuer Series 2018-1A, Class A2I 4.262%, 9/5/48 (1)	329	329
Sierra Timeshare Receivables Funding Series 2017-1A, Class A 2.91%, 3/20/34 (1)	41	41

	Par/Shares	\$ Value
(Amounts in 000s)		
Sierra Timeshare Receivables Funding Series 2019-1A, Class A 3.20%, 1/20/36 (1)	108	111
Symphony Static I Series 2021-1A, Class B, CLO, FRN 3M USD LIBOR + 1.45%, 1.579%, 10/25/29 (1)	350	349
Symphony XXIII Series 2020-23A, Class AR, CLO, FRN 3M USD LIBOR + 1.02%, 1.195%, 1/15/34 (1)	450	450
Symphony XXVI Series 2021-26A, Class AR, CLO, FRN 3M USD LIBOR + 1.08%, 1.212%, 4/20/33 (1)	250	250
		7,930
Student Loan 1.3%		
Navient Private Education Refi Loan Trust Series 2019-D, Class A2A 3.01%, 12/15/59 (1)	123	127
Navient Private Education Refi Loan Trust Series 2019-GA, Class A 2.40%, 10/15/68 (1)	105	106
Navient Private Education Refi Loan Trust Series 2020-DA, Class A 1.69%, 5/15/69 (1)	68	69
Navient Private Education Refi Loan Trust Series 2020-FA, Class A 1.22%, 7/15/69 (1)	187	186
Navient Private Education Refi Loan Trust Series 2020-GA, Class A 1.17%, 9/16/69 (1)	87	87
Navient Private Education Refi Loan Trust Series 2021-BA, Class A 0.94%, 7/15/69 (1)	176	175
Navient Private Education Refi Loan Trust Series 2021-EA, Class A 0.97%, 12/16/69 (1)	110	108
Nelnet Student Loan Trust Series 2005-4, Class A4, FRN 3M USD LIBOR + 0.18%, 0.394%, 3/22/32	413	401
Nelnet Student Loan Trust Series 2020-1A, Class A, FRN 1M USD LIBOR + 0.74%, 0.843%, 3/26/68 (1)	198	199
Nelnet Student Loan Trust Series 2021-CA, Class AFX 1.32%, 4/20/62 (1)	410	403
SLM Student Loan Trust Series 2010-1, Class A, FRN 1M USD LIBOR + 0.40%, 0.503%, 3/25/25	475	468
SMB Private Education Loan Trust Series 2015-A, Class A2B, FRN 1M USD LIBOR + 1.00%, 1.11%, 6/15/27 (1)	5	5

	Par/Shares	\$ Value
(Amounts in 000s)		
SMB Private Education Loan Trust Series 2020-PTB, Class A2A 1.60%, 9/15/54 (1)	160	157
		2,491
Total Asset-Backed Securities (Cost \$21,644)		21,700

CORPORATE BONDS 45.8%**FINANCIAL INSTITUTIONS 16.1%****Banking 10.9%**

Banco Bilbao Vizcaya Argentaria, 0.875%, 9/18/23	400	398
Banco Santander, VR, 0.701%, 6/30/24 (2)	400	398
Bank of America, FRN, 3M USD LIBOR + 1.16%, 1.292%, 1/20/23	400	400
Bank of America, VR, 0.81%, 10/24/24 (2)	135	134
Bank of America, VR, 0.976%, 4/22/25 (2)	255	253
Bank of America, VR, 1.734%, 7/22/27 (2)	190	189
Bank of Ireland Group, 4.50%, 11/25/23 (1)	670	706
Banque Federative du Credit Mutuel, 0.65%, 2/27/24 (1)	235	232
Banque Federative du Credit Mutuel, 0.998%, 2/4/25 (1)	280	275
Banque Federative du Credit Mutuel, 2.125%, 11/21/22 (1)	320	324
Barclays, VR, 4.338%, 5/16/24 (2)	200	208
BDO Unibank, 2.95%, 3/6/23	1,200	1,223
BPCE, 5.70%, 10/22/23 (1)	610	656
BPCE, FRN, 3M USD LIBOR + 1.22%, 1.38%, 5/22/22 (1)	400	402
Capital One Financial, 3.20%, 1/30/23	195	200
Capital One Financial, 3.50%, 6/15/23	140	145
Capital One Financial, 3.90%, 1/29/24	145	153
Citigroup, VR, 0.981%, 5/1/25 (2)	200	198
Citigroup, VR, 3.106%, 4/8/26 (2)	240	251
Credicorp, 2.75%, 6/17/25 (1)	200	202
Credit Agricole, FRN, 3M USD LIBOR + 1.02%, 1.144%, 4/24/23 (1)	470	474
Credit Suisse, 1.00%, 5/5/23	635	636
Credit Suisse Group, VR, 2.997%, 12/14/23 (1)(2)	250	254
Danske Bank, 1.226%, 6/22/24 (1)	200	200
Danske Bank, 5.00%, 1/12/22 (1)	385	385
Danske Bank, 5.375%, 1/12/24 (1)	350	377
Discover Bank, 4.20%, 8/8/23	250	262
Goldman Sachs Group, 3.50%, 4/1/25	250	264
Goldman Sachs Group, VR, 0.673%, 3/8/24 (2)	280	279
Goldman Sachs Group, VR, 0.925%, 10/21/24 (2)	135	134
HSBC Holdings, 4.25%, 3/14/24	200	211
HSBC Holdings, VR, 1.162%, 11/22/24 (2)	200	199
HSBC Holdings, VR, 2.099%, 6/4/26 (2)	375	377
ING Groep, FRN, 3M USD LIBOR + 1.15%, 1.37%, 3/29/22	275	276
JPMorgan Chase, FRN, SOFRRATE + 0.885%, 0.934%, 4/22/27	75	76

	Par/Shares	\$ Value
(Amounts in 000s)		
JPMorgan Chase, VR, 0.824%, 6/1/25 (2)	225	222
JPMorgan Chase, VR, 2.083%, 4/22/26 (2)	460	466
Lloyds Banking Group, VR, 1.326%, 6/15/23 (2)	200	200
Mitsubishi UFJ Financial Group, VR, 0.953%, 7/19/25 (2)	400	396
Mizuho Financial Group Cayman 2, 4.20%, 7/18/22	390	398
Morgan Stanley, 4.875%, 11/1/22	110	114
Morgan Stanley, VR, 0.529%, 1/25/24 (2)	125	125
Morgan Stanley, VR, 0.56%, 11/10/23 (2)	295	294
Morgan Stanley, VR, 0.731%, 4/5/24 (2)	235	234
Morgan Stanley, VR, 1.164%, 10/21/25 (2)	195	193
Nationwide Building Society, VR, 3.622%, 4/26/23 (1)(2)	200	202
NatWest Group, 3.875%, 9/12/23	380	396
NatWest Markets, 2.375%, 5/21/23 (1)	465	474
PNC Bank, 2.95%, 1/30/23	425	434
Standard Chartered, 3.95%, 1/11/23 (1)	400	410
Standard Chartered, FRN, 3M USD LIBOR + 1.15%, 1.282%, 1/20/23 (1)	365	367
Standard Chartered, VR, 1.319%, 10/14/23 (1)(2)	200	200
Standard Chartered, VR, 1.822%, 11/23/25 (1)(2)	200	200
Svenska Handelsbanken, VR, 1.418%, 6/11/27 (1)(2)	250	245
Swedbank, 1.30%, 6/2/23 (1)	365	367
Synchrony Financial, 2.85%, 7/25/22	897	907
Synchrony Financial, 4.25%, 8/15/24	485	513
Toronto-Dominion Bank, 0.70%, 9/10/24	350	345
Truist Financial, FRN, SOFR + 0.40%, 0.45%, 6/9/25	165	164
UBS, 0.70%, 8/9/24 (1)	205	202
UBS Group, FRN, 3M USD LIBOR + 1.22%, 1.384%, 5/23/23 (1)	340	341
UBS Group, VR, 1.494%, 8/10/27 (1)(2)	200	195
UniCredit, 3.75%, 4/12/22 (1)	400	403
Wells Fargo, VR, 1.654%, 6/2/24 (2)	215	217
Wells Fargo, VR, 2.188%, 4/30/26 (2)	205	209
		20,784
Brokerage Asset Managers		
Exchanges 0.4%		
Intercontinental Exchange, 0.70%, 6/15/23	280	279
Intercontinental Exchange, 4.00%, 10/15/23	180	189
LSEGA Financing, 0.65%, 4/6/24 (1)	320	315
		783
Finance Companies 1.9%		
AerCap Ireland Capital, 1.65%, 10/29/24	330	329
AerCap Ireland Capital, 4.125%, 7/3/23	205	213
AerCap Ireland Capital, 4.50%, 9/15/23	250	263
AerCap Ireland Capital, 4.875%, 1/16/24	150	160
Air Lease, 2.25%, 1/15/23	205	207
Air Lease, 3.50%, 1/15/22	155	155
Avolon Holdings Funding, 2.875%, 2/15/25 (1)	250	255
Avolon Holdings Funding, 3.625%, 5/1/22 (1)	385	387
Avolon Holdings Funding, 3.95%, 7/1/24 (1)	75	79

	Par/Shares	\$ Value
(Amounts in 000s)		
Avolon Holdings Funding, 5.125%, 10/1/23 (1)	325	343
GATX, 3.90%, 3/30/23	200	207
GATX, 4.35%, 2/15/24	270	286
Park Aerospace Holdings, 4.50%, 3/15/23 (1)	35	36
Park Aerospace Holdings, 5.25%, 8/15/22 (1)	215	220
SMBC Aviation Capital Finance, 3.55%, 4/15/24 (1)	235	245
SMBC Aviation Capital Finance, 4.125%, 7/15/23 (1)	200	208
		3,593
Financial Other 0.1%		
LeasePlan, 2.875%, 10/24/24 (1)	200	206
		206
Insurance 2.2%		
Aetna, 2.80%, 6/15/23	115	118
AIG Global Funding, 2.30%, 7/1/22 (1)	180	181
American International Group, 2.50%, 6/30/25	330	340
Brighthouse Financial Global Funding, 0.60%, 6/28/23 (1)	545	541
Brighthouse Financial Global Funding, 1.00%, 4/12/24 (1)	200	198
CNO Global Funding, 1.75%, 10/7/26 (1)	205	202
Equitable Financial Life Global Funding, 0.80%, 8/12/24 (1)	255	251
Equitable Financial Life Global Funding, 1.10%, 11/12/24 (1)	185	183
Health Care Service Corp A Mutual Legal Reserve, 1.50%, 6/1/25 (1)	325	324
Humana, 0.65%, 8/3/23	135	134
Humana, 1.35%, 2/3/27	90	87
Humana, 2.90%, 12/15/22	45	46
Humana, 3.15%, 12/1/22	85	86
Humana, 3.85%, 10/1/24	180	191
Humana, 4.50%, 4/1/25	145	158
Jackson Financial, 1.125%, 11/22/23 (1)	270	270
Lincoln National, 4.00%, 9/1/23	75	79
Marsh & McLennan, 3.875%, 3/15/24	205	217
Principal Life Global Funding II, 0.75%, 4/12/24 (1)	165	163
Trinity Acquisition, 4.625%, 8/15/23	343	359
Willis North America, 3.60%, 5/15/24	90	94
		4,222
Real Estate Investment Trusts 0.6%		
American Campus Communities Operating Partnership, 3.75%, 4/15/23	360	370
Highwoods Realty, 3.625%, 1/15/23	314	320
Public Storage, FRN, SOFR + 0.47%, 0.52%, 4/23/24	115	115
Simon Property Group, 3.375%, 10/1/24	235	247
		1,052
Total Financial Institutions		30,640
INDUSTRIAL 26.2%		
Basic Industry 1.1%		
ArcelorMittal, 3.60%, 7/16/24	100	104

	Par/Shares	\$ Value
(Amounts in 000s)		
Celulosa Arauco y Constitucion, 4.50%, 8/1/24	200	213
Cytec Industries, 3.50%, 4/1/23	235	240
Ecolab, 1.65%, 2/1/27	100	100
LYB International Finance III, 1.25%, 10/1/25	177	174
Nucor, 2.00%, 6/1/25	80	82
POSCO, 2.375%, 11/12/22 (1)	1,175	1,189
Westlake Chemical, 0.875%, 8/15/24	45	44
		2,146
Capital Goods 0.8%		
Amphenol, 2.05%, 3/1/25	220	224
Boral Finance, 3.00%, 11/1/22 (1)	40	41
Carrier Global, 2.242%, 2/15/25	455	465
Martin Marietta Materials, 0.65%, 7/15/23	195	194
Republic Services, 2.50%, 8/15/24	200	206
Roper Technologies, 2.35%, 9/15/24	90	92
Roper Technologies, 3.65%, 9/15/23	75	78
Yongda Investment, 2.25%, 6/16/25	230	230
		1,530
Communications 3.5%		
CC Holdings, 3.849%, 4/15/23	485	501
Charter Communications Operating, 4.464%, 7/23/22	880	893
Charter Communications Operating, 4.908%, 7/23/25	555	611
Cox Communications, 2.95%, 6/30/23 (1)	615	630
Cox Communications, 3.15%, 8/15/24 (1)	205	213
Crown Castle International, 1.05%, 7/15/26	255	246
Crown Castle International, 3.15%, 7/15/23	345	355
Crown Castle Towers, 3.72%, 7/15/23 (1)	155	157
NTT Finance, 0.373%, 3/3/23 (1)	275	274
NTT Finance, 0.583%, 3/1/24 (1)	200	198
SBA Tower Trust, 1.631%, 11/15/26 (1)	115	113
SBA Tower Trust, 1.884%, 1/15/26 (1)	85	85
SBA Tower Trust, 2.836%, 1/15/25 (1)	255	262
SBA Tower Trust, 3.448%, 3/15/23 (1)	250	251
Sky, 3.75%, 9/16/24 (1)	975	1,038
T-Mobile USA, 2.25%, 2/15/26	195	195
T-Mobile USA, 3.50%, 4/15/25	175	186
Verizon Communications, 1.45%, 3/20/26	270	269
Walt Disney, 1.75%, 1/13/26	65	66
		6,543
Consumer Cyclical 4.9%		
7-Eleven, 0.625%, 2/10/23 (1)	85	85
7-Eleven, 0.80%, 2/10/24 (1)	135	133
AutoZone, 3.625%, 4/15/25	120	128
Daimler Finance North America, 1.75%, 3/10/23 (1)	435	439
Daimler Trucks Finance North America, 1.625%, 12/13/24 (1)	260	262
Expedia Group, 3.60%, 12/15/23	305	317
General Motors, 4.875%, 10/2/23	180	191
General Motors, 5.40%, 10/2/23	450	482
General Motors Financial, 2.90%, 2/26/25	485	502
Harley-Davidson Financial Services, 2.55%, 6/9/22 (1)	95	96
Harley-Davidson Financial Services, 4.05%, 2/4/22 (1)	330	331

	Par/Shares	\$ Value
(Amounts in 000s)		
Hyatt Hotels, 1.30%, 10/1/23	140	140
Hyundai Capital America, 0.80%, 1/8/24 (1)	160	158
Hyundai Capital America, 0.875%, 6/14/24 (1)	80	79
Hyundai Capital America, 1.00%, 9/17/24 (1)	110	108
Hyundai Capital America, 2.375%, 2/10/23 (1)	470	477
Hyundai Capital America, 2.85%, 11/1/22 (1)	131	133
Hyundai Capital America, 3.00%, 6/20/22 (1)	270	272
Hyundai Capital America, 3.95%, 2/1/22 (1)	335	336
Marriott International, 2.125%, 10/3/22	170	171
Marriott International, 2.30%, 1/15/22	20	20
Marriott International, 3.125%, 2/15/23	80	81
Marriott International, 3.60%, 4/15/24	425	444
Nissan Motor, 3.043%, 9/15/23 (1)	465	477
Nissan Motor Acceptance, 2.60%, 9/28/22 (1)	415	420
Nissan Motor Acceptance, 2.65%, 7/13/22 (1)	130	131
Nordstrom, 2.30%, 4/8/24	35	35
O'Reilly Automotive, 3.80%, 9/1/22	115	116
QVC, 4.375%, 3/15/23	870	896
Ralph Lauren, 1.70%, 6/15/22	50	50
Ross Stores, 0.875%, 4/15/26	115	111
Ross Stores, 4.60%, 4/15/25	550	602
Stellantis Finance U.S., 1.711%, 1/29/27 (1)	200	196
Volkswagen Group of America Finance, 2.70%, 9/26/22 (1)	415	421
Volkswagen Group of America Finance, 2.90%, 5/13/22 (1)	215	217
Volkswagen Group of America Finance, 3.125%, 5/12/23 (1)	200	206
		9,263
Consumer Non-Cyclical 6.7%		
AbbVie, 2.60%, 11/21/24	715	740
AbbVie, 2.95%, 11/21/26	20	21
AbbVie, 3.20%, 11/6/22	45	46
AbbVie, 3.20%, 5/14/26	45	48
AbbVie, 3.25%, 10/1/22	240	243
AbbVie, 3.45%, 3/15/22	260	261
AmerisourceBergen, 0.737%, 3/15/23	440	438
Astrazeneca Finance, 0.70%, 5/28/24	230	228
Astrazeneca Finance, 1.20%, 5/28/26	320	316
BAT International Finance, 1.668%, 3/25/26	225	221
Baxalta, 3.60%, 6/23/22	190	192
Baxter International, 0.868%, 12/1/23 (1)	350	348
Bayer U.S. Finance II, 3.875%, 12/15/23 (1)	250	261
Becton Dickinson & Company, 3.363%, 6/6/24	141	148
Becton Dickinson & Company, 3.734%, 12/15/24	15	16
Bristol-Myers Squibb, 3.25%, 2/20/23	48	49
Brunswick, 0.85%, 8/18/24	290	285
Bunge Finance, 3.00%, 9/25/22	955	969
Bunge Finance, 4.35%, 3/15/24	30	32
Cardinal Health, 3.079%, 6/15/24	180	187

	Par/Shares	\$ Value
(Amounts in 000s)		
Cardinal Health, 3.20%, 3/15/23	185	190
Cardinal Health, 3.50%, 11/15/24	215	227
China Mengniu Dairy, 1.875%, 6/17/25	650	647
Cigna, 3.00%, 7/15/23	180	185
Cigna, 3.75%, 7/15/23	104	108
Coca-Cola Europacific Partners, 0.80%, 5/3/24 (1)	480	472
CommonSpirit Health, 1.547%, 10/1/25	170	168
CVS Health, 2.875%, 6/1/26	115	120
CVS Health, 3.00%, 8/15/26	45	47
EMD Finance, 2.95%, 3/19/22 (1)	110	110
Hasbro, 3.00%, 11/19/24	450	468
Imperial Brands Finance, 3.125%, 7/26/24 (1)	480	496
Imperial Brands Finance, 3.50%, 2/11/23 (1)	800	816
Imperial Brands Finance, 3.75%, 7/21/22 (1)	860	870
JDE Peet's, 0.80%, 9/24/24 (1)	150	147
PeaceHealth Obligated Group, Series 2020, 1.375%, 11/15/25	50	50
PerkinElmer, 0.55%, 9/15/23	165	164
PerkinElmer, 0.85%, 9/15/24	315	310
Perrigo Finance Unlimited, 3.90%, 12/15/24	905	950
Royalty Pharma, 0.75%, 9/2/23	215	213
Shire Acquisitions Investments Ireland, 2.875%, 9/23/23	425	437
Thermo Fisher Scientific, 0.797%, 10/18/23	450	448
		12,692
Energy 4.6%		
Aker BP, 3.00%, 1/15/25 (1)	360	374
Baker Hughes Holdings, 1.231%, 12/15/23	95	95
Canadian Natural Resources, 2.05%, 7/15/25	335	338
Cheniere Corpus Christi Holdings, 5.875%, 3/31/25	325	360
Cheniere Corpus Christi Holdings, 7.00%, 6/30/24	465	515
Devon Energy, 8.25%, 8/1/23	130	142
Diamondback Energy, 2.875%, 12/1/24	695	720
Diamondback Energy, 4.75%, 5/31/25	205	224
Enbridge, 2.50%, 1/15/25	265	272
Energy Transfer, 2.90%, 5/15/25	65	67
Energy Transfer, 3.45%, 1/15/23	30	31
Energy Transfer, 4.25%, 3/15/23	440	453
Energy Transfer, 4.25%, 4/1/24	15	16
Energy Transfer, 5.875%, 1/15/24	610	658
Energy Transfer, Series 5Y, 4.20%, 9/15/23	65	68
Eni, Series X-R, 4.00%, 9/12/23 (1)	470	492
EOG Resources, 2.625%, 3/15/23	74	75
EQT, 3.00%, 10/1/22	555	559
Gray Oak Pipeline, 2.00%, 9/15/23 (1)	50	51
Gray Oak Pipeline, 2.60%, 10/15/25 (1)	105	106
Kinder Morgan Energy Partners, 3.95%, 9/1/22	30	30
Pioneer Natural Resources, 0.55%, 5/15/23	140	140
Pioneer Natural Resources, 0.75%, 1/15/24	155	153
Plains All American Pipeline, 2.85%, 1/31/23	305	309

	Par/Shares	\$ Value
(Amounts in 000s)		
Sabine Pass Liquefaction, 5.625%, 4/15/23	440	460
Sabine Pass Liquefaction, 5.75%, 5/15/24	100	109
Schlumberger Finance Canada, 1.40%, 9/17/25	80	79
Schlumberger Holdings, 3.75%, 5/1/24 (1)	340	357
Schlumberger Holdings, 4.00%, 12/21/25 (1)	95	102
Suncor Energy, 2.80%, 5/15/23	155	159
Western Midstream Operating, 4.00%, 7/1/22	465	466
Williams, 3.35%, 8/15/22	55	56
Williams, 3.70%, 1/15/23	570	582
Williams, 4.30%, 3/4/24	75	79
		8,697
Industrial Other 0.5%		
CK Hutchison International II, 2.75%, 3/29/23	950	970
		970
Technology 2.7%		
Analog Devices, FRN, SOFRRATE + 0.25%, 0.30%, 10/1/24	70	70
Avnet, 4.875%, 12/1/22	75	78
CDW, 5.50%, 12/1/24	75	82
Fidelity National Information Services, 0.375%, 3/1/23	275	274
Fidelity National Information Services, 0.60%, 3/1/24	130	128
Fiserv, 3.80%, 10/1/23	580	606
Fortinet, 1.00%, 3/15/26	160	155
IHS Markit, 3.625%, 5/1/24	235	246
Marvell Technology, 4.20%, 6/22/23	255	265
Microchip Technology, 0.972%, 2/15/24	300	297
Microchip Technology, 0.983%, 9/1/24 (1)	220	216
Microchip Technology, 2.67%, 9/1/23	250	255
NXP, 2.70%, 5/1/25 (1)	45	46
NXP, 4.625%, 6/1/23 (1)	830	869
NXP, 4.875%, 3/1/24 (1)	185	199
Oracle, 2.40%, 9/15/23	305	311
Panasonic, 2.536%, 7/19/22 (1)	275	277
Qorvo, 1.75%, 12/15/24 (1)	125	125
RELX Capital, 3.50%, 3/16/23	160	165
Skyworks Solutions, 0.90%, 6/1/23	70	70
VMware, 0.60%, 8/15/23	165	164
Western Union, 2.85%, 1/10/25	295	305
		5,203
Transportation 1.4%		
American Airlines PTT, Series 2017-2, Class B, 3.70%, 10/15/25	359	344
Canadian Pacific Railway, 1.35%, 12/2/24	315	315
Canadian Pacific Railway, 1.75%, 12/2/26	135	136
HPHT Finance, 2.875%, 11/5/24	400	412
Kansas City Southern, 3.00%, 5/15/23	255	261
Penske Truck Leasing, 2.70%, 3/14/23 (1)	321	327
Penske Truck Leasing, 4.25%, 1/17/23 (1)	70	72
Sydney Airport Finance, 3.90%, 3/22/23 (1)	250	258
Triton Container International, 0.80%, 8/1/23 (1)	325	322

	Par/Shares	\$ Value
(Amounts in 000s)		
United Airlines PTT, Series 2019-2, Class B, 3.50%, 5/1/28	217	214
		2,661
Total Industrial		49,705
UTILITY 3.5%		
Electric 3.3%		
AES, 3.30%, 7/15/25 (1)	190	197
Alexander Funding Trust, 1.841%, 11/15/23 (1)	225	226
Edison International, 2.95%, 3/15/23	110	112
Edison International, 3.125%, 11/15/22	170	173
Enel Finance International, 1.375%, 7/12/26 (1)	265	258
Enel Finance International, 2.65%, 9/10/24 (1)	405	417
FirstEnergy, Series A, 3.35%, 7/15/22	235	236
NextEra Energy Capital Holdings, 1.875%, 1/15/27	310	312
NRG Energy, 3.75%, 6/15/24 (1)	155	162
Pacific Gas & Electric, 1.75%, 6/16/22	1,500	1,499
Pacific Gas & Electric, 3.50%, 6/15/25	220	228
Pacific Gas & Electric, FRN, SOFRRATE + 1.15%, 1.20%, 11/14/22	45	45
San Diego Gas & Electric, Series PPP, 1.914%, 2/1/22	19	19
Sinosing Services Pte, 2.25%, 2/20/25	1,400	1,407
Vistra Operations, 3.55%, 7/15/24 (1)	830	855
		6,146
Natural Gas 0.2%		
APT Pipelines, 4.20%, 3/23/25 (1)	400	428
		428
Total Utility		6,574
Total Corporate Bonds (Cost \$86,402)		86,919

**FOREIGN GOVERNMENT
OBLIGATIONS & MUNICIPALITIES 1.1%**
Local Authorities 0.2%

Eastern Creation II Investment Holdings, 1.35%, 10/20/24	310	308
		308

Owned No Guarantee 0.9%

DAE Funding, 1.55%, 8/1/24 (1)	200	199
NBN, 1.45%, 5/5/26 (1)	405	399
Saudi Arabian Oil, 2.75%, 4/16/22 (1)	1,155	1,163
		1,761

**Total Foreign Government Obligations &
Municipalities**
(Cost \$2,068)

2,069

MUNICIPAL SECURITIES 0.9%
California 0.2%

Golden State Tobacco Securitization, Series A-1, 1.337%, 6/1/23	145	145
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	Par/Shares	\$ Value
(Amounts in 000s)		
Golden State Tobacco Securitization, Series A-1, 1.711%, 6/1/24	200	201
		346
Connecticut 0.1%		
Connecticut, Series A, GO, 1.998%, 7/1/24	95	97
Connecticut, Series A, GO, 2.00%, 7/1/23	35	36
Connecticut, Series A, GO, 2.098%, 7/1/25	60	61
		194
Florida 0.2%		
State Board of Administration Fin., Series A, 1.258%, 7/1/25	375	373
		373
Illinois 0.2%		
Chicago Transit Auth. Sales Tax Receipts Fund, Series B, 1.708%, 12/1/22	10	10
Chicago Transit Auth. Sales Tax Receipts Fund, Series B, 1.838%, 12/1/23	10	10
Chicago Transit Auth. Sales Tax Receipts Fund, Series B, 2.064%, 12/1/24	25	26
Illinois, Series A, GO, 2.25%, 10/1/22	415	419
		465
New York 0.1%		
Long Island Power Auth., Series C, 0.764%, 3/1/23	85	85
		85
Texas 0.1%		
Dallas Fort Worth Int'l Airport, Series C, 1.329%, 11/1/25	55	55
Houston Airport System Revenue, Series C, 0.883%, 7/1/22	20	20
Houston Airport System Revenue, Series C, 1.054%, 7/1/23	35	35
Houston Airport System Revenue, Series C, 1.272%, 7/1/24	110	110
		220
Total Municipal Securities (Cost \$1,675)		1,683

**NON-U.S. GOVERNMENT MORTGAGE-
BACKED SECURITIES 16.5%**
**Collateralized Mortgage
Obligations 10.0%**

Angel Oak Mortgage Trust Series 2020-3, Class A1, CMO, ARM 1.691%, 4/25/65 (1)	46	46
Angel Oak Mortgage Trust Series 2020-3, Class A3, CMO, ARM 2.872%, 4/25/65 (1)	48	48
Angel Oak Mortgage Trust Series 2020-5, Class A2, CMO, ARM 1.579%, 5/25/65 (1)	73	73
Angel Oak Mortgage Trust Series 2020-6, Class A1, CMO, ARM 1.261%, 5/25/65 (1)	99	99
Angel Oak Mortgage Trust Series 2021-1, Class A1, CMO, ARM 0.909%, 1/25/66 (1)	210	209

T. ROWE PRICE LIMITED-TERM BOND PORTFOLIO

	Par/Shares	\$ Value
(Amounts in 000s)		
Angel Oak Mortgage Trust Series 2021-1, Class A2, CMO, ARM 1.115%, 1/25/66 (1)	60	60
Angel Oak Mortgage Trust Series 2021-2, Class A1, CMO, ARM 0.985%, 4/25/66 (1)	167	165
Angel Oak Mortgage Trust Series 2021-3, Class A1, CMO, ARM 1.068%, 5/25/66 (1)	131	129
Angel Oak Mortgage Trust Series 2021-6, Class A2, CMO, ARM 1.581%, 9/25/66 (1)	141	140
Angel Oak Mortgage Trust Series 2021-6, Class A3, CMO, ARM 1.714%, 9/25/66 (1)	131	130
Angel Oak Mortgage Trust I Series 2019-2, Class M1, CMO, ARM 4.065%, 3/25/49 (1)	400	401
Arbor Realty Commercial Real Estate Notes Series 2021-FL3, Class A, CMO, ARM 1M USD LIBOR + 1.07%, 1.18%, 8/15/34 (1)	270	269
Arbor Realty Commercial Real Estate Notes Series 2021-FL4, Class A, CMO, ARM 1M USD LIBOR + 1.35%, 1.44%, 11/15/36 (1)	200	200
Barclays Mortgage Loan Trust Series 2021-NQM1, Class A1, CMO, ARM 1.747%, 9/25/51 (1)	354	353
Bayview MSR Opportunity Master Fund Trust Series 2021-2, Class A5, CMO, ARM 2.50%, 6/25/51 (1)	235	237
Bayview MSR Opportunity Master Fund Trust Series 2021-5, Class A5, CMO, ARM 2.50%, 11/25/51 (1)	175	176
BDS Series 2021-FL10, Class A, CMO, ARM 1M USD LIBOR + 1.35%, 1.45%, 12/18/36 (1)	185	185
BINOM Securitization Trust Series 2021-INV1, Class A2, CMO, ARM 2.37%, 6/25/56 (1)	380	380
BINOM Securitization Trust Series 2021-INV1, Class A3, CMO, ARM 2.625%, 6/25/56 (1)	120	120
BRAVO Residential Funding Trust Series 2021-NQM3, Class A1, CMO, ARM 1.699%, 4/25/60 (1)	227	226
CIM Trust Series 2020-INV1, Class A2, CMO, ARM 2.50%, 4/25/50 (1)	97	97
CIM Trust Series 2021-INV1, Class A8, CMO, ARM 2.50%, 7/1/51 (1)	111	112
Citigroup Mortgage Loan Trust Series 2019-IMC1, Class A1, CMO, ARM 2.72%, 7/25/49 (1)	133	134

	Par/Shares	\$ Value
(Amounts in 000s)		
Citigroup Mortgage Loan Trust Series 2020-EXP2, Class A3, CMO, ARM 2.50%, 8/25/50 (1)	78	78
COLT Funding Series 2021-6, Class A1, CMO, ARM 1.907%, 12/25/66 (1)	165	165
COLT Mortgage Loan Trust Series 2021-1, Class A2, CMO, ARM 1.167%, 6/25/66 (1)	146	144
COLT Mortgage Loan Trust Series 2021-3, Class A3, CMO, ARM 1.419%, 9/27/66 (1)	116	114
Connecticut Avenue Securities Series 2017-C02, Class 2ED3, CMO, ARM 1M USD LIBOR + 1.35%, 1.453%, 9/25/29	28	28
Connecticut Avenue Securities Series 2017-C05, Class 1ED3, CMO, ARM 1M USD LIBOR + 1.20%, 1.303%, 1/25/30	336	329
Deephaven Residential Mortgage Trust Series 2021-1, Class A2, CMO, ARM 0.973%, 5/25/65 (1)	63	63
Deephaven Residential Mortgage Trust Series 2021-2, Class A1, CMO, ARM 0.899%, 4/25/66 (1)	84	82
Deephaven Residential Mortgage Trust Series 2021-2, Class A3, CMO, ARM 1.26%, 4/25/66 (1)	84	82
Eagle Series 2021-2, Class M1A, CMO, ARM SOFR30A + 1.55%, 1.60%, 4/25/34 (1)	150	150
Ellington Financial Mortgage Trust Series 2019-2, Class A1, CMO, ARM 2.739%, 11/25/59 (1)	149	150
Ellington Financial Mortgage Trust Series 2019-2, Class A3, CMO, ARM 3.046%, 11/25/59 (1)	36	37
Ellington Financial Mortgage Trust Series 2021-1, Class A1, CMO, ARM 0.797%, 2/25/66 (1)	57	57
Ellington Financial Mortgage Trust Series 2021-1, Class A3, CMO, ARM 1.106%, 2/25/66 (1)	57	57
Ellington Financial Mortgage Trust Series 2021-2, Class A1, CMO, ARM 0.931%, 6/25/66 (1)	288	282
Ellington Financial Mortgage Trust Series 2021-2, Class A3, CMO, ARM 1.291%, 6/25/66 (1)	84	82
Ellington Financial Mortgage Trust Series 2021-3, Class A1, CMO, ARM 1.241%, 9/25/66 (1)	118	116
Flagstar Mortgage Trust Series 2020-1INV, Class A11, CMO, ARM 1M USD LIBOR + 0.85%, 0.952%, 3/25/50 (1)	190	190
Flagstar Mortgage Trust Series 2021-5INV, Class A5, CMO, ARM 2.50%, 7/25/51 (1)	237	239
Freddie Mac Whole Loan Securities Trust Series 2017-SC01, Class M1, CMO, ARM 3.657%, 12/25/46 (1)	119	120

T. ROWE PRICE LIMITED-TERM BOND PORTFOLIO

	Par/Shares	\$ Value
(Amounts in 000s)		
Freddie Mac Whole Loan Securities Trust Series 2017-SC02, Class M1, CMO, ARM 3.849%, 5/25/47 (1)	45	45
Galton Funding Mortgage Trust Series 2018-1, Class A33, CMO, ARM 3.50%, 11/25/57 (1)	78	78
Galton Funding Mortgage Trust Series 2019-1, Class A21, CMO, ARM 4.50%, 2/25/59 (1)	32	33
Galton Funding Mortgage Trust Series 2019-1, Class A32, CMO, ARM 4.00%, 2/25/59 (1)	50	50
Galton Funding Mortgage Trust Series 2019-H1, Class M1, CMO, ARM 3.339%, 10/25/59 (1)	230	230
Galton Funding Mortgage Trust Series 2020-H1, Class A1, CMO, ARM 2.31%, 1/25/60 (1)	52	53
Galton Funding Mortgage Trust Series 2020-H1, Class M1, CMO, ARM 2.832%, 1/25/60 (1)	380	377
GS Mortgage-Backed Securities Trust Series 2014-EB1A, Class 2A1, CMO, ARM 1.654%, 7/25/44 (1)	6	6
GS Mortgage-Backed Securities Trust Series 2021-GR2, Class A6, CMO, ARM 2.50%, 2/25/52 (1)	254	257
GS Mortgage-Backed Securities Trust Series 2021-HP1, Class A6, CMO, ARM 2.50%, 1/25/52 (1)	148	150
GS Mortgage-Backed Securities Trust Series 2021-NQM1, Class A1, CMO, ARM 1.017%, 7/25/61 (1)	103	102
GS Mortgage-Backed Securities Trust Series 2021-PJ5, Class A8, CMO, ARM 2.50%, 10/25/51 (1)	317	320
Hundred Acre Wood Trust Series 2021-INV1, Class A9, CMO, ARM 2.50%, 7/25/51 (1)	225	227
Imperial Fund Mortgage Trust Series 2021-NQM2, Class A3, CMO, ARM 1.516%, 9/25/56 (1)	142	141
JPMorgan Mortgage Trust Series 2020-INV1, Class A15, CMO, ARM 3.50%, 8/25/50 (1)	162	165
Mello Mortgage Capital Acceptance Series 2021-INV3, Class A4, CMO, ARM 2.50%, 10/25/51 (1)	195	197
MFA Trust Series 2021-INV1, Class A1, CMO, ARM 0.852%, 1/25/56 (1)	108	108
MFA Trust Series 2021-NQM2, Class A2, CMO, ARM 1.317%, 11/25/64 (1)	86	86
New Residential Mortgage Loan Trust Series 2021-INV1, Class A6, CMO, ARM 2.50%, 6/25/51 (1)	155	157
New Residential Mortgage Loan Trust Series 2021-INV2, Class A7, CMO, ARM 2.50%, 9/25/51 (1)	461	465

	Par/Shares	\$ Value
(Amounts in 000s)		
New Residential Mortgage Loan Trust Series 2021-NQ1R, Class A1, CMO, ARM 0.943%, 7/25/55 (1)	154	153
NLT Trust Series 2021-INV2, Class A1, CMO, ARM 1.162%, 8/25/56 (1)	449	442
NLT Trust Series 2021-INV2, Class A3, CMO, ARM 1.52%, 8/25/56 (1)	119	118
OBX Trust Series 2019-EXP2, Class 2A2, CMO, ARM 1M USD LIBOR + 1.20%, 1.302%, 6/25/59 (1)	57	57
OBX Trust Series 2020-EXP1, Class 2A2, CMO, ARM 1M USD LIBOR + 0.95%, 1.052%, 2/25/60 (1)	62	62
OBX Trust Series 2020-EXP2, Class A8, CMO, ARM 3.00%, 5/25/60 (1)	150	150
OBX Trust Series 2020-EXP2, Class A9, CMO, ARM 3.00%, 5/25/60 (1)	39	39
OBX Trust Series 2020-INV1, Class A5, CMO, ARM 3.50%, 12/25/49 (1)	88	89
OBX Trust Series 2021-J1, Class A4, CMO, ARM 2.50%, 5/25/51 (1)	238	240
OBX Trust Series 2021-NQM1, Class A1, CMO, ARM 1.072%, 2/25/66 (1)	203	200
OBX Trust Series 2021-NQM3, Class A1, CMO, ARM 1.054%, 7/25/61 (1)	124	122
PSMC Trust Series 2021-1, Class A11, CMO, ARM 2.50%, 3/25/51 (1)	361	365
PSMC Trust Series 2021-2, Class A3, CMO, ARM 2.50%, 5/25/51 (1)	263	266
Sequoia Mortgage Trust Series 2018-CH2, Class A21, CMO, ARM 4.00%, 6/25/48 (1)	55	55
Sequoia Mortgage Trust Series 2018-CH3, Class A19, CMO, ARM 4.50%, 8/25/48 (1)	24	24
Sequoia Mortgage Trust Series 2018-CH4, Class A2, CMO, ARM 4.00%, 10/25/48 (1)	35	35
SG Residential Mortgage Trust Series 2020-2, Class A1, CMO, ARM 1.381%, 5/25/65 (1)	66	65
Starwood Mortgage Residential Trust Series 2019-INV1, Class A1, CMO, ARM 2.61%, 9/27/49 (1)	21	22
Starwood Mortgage Residential Trust Series 2019-INV1, Class A3, CMO, ARM 2.916%, 9/27/49 (1)	236	235

T. ROWE PRICE LIMITED-TERM BOND PORTFOLIO

	Par/Shares	\$ Value
(Amounts in 000s)		
Starwood Mortgage Residential Trust Series 2021-2, Class A1, CMO, ARM 0.943%, 5/25/65 (1)	187	186
Starwood Mortgage Residential Trust Series 2021-4, Class A1, CMO, ARM 1.162%, 8/25/56 (1)	389	386
Structured Agency Credit Risk Debt Notes Series 2017-DNA2, Class M1, CMO, ARM 1M USD LIBOR + 1.20%, 1.303%, 10/25/29	52	53
Structured Agency Credit Risk Debt Notes Series 2018-DNA2, Class M1, CMO, ARM 1M USD LIBOR + 0.80%, 0.903%, 12/25/30 (1)	161	161
Structured Agency Credit Risk Debt Notes Series 2018-DNA2, Class M2AS, CMO, ARM 1M USD LIBOR + 0.95%, 1.053%, 12/25/30 (1)	275	275
Structured Agency Credit Risk Debt Notes Series 2018-DNA3, Class M1, CMO, ARM 1M USD LIBOR + 0.75%, 0.853%, 9/25/48 (1)	1	1
Structured Agency Credit Risk Debt Notes Series 2018-DNA3, Class M2AS, CMO, ARM 1M USD LIBOR + 0.90%, 1.003%, 9/25/48 (1)	455	455
Structured Agency Credit Risk Debt Notes Series 2018-HQA2, Class M1, CMO, ARM 1M USD LIBOR + 0.75%, 0.853%, 10/25/48 (1)	58	59
Structured Agency Credit Risk Debt Notes Series 2018-HRP2, Class M2, CMO, ARM 1M USD LIBOR + 1.25%, 1.353%, 2/25/47 (1)	330	330
Structured Agency Credit Risk Debt Notes Series 2020-DNA6, Class M1, CMO, ARM SOFR30A + 0.90%, 0.95%, 12/25/50 (1)	18	18
Structured Agency Credit Risk Debt Notes Series 2021-DNA1, Class M1, CMO, ARM SOFR30A + 0.65%, 0.70%, 1/25/51 (1)	24	24
Structured Agency Credit Risk Debt Notes Series 2021-DNA2, Class M1, CMO, ARM SOFR30A + 0.80%, 0.85%, 8/25/33 (1)	119	119
Structured Agency Credit Risk Debt Notes Series 2021-DNA5, Class M2, CMO, ARM SOFR30A + 1.65%, 1.70%, 1/25/34 (1)	110	110
Structured Agency Credit Risk Debt Notes Series 2021-DNA6, Class M2, CMO, ARM SOFR30A + 1.50%, 1.55%, 10/25/41 (1)	140	140
Structured Agency Credit Risk Debt Notes Series 2021-DNA7, Class M2, CMO, ARM SOFR30A + 1.80%, 1.85%, 11/25/41 (1)	90	90
Structured Agency Credit Risk Debt Notes Series 2021-HQA1, Class M1, CMO, ARM SOFR30A + 0.70%, 0.75%, 8/25/33 (1)	38	38
Structured Agency Credit Risk Debt Notes Series 2021-HQA3, Class M1, CMO, ARM SOFR30A + 0.85%, 0.90%, 9/25/41 (1)	170	170

	Par/Shares	\$ Value
(Amounts in 000s)		
Structured Agency Credit Risk Debt Notes Series 2021-HQA4, Class M1, CMO, ARM SOFR30A + 0.95%, 1.00%, 12/25/41 (1)	475	475
Toorak Mortgage Series 2021-INNV1, Class A2, CMO, ARM 1.409%, 7/25/56 (1)	90	89
UWM Mortgage Trust Series 2021-INNV2, Class A4, CMO, ARM 2.50%, 9/25/51 (1)	79	80
UWM Mortgage Trust Series 2021-INNV5, Class A4, CMO, ARM 2.50%, 1/25/52 (1)	470	474
Verus Securitization Trust Series 2019-4, Class A3, CMO, STEP 3.00%, 11/25/59 (1)	420	424
Verus Securitization Trust Series 2019-INNV3, Class A3, CMO, ARM 3.10%, 11/25/59 (1)	360	367
Verus Securitization Trust Series 2020-1, Class A3, CMO, STEP 2.724%, 1/25/60 (1)	423	423
Verus Securitization Trust Series 2020-5, Class A3, CMO, STEP 1.733%, 5/25/65 (1)	54	54
Verus Securitization Trust Series 2021-1, Class A1, CMO, ARM 0.815%, 1/25/66 (1)	67	66
Verus Securitization Trust Series 2021-1, Class A2, CMO, ARM 1.052%, 1/25/66 (1)	89	88
Verus Securitization Trust Series 2021-1, Class A3, CMO, ARM 1.155%, 1/25/66 (1)	64	63
Verus Securitization Trust Series 2021-2, Class A1, CMO, ARM 1.031%, 2/25/66 (1)	119	118
Verus Securitization Trust Series 2021-5, Class A3, CMO, ARM 1.373%, 9/25/66 (1)	124	122
Verus Securitization Trust Series 2021-7, Class A1, CMO, ARM 1.829%, 10/25/66 (1)	438	437
Verus Securitization Trust Series 2021-R1, Class A2, CMO, ARM 1.057%, 10/25/63 (1)	51	50
Verus Securitization Trust Series 2021-R2, Class A1, CMO, ARM 0.918%, 2/25/64 (1)	125	124
Wells Fargo Mortgage Backed Securities Trust Series 2021-RR1, Class A3, CMO, ARM 2.50%, 12/25/50 (1)	293	296
ZH Trust Series 2021-1, Class A, CMO 2.253%, 2/18/27 (1)	155	154
		19,059

	Par/Shares	\$ Value
(Amounts in 000s)		
Commercial Mortgage-Backed Securities 6.1%		
BAMLL Commercial Mortgage Securities Trust		
Series 2021-JACX, Class C, ARM		
1M USD LIBOR + 2.00%, 2.11%, 9/15/38 (1)	190	190
Banc of America Commercial Mortgage Trust		
Series 2017-BNK3, Class A1		
1.957%, 2/15/50	7	7
BCP Trust		
Series 2021-330N, Class A, ARM		
1M USD LIBOR + 0.799%, 0.909%, 6/15/38 (1)	120	119
BPR Trust		
Series 2021-TY, Class B, ARM		
1M USD LIBOR + 1.15%, 1.26%, 9/15/38 (1)	200	199
BSREP Commercial Mortgage Trust		
Series 2021-DC, Class D, ARM		
1M USD LIBOR + 1.90%, 2.01%, 8/15/38 (1)	175	174
BX Commercial Mortgage Trust		
Series 2019-XL, Class A, ARM		
1M USD LIBOR + 0.92%, 1.03%, 10/15/36 (1)	113	113
BX Commercial Mortgage Trust		
Series 2021-SOAR, Class D, ARM		
1M USD LIBOR + 1.40%, 1.51%, 6/15/38 (1)	145	144
BX Trust		
Series 2021-ARIA, Class C, ARM		
1M USD LIBOR + 1.646%, 1.756%, 10/15/36 (1)	145	144
Citigroup Commercial Mortgage Trust		
Series 2013-375P, Class B, ARM		
3.518%, 5/10/35 (1)	205	209
Citigroup Commercial Mortgage Trust		
Series 2013-375P, Class C, ARM		
3.518%, 5/10/35 (1)	150	151
Cold Storage Trust		
Series 2020-ICE5, Class B, ARM		
1M USD LIBOR + 1.30%, 1.41%, 11/15/37 (1)	256	255
Commercial Mortgage Trust		
Series 2014-CR19, Class AM		
4.08%, 8/10/47	210	222
Commercial Mortgage Trust		
Series 2014-CR19, Class D, ARM		
4.703%, 8/10/47 (1)	250	245
Commercial Mortgage Trust		
Series 2014-UBS2, Class A5		
3.961%, 3/10/47	280	294
Commercial Mortgage Trust		
Series 2014-UBS2, Class B		
4.701%, 3/10/47	440	462
Commercial Mortgage Trust		
Series 2015-CR22, Class B, ARM		
3.926%, 3/10/48	100	105

	Par/Shares	\$ Value
(Amounts in 000s)		
Commercial Mortgage Trust		
Series 2020-CBM, Class D, ARM		
3.633%, 2/10/37 (1)	340	336
Credit Suisse Mortgage Trust		
Series 2020-NET, Class A		
2.257%, 8/15/37 (1)	115	116
Extended Stay America Trust		
Series 2021-ESH, Class C, ARM		
1M USD LIBOR + 1.70%, 1.81%, 7/15/38 (1)	194	194
Fontainebleau Miami Beach Trust		
Series 2019-FBLU, Class C		
3.75%, 12/10/36 (1)	895	913
GCT Commercial Mortgage Trust		
Series 2021-GCT, Class A, ARM		
1M USD LIBOR + 0.80%, 0.91%, 2/15/38 (1)	140	140
Great Wolf Trust		
Series 2019-WOLF, Class A, ARM		
1M USD LIBOR + 1.034%, 1.144%, 12/15/36 (1)	325	325
Great Wolf Trust		
Series 2019-WOLF, Class C, ARM		
1M USD LIBOR + 1.633%, 1.743%, 12/15/36 (1)	390	388
GS Mortgage Securities Trust		
Series 2021-ROSS, Class B, ARM		
1M USD LIBOR + 1.60%, 1.71%, 5/15/26 (1)	160	160
InTown Hotel Portfolio Trust		
Series 2018-STAY, Class A, ARM		
1M USD LIBOR + 0.95%, 1.06%, 1/15/33 (1)	175	175
InTown Hotel Portfolio Trust		
Series 2018-STAY, Class C, ARM		
1M USD LIBOR + 1.50%, 1.61%, 1/15/33 (1)	145	145
JPMorgan Chase Commercial Mortgage Securities Trust		
Series 2019-BKWD, Class C, ARM		
1M USD LIBOR + 1.60%, 1.71%, 9/15/29 (1)	355	349
JPMorgan Chase Commercial Mortgage Securities Trust		
Series 2020-609M, Class B, ARM		
1M USD LIBOR + 1.77%, 1.88%, 10/15/33 (1)	255	254
JPMorgan Chase Commercial Mortgage Securities Trust		
Series 2020-609M, Class C, ARM		
1M USD LIBOR + 2.17%, 2.28%, 10/15/33 (1)	210	209
KIND Trust		
Series 2021-KIND, Class C, ARM		
1M USD LIBOR + 1.75%, 1.86%, 8/15/38 (1)	245	243
KKR Industrial Portfolio Trust		
Series 2021-KDIP, Class C, ARM		
1M USD LIBOR + 1.00%, 1.11%, 12/15/37 (1)	188	186

T. ROWE PRICE LIMITED-TERM BOND PORTFOLIO

	Par/Shares	\$ Value
(Amounts in 000s)		
KKR Industrial Portfolio Trust Series 2021-KDIP, Class D, ARM 1M USD LIBOR + 1.25%, 1.36%, 12/15/37 (1)	75	74
LSTAR Commercial Mortgage Trust Series 2017-5, Class AS 4.021%, 3/10/50 (1)	145	155
Merit Series 2020-HILL, Class B, ARM 1M USD LIBOR + 1.40%, 1.51%, 8/15/37 (1)	193	193
Merit Series 2020-HILL, Class C, ARM 1M USD LIBOR + 1.70%, 1.81%, 8/15/37 (1)	94	94
Merit Series 2020-HILL, Class D, ARM 1M USD LIBOR + 2.35%, 2.46%, 8/15/37 (1)	123	123
MF1 Series 2021-FL7, Class A, ARM 1M USD LIBOR + 1.08%, 1.188%, 10/16/36 (1)	195	194
MHC Trust Series 2021-MHC2, Class B, ARM 1M USD LIBOR + 1.10%, 1.21%, 5/15/23 (1)	150	149
Morgan Stanley Capital I Trust Series 2014-150E, Class A 3.912%, 9/9/32 (1)	340	355
Morgan Stanley Capital I Trust Series 2019-MEAD, Class D, ARM 3.177%, 11/10/36 (1)	710	695
Morgan Stanley Capital I Trust Series 2019-NUGS, Class D, ARM 1M USD LIBOR + 1.80%, 3.30%, 12/15/36 (1)	130	130
ONE Mortgage Trust Series 2021-PARK, Class B, ARM 1M USD LIBOR + 0.95%, 1.06%, 3/15/36 (1)	315	312
ONE Mortgage Trust Series 2021-PARK, Class C, ARM 1M USD LIBOR + 1.10%, 1.21%, 3/15/36 (1)	170	168
Shelter Growth CRE Issuer Series 2021-FL3, Class A, ARM 1M USD LIBOR + 1.08%, 1.19%, 9/15/36 (1)	147	147
SLIDE Series 2018-FUN, Class D, ARM 1M USD LIBOR + 2.10%, 2.21%, 6/15/31 (1)	532	524
Wells Fargo Commercial Mortgage Trust Series 2015-NXS2, Class A2 3.02%, 7/15/58	150	151
WFRBS Commercial Mortgage Trust Series 2014-C23, Class A5 3.917%, 10/15/57	435	462

	Par/Shares	\$ Value
(Amounts in 000s)		
WFRBS Commercial Mortgage Trust Series 2014-LC14, Class A5 4.045%, 3/15/47	440	461
		11,553
Residential Mortgage 0.4%		
Bayview Opportunity Master Fund IVb Trust Series 2017-SPL4, Class A, ARM 3.50%, 1/28/55 (1)	122	123
MetLife Securitization Trust Series 2017-1A, Class A, ARM 3.00%, 4/25/55 (1)	163	166
Mill City Mortgage Loan Trust Series 2016-1, Class A1, ARM 2.50%, 4/25/57 (1)	3	4
Towd Point Mortgage Trust Series 2016-1, Class A3B, ARM 3.00%, 2/25/55 (1)	35	35
Towd Point Mortgage Trust Series 2016-2, Class A1A, ARM 2.75%, 8/25/55 (1)	16	16
Towd Point Mortgage Trust Series 2017-1, Class A1, ARM 2.75%, 10/25/56 (1)	136	137
Towd Point Mortgage Trust Series 2017-2, Class A1, ARM 2.75%, 4/25/57 (1)	86	86
Towd Point Mortgage Trust Series 2018-1, Class A1, ARM 3.00%, 1/25/58 (1)	116	118
		685
Total Non-U.S. Government Mortgage- Backed Securities (Cost \$31,528)		31,297

**U.S. GOVERNMENT &
AGENCY MORTGAGE-BACKED
SECURITIES 3.2%**

**U.S. Government Agency
Obligations 2.3%**

Federal Home Loan Mortgage 3.50%, 3/1/46	114	122
5.00%, 12/1/23 - 7/1/25	15	15
5.50%, 4/1/23 - 10/1/38	7	8
6.00%, 8/1/22 - 9/1/35	83	95
7.00%, 3/1/39	75	85
7.50%, 6/1/38	76	86
Federal Home Loan Mortgage, ARM 12M USD LIBOR + 1.625%, 1.875%, 6/1/38 - 7/1/38	31	32
12M USD LIBOR + 1.625%, 1.922%, 4/1/37	9	9
12M USD LIBOR + 1.726%, 1.976%, 7/1/35	3	3
12M USD LIBOR + 1.733%, 2.006%, 10/1/36	6	6
12M USD LIBOR + 1.739%, 2.046%, 5/1/38	6	6
12M USD LIBOR + 1.75%, 2.125%, 2/1/35	2	2
12M USD LIBOR + 1.775%, 2.025%, 5/1/37	3	3
12M USD LIBOR + 1.829%, 2.204%, 2/1/37	2	2
12M USD LIBOR + 1.842%, 2.17%, 1/1/37	2	2

	Par/Shares	\$ Value
(Amounts in 000s)		
12M USD LIBOR + 2.03%, 2.275%, 11/1/36	2	2
12M USD LIBOR + 2.083%, 2.457%, 2/1/38	7	8
1Y CMT + 2.245%, 2.37%, 1/1/36	7	7
1Y CMT + 2.25%, 2.338%, 10/1/36	2	2
Federal Home Loan Mortgage, CMO, 2.00%, 2/15/40	89	90
Federal Home Loan Mortgage, UMBS 2.00%, 1/1/36 - 9/1/36	443	455
3.00%, 11/1/34	206	219
4.00%, 12/1/49	42	45
4.50%, 5/1/50	42	45
Federal National Mortgage Assn., ARM 12M USD LIBOR + 1.34%, 1.715%, 12/1/35	2	2
12M USD LIBOR + 1.568%, 1.841%, 7/1/35	1	2
12M USD LIBOR + 1.59%, 1.869%, 12/1/35	6	6
12M USD LIBOR + 1.605%, 1.917%, 7/1/36	6	6
12M USD LIBOR + 1.655%, 1.905%, 8/1/37	3	3
12M USD LIBOR + 1.77%, 2.145%, 12/1/35	1	1
12M USD LIBOR + 1.78%, 2.03%, 1/1/34	6	6
12M USD LIBOR + 1.788%, 2.163%, 5/1/38	2	2
12M USD LIBOR + 1.83%, 2.098%, 4/1/38	19	19
12M USD LIBOR + 1.853%, 2.103%, 8/1/38	8	9
12M USD LIBOR + 1.892%, 2.227%, 12/1/35	2	2
12M USD LIBOR + 1.921%, 2.191%, 5/1/38	6	6
12M USD LIBOR + 2.04%, 2.29%, 12/1/36	1	1
Federal National Mortgage Assn., UMBS 3.00%, 1/1/27	110	115
3.50%, 3/1/28 - 1/1/48	94	100
4.00%, 11/1/49 - 12/1/49	82	87
4.50%, 8/1/24 - 1/1/50	638	689
5.00%, 3/1/23 - 6/1/35	223	251
5.50%, 3/1/22 - 5/1/40	275	313
6.00%, 1/1/22 - 4/1/40	531	613
6.50%, 7/1/32 - 12/1/32	63	72
UMBS, TBA (3) 2.00%, 1/1/52	120	120
2.50%, 1/1/52	70	72
3.00%, 2/1/52	385	398
4.00%, 2/1/52	165	175
		4,419
U.S. Government Obligations 0.9%		
Government National Mortgage Assn. 3.50%, 2/20/48 - 8/20/51	488	510
4.00%, 10/20/50	44	47
5.00%, 12/20/34 - 11/20/47	313	350
5.50%, 3/20/48 - 3/20/49	60	65
Government National Mortgage Assn., TBA, 3.50%, 1/20/52 (3)	582	606
		1,578
Total U.S. Government & Agency Mortgage-Backed Securities (Cost \$5,870)		5,997

	Par/Shares	\$ Value
(Amounts in 000s)		
U.S. GOVERNMENT AGENCY OBLIGATIONS (EXCLUDING MORTGAGE-BACKED) 19.3%		
Treasuries 19.3%		
U.S. Treasury Inflation-Indexed Notes, 0.625%, 4/15/23	857	896
U.S. Treasury Notes, 0.125%, 5/15/23 (4)	125	124
U.S. Treasury Notes, 0.125%, 6/30/23	6,080	6,038
U.S. Treasury Notes, 0.125%, 7/15/23	685	680
U.S. Treasury Notes, 0.125%, 7/31/23	1,745	1,731
U.S. Treasury Notes, 0.125%, 8/15/23	1,775	1,760
U.S. Treasury Notes, 0.125%, 8/31/23	6,950	6,888
U.S. Treasury Notes, 0.125%, 10/15/23	2,375	2,351
U.S. Treasury Notes, 0.25%, 9/30/23	1,750	1,738
U.S. Treasury Notes, 0.375%, 10/31/23	11,300	11,237
U.S. Treasury Notes, 0.50%, 11/30/23	1,415	1,410
U.S. Treasury Notes, 0.75%, 12/31/23	1,900	1,901
Total U.S. Government Agency Obligations (Excluding Mortgage-Backed) (Cost \$36,932)		36,754
SHORT-TERM INVESTMENTS 2.3%		
Money Market Funds 2.3%		
T. Rowe Price Government Reserve Fund, 0.06% (5)(6)	4,392	4,392
Total Short-Term Investments (Cost \$4,392)		4,392
Total Investments in Securities 100.5% of Net Assets (Cost \$190,511)		\$ 190,811

‡ Par/Shares and Notional Amount are denominated in U.S. dollars unless otherwise noted.

- (1) Security was purchased pursuant to Rule 144A under the Securities Act of 1933 and may be resold in transactions exempt from registration only to qualified institutional buyers. Total value of such securities at period-end amounts to \$78,247 and represents 41.2% of net assets.
- (2) Security is a fix-to-float security, which carries a fixed coupon until a certain date, upon which it switches to a floating rate. Reference rate and spread are provided if the rate is currently floating.
- (3) See Note 4. To-Be-Announced purchase commitment. Total value of such securities at period-end amounts to \$1,371 and represents 0.7% of net assets.
- (4) At December 31, 2021, all or a portion of this security is pledged as collateral and/or margin deposit to cover future funding obligations.
- (5) Seven-day yield
- (6) Affiliated Companies

1M USD LIBOR One month USD LIBOR (London interbank offered rate)

3M USD LIBOR Three month USD LIBOR (London interbank offered rate)

12M USD LIBOR Twelve month USD LIBOR (London interbank offered rate)

1Y CMT One year U.S. Treasury note constant maturity

ARM Adjustable Rate Mortgage (ARM); rate shown is effective rate at period-end. The rates for certain ARMs are not based on a published reference rate and spread but may be determined using a formula based on the rates of the underlying loans.

CLO Collateralized Loan Obligation

CMO Collateralized Mortgage Obligation

FRN Floating Rate Note

GO General Obligation

PTT Pass-Through Trust

SOFR Secured overnight financing rate

SOFR30A 30-day Average SOFR (Secured Overnight Financing Rate)

STEP Stepped coupon bond for which the coupon rate of interest adjusts on specified date(s); rate shown is effective rate at period-end.

TBA To-Be-Announced

UMBS Uniform Mortgage-Backed Securities

VR Variable Rate; rate shown is effective rate at period-end. The rates for certain variable rate securities are not based on a published reference rate and spread but are determined by the issuer or agent and based on current market conditions.

(Amounts in 000s)

SWAPS (0.0)%

Description	Notional Amount	\$ Value	Upfront Payments/ \$ (Receipts)	Unrealized \$ Gain/(Loss)
BILATERAL SWAPS (0.0)%				
Credit Default Swaps, Protection Bought (0.0)%				
Bank of America, Protection Bought (Relevant Credit: General Mills), Pay 1.00% Quarterly, Receive upon credit default, 12/20/24	417	(10)	(8)	(2)
Barclays Bank, Protection Bought (Relevant Credit: Omnicom Group), Pay 1.00% Quarterly, Receive upon credit default, 12/20/24	1,250	(29)	(24)	(5)
Citibank, Protection Bought (Relevant Credit: General Mills), Pay 1.00% Quarterly, Receive upon credit default, 12/20/24	596	(14)	(11)	(3)
Goldman Sachs, Protection Bought (Relevant Credit: General Mills), Pay 1.00% Quarterly, Receive upon credit default, 12/20/24	1,220	(29)	(23)	(6)
Total Bilateral Credit Default Swaps, Protection Bought			(66)	(16)
Credit Default Swaps, Protection Sold 0.0%				
Barclays Bank, Protection Sold (Relevant Credit: AT&T, Baa2*), Receive 1.00% Quarterly, Pay upon credit default, 12/20/22	500	3	3	—
Barclays Bank, Protection Sold (Relevant Credit: Enbridge, Baa1*), Receive 1.00% Quarterly, Pay upon credit default, 6/20/23	1,750	16	(36)	52
Total Bilateral Credit Default Swaps, Protection Sold			(33)	52
Total Bilateral Swaps			(99)	36

* Credit ratings as of December 31, 2021. Ratings shown are from Moody's Investors Service and if Moody's does not rate a security, then Standard & Poor's (S&P) is used. Fitch is used for securities that are not rated by either Moody's or S&P.

FUTURES CONTRACTS

(\$000s)

	Expiration Date	Notional Amount	Value and Unrealized Gain (Loss)
Short, 21 U.S. Treasury Notes five year contracts	3/22	(2,540) \$	—
Long, 104 U.S. Treasury Notes two year contracts	3/22	22,690	(45)
Short, 6 Ultra U.S. Treasury Notes ten year contracts	3/22	(879)	(12)
Net payments (receipts) of variation margin to date			59
Variation margin receivable (payable) on open futures contracts		\$	2

AFFILIATED COMPANIES

(\$000s)

The fund may invest in certain securities that are considered affiliated companies. As defined by the 1940 Act, an affiliated company is one in which the fund owns 5% or more of the outstanding voting securities, or a company that is under common ownership or control. The following securities were considered affiliated companies for all or some portion of the year ended December 31, 2021. Net realized gain (loss), investment income, change in net unrealized gain/loss, and purchase and sales cost reflect all activity for the period then ended.

Affiliate	Change in Net		Investment
	Net Realized Gain (Loss)	Unrealized Gain/Loss	
T. Rowe Price Government Reserve Fund, 0.06%	\$ —#	\$ —	\$ 1+

Supplementary Investment Schedule

Affiliate	Value 12/31/20	Purchase Cost	Sales Cost	Value 12/31/21
T. Rowe Price Government Reserve Fund, 0.06%	\$ 1,702	□	□ \$	4,392^

Capital gain distributions from mutual funds represented \$0 of the net realized gain (loss).

+ Investment income comprised \$1 of dividend income and \$0 of interest income.

□ Purchase and sale information not shown for cash management funds.

^ The cost basis of investments in affiliated companies was \$4,392.

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

T. ROWE PRICE LIMITED-TERM BOND PORTFOLIO

December 31, 2021

STATEMENT OF ASSETS AND LIABILITIES

(\$000s, except shares and per share amounts)

Assets

Investments in securities, at value (cost \$190,511)	\$	190,811
Interest receivable		751
Receivable for investment securities sold		576
Unrealized gain on bilateral swaps		52
Receivable for shares sold		35
Bilateral swap premiums paid		3
Variation margin receivable on futures contracts		2
Other assets		11
Total assets		<u>192,241</u>

Liabilities

Payable for investment securities purchased		2,022
Investment management and administrative fees payable		109
Bilateral swap premiums received		102
Payable for shares redeemed		36
Unrealized loss on bilateral swaps		16
Other liabilities		4
Total liabilities		<u>2,289</u>

NET ASSETS

\$ 189,952

Net Assets Consist of:

Total distributable earnings (loss)	\$	535
Paid-in capital applicable to 38,721,657 shares of \$0.0001 par value capital stock outstanding; 1,000,000,000 shares of the Corporation authorized		<u>189,417</u>

NET ASSETS

\$ 189,952

NET ASSET VALUE PER SHARE

Limited-Term Bond Portfolio Class

(\$171,166,379 / 34,877,883 shares outstanding)

\$ 4.91

Limited-Term Bond Portfolio-II Class

(\$18,785,763 / 3,843,774 shares outstanding)

\$ 4.89

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

STATEMENT OF OPERATIONS

(\$000s)

	Year Ended 12/31/21
Investment Income (Loss)	
Income	
Interest	\$ 3,096
Dividend	1
Total income	3,097
Expenses	
Investment management and administrative expense	1,200
Rule 12b-1 fees - Limited-Term Bond Portfolio-II Class	47
Waived / paid by Price Associates	(342)
Net expenses	905
Net investment income	2,192
Realized and Unrealized Gain / Loss	
Net realized gain (loss)	
Securities	422
Futures	116
Swaps	49
Options written	12
Net realized gain	599
Change in net unrealized gain / loss	
Securities	(2,847)
Futures	(59)
Swaps	(27)
Options written	(4)
Change in net unrealized gain / loss	(2,937)
Net realized and unrealized gain / loss	(2,338)
DECREASE IN NET ASSETS FROM OPERATIONS	\$ (146)

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

STATEMENT OF CHANGES IN NET ASSETS

(\$000s)

	Year Ended 12/31/21	12/31/20
Increase (Decrease) in Net Assets		
Operations		
Net investment income	\$ 2,192	\$ 5,730
Net realized gain	599	4,990
Change in net unrealized gain / loss	(2,937)	(327)
Increase (decrease) in net assets from operations	(146)	10,393
Distributions to shareholders		
Net earnings		
Limited-Term Bond Portfolio Class	(3,066)	(5,511)
Limited-Term Bond Portfolio-II Class	(317)	(268)
Decrease in net assets from distributions	(3,383)	(5,779)
Capital share transactions*		
Shares sold		
Limited-Term Bond Portfolio Class	66,806	60,930
Limited-Term Bond Portfolio-II Class	13,958	12,810
Distributions reinvested		
Limited-Term Bond Portfolio Class	3,057	5,503
Limited-Term Bond Portfolio-II Class	316	268
Shares redeemed		
Limited-Term Bond Portfolio Class	(34,722)	(386,959)
Limited-Term Bond Portfolio-II Class	(10,610)	(14,624)
Increase (decrease) in net assets from capital share transactions	38,805	(322,072)
Net Assets		
Increase (decrease) during period	35,276	(317,458)
Beginning of period	154,676	472,134
End of period	\$ 189,952	\$ 154,676
*Share information		
Shares sold		
Limited-Term Bond Portfolio Class	13,399	12,438
Limited-Term Bond Portfolio-II Class	2,809	2,617
Distributions reinvested		
Limited-Term Bond Portfolio Class	617	1,126
Limited-Term Bond Portfolio-II Class	64	55
Shares redeemed		
Limited-Term Bond Portfolio Class	(6,953)	(79,344)
Limited-Term Bond Portfolio-II Class	(2,140)	(2,987)
Increase (decrease) in shares outstanding	7,796	(66,095)

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

NOTES TO FINANCIAL STATEMENTS

T. Rowe Price Fixed Income Series, Inc. (the corporation) is registered under the Investment Company Act of 1940 (the 1940 Act). The Limited-Term Bond Portfolio (the fund) is a diversified, open-end management investment company established by the corporation. The fund seeks a high level of income consistent with moderate fluctuations in principal value. Shares of the fund currently are offered only to insurance company separate accounts established for the purpose of funding variable annuity contracts and variable life insurance policies. The fund has two classes of shares: the Limited-Term Bond Portfolio (Limited-Term Bond Portfolio Class) and the Limited-Term Bond Portfolio–II (Limited-Term Bond Portfolio–II Class). Limited-Term Bond Portfolio–II Class shares are sold through financial intermediaries, which it compensates for distribution, shareholder servicing, and/or certain administrative services under a Board-approved Rule 12b-1 plan. Each class has exclusive voting rights on matters related solely to that class; separate voting rights on matters that relate to both classes; and, in all other respects, the same rights and obligations as the other class.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation The fund is an investment company and follows accounting and reporting guidance in the Financial Accounting Standards Board (FASB) *Accounting Standards Codification* Topic 946 (ASC 946). The accompanying financial statements were prepared in accordance with accounting principles generally accepted in the United States of America (GAAP), including, but not limited to, ASC 946. GAAP requires the use of estimates made by management. Management believes that estimates and valuations are appropriate; however, actual results may differ from those estimates, and the valuations reflected in the accompanying financial statements may differ from the value ultimately realized upon sale or maturity.

Investment Transactions, Investment Income, and Distributions Investment transactions are accounted for on the trade date basis. Income and expenses are recorded on the accrual basis. Realized gains and losses are reported on the identified cost basis. Premiums and discounts on debt securities are amortized for financial reporting purposes. Paydown gains and losses are recorded as an adjustment to interest income. Inflation adjustments to the principal amount of inflation-indexed bonds are reflected as interest income. Income tax-related interest and penalties, if incurred, are recorded as income tax expense. Dividends received from mutual fund investments are reflected as dividend income; capital gain distributions are reflected as realized gain/loss. Dividend income and capital gain distributions are recorded on the ex-dividend date. Non-cash dividends, if any, are recorded at the fair market value of the asset received. Distributions to shareholders are recorded on the ex-dividend date. Income distributions are declared by each class daily and paid monthly. A capital gain distribution may also be declared and paid by the fund annually.

Class Accounting Investment income and investment management and administrative expense are allocated to the classes based upon the relative daily net assets of each class's settled shares; realized and unrealized gains and losses are allocated based upon the relative daily net assets of each class's outstanding shares. Limited-Term Bond Portfolio–II Class pays Rule 12b-1 fees, in an amount not exceeding 0.25% of the class's average daily net assets.

Capital Transactions Each investor's interest in the net assets of the fund is represented by fund shares. The fund's net asset value (NAV) per share is computed at the close of the New York Stock Exchange (NYSE), normally 4 p.m. ET, each day the NYSE is open for business. However, the NAV per share may be calculated at a time other than the normal close of the NYSE if trading on the NYSE is restricted, if the NYSE closes earlier, or as may be permitted by the SEC. Purchases and redemptions of fund shares are transacted at the next-computed NAV per share, after receipt of the transaction order by T. Rowe Price Associates, Inc., or its agents.

New Accounting Guidance In March 2020, the FASB issued Accounting Standards Update (ASU), ASU 2020–04, Reference Rate Reform (Topic 848) – Facilitation of the Effects of Reference Rate Reform on Financial Reporting, which provides optional, temporary relief with respect to the financial reporting of contracts subject to certain types of modifications due to the planned discontinuation of the London Interbank Offered Rate (LIBOR) and other interbank-offered based reference rates as of the end of 2021. In March 2021, the administrator for LIBOR announced the extension of the publication of a majority of the USD LIBOR settings to June 30, 2023. Management expects that the adoption of the guidance will not have a material impact on the fund's financial statements.

Indemnification In the normal course of business, the fund may provide indemnification in connection with its officers and directors, service providers, and/or private company investments. The fund's maximum exposure under these arrangements is unknown; however, the risk of material loss is currently considered to be remote.

NOTE 2 - VALUATION

Fair Value The fund's financial instruments are valued at the close of the NYSE and are reported at fair value, which GAAP defines as the price 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. The T. Rowe Price Valuation Committee (the Valuation Committee) is an internal committee that has been delegated certain responsibilities by the fund's Board of Directors (the Board) to ensure that financial instruments are appropriately priced at fair value in accordance with GAAP and the 1940 Act. Subject to oversight by the Board, the Valuation Committee develops and oversees pricing-related policies and procedures and approves all fair value determinations. Specifically, the Valuation Committee establishes policies and procedures used in valuing financial instruments, including those which cannot be valued in accordance with normal procedures or using pricing vendors; determines pricing techniques, sources, and persons eligible to effect fair value pricing actions; evaluates the services and performance of the pricing vendors; oversees the pricing process to ensure policies and procedures are being followed; and provides guidance on internal controls and valuation-related matters. The Valuation Committee provides periodic reporting to the Board on valuation matters.

Various valuation techniques and inputs are used to determine the fair value of financial instruments. GAAP establishes the following fair value hierarchy that categorizes the inputs used to measure fair value:

Level 1 – quoted prices (unadjusted) in active markets for identical financial instruments that the fund can access at the reporting date

Level 2 – inputs other than Level 1 quoted prices that are observable, either directly or indirectly (including, but not limited to, quoted prices for similar financial instruments in active markets, quoted prices for identical or similar financial instruments in inactive markets, interest rates and yield curves, implied volatilities, and credit spreads)

Level 3 – unobservable inputs (including the fund's own assumptions in determining fair value)

Observable inputs are developed using market data, such as publicly available information about actual events or transactions, and reflect the assumptions that market participants would use to price the financial instrument. Unobservable inputs are those for which market data are not available and are developed using the best information available about the assumptions that market participants would use to price the financial instrument. GAAP requires valuation techniques to maximize the use of relevant observable inputs and minimize the use of unobservable inputs. When multiple inputs are used to derive fair value, the financial instrument is assigned to the level within the fair value hierarchy based on the lowest-level input that is significant to the fair value of the financial instrument. Input levels are not necessarily an indication of the risk or liquidity associated with financial instruments at that level but rather the degree of judgment used in determining those values.

Valuation Techniques Debt securities generally are traded in the over-the-counter (OTC) market and are valued at prices furnished by independent pricing services or by broker dealers who make markets in such securities. When valuing securities, the independent pricing services consider the yield or price of bonds of comparable quality, coupon, maturity, and type, as well as prices quoted by dealers who make markets in such securities.

Investments in mutual funds are valued at the mutual fund's closing NAV per share on the day of valuation. Futures contracts are valued at closing settlement prices. Swaps are valued at prices furnished by an independent pricing service or independent swap dealers. Assets and liabilities other than financial instruments, including short-term receivables and payables, are carried at cost, or estimated realizable value, if less, which approximates fair value.

Investments for which market quotations or market-based valuations are not readily available or deemed unreliable are valued at fair value as determined in good faith by the Valuation Committee, in accordance with fair valuation policies and procedures. The objective of any fair value pricing determination is to arrive at a price that could reasonably be expected from a current sale. Financial instruments fair valued by the Valuation Committee are primarily private placements, restricted securities, warrants, rights, and other securities that are not publicly traded. Factors used in determining fair value vary by type of investment and may include market or investment specific considerations. The Valuation Committee typically will afford greatest weight to actual prices in arm's length transactions, to the extent they represent orderly transactions between market participants, transaction information can be reliably obtained, and prices are deemed representative of fair value. However, the Valuation Committee may also consider other valuation methods such as market-based valuation multiples; a discount or premium from market value of a similar, freely traded security of the same issuer; discounted cash flows; yield to maturity; or some combination. Fair value determinations are reviewed on a regular basis

and updated as information becomes available, including actual purchase and sale transactions of the investment. Because any fair value determination involves a significant amount of judgment, there is a degree of subjectivity inherent in such pricing decisions, and fair value prices determined by the Valuation Committee could differ from those of other market participants.

Valuation Inputs The following table summarizes the fund's financial instruments, based on the inputs used to determine their fair values on December 31, 2021 (for further detail by category, please refer to the accompanying Portfolio of Investments):

(\$000s)	Level 1	Level 2	Level 3	Total Value
Assets				
Fixed Income Securities ¹	\$ —	\$ 186,419	\$ —	\$ 186,419
Short-Term Investments	4,392	—	—	4,392
Total Securities	4,392	186,419	—	190,811
Swaps	—	19	—	19
Futures Contracts*	—	—	—	—
Total	\$ 4,392	\$ 186,438	\$ —	\$ 190,830
Liabilities				
Swaps	\$ —	\$ 82	\$ —	\$ 82
Futures Contracts*	57	—	—	57
Total	\$ 57	\$ 82	\$ —	\$ 139

¹ Includes Asset-Backed Securities, Corporate Bonds, Foreign Government Obligations & Municipalities, Municipal Securities, Non-U.S. Government Mortgage-Backed Securities, U.S. Government & Agency Mortgage-Backed Securities and U.S. Government Agency Obligations (Excluding Mortgage-Backed).

*The fair value presented includes cumulative gain (loss) on open futures contracts; however, the net value reflected on the accompanying Portfolio of Investments is only the unsettled variation margin receivable (payable) at that date.

NOTE 3 - DERIVATIVE INSTRUMENTS

During the year ended December 31, 2021, the fund invested in derivative instruments. As defined by GAAP, a derivative is a financial instrument whose value is derived from an underlying security price, foreign exchange rate, interest rate, index of prices or rates, or other variable; it requires little or no initial investment and permits or requires net settlement. The fund invests in derivatives only if the expected risks and rewards are consistent with its investment objectives, policies, and overall risk profile, as described in its prospectus and Statement of Additional Information. The fund may use derivatives for a variety of purposes and may use them to establish both long and short positions within the fund's portfolio. Potential uses include to hedge against declines in principal value, increase yield, invest in an asset with greater efficiency and at a lower cost than is possible through direct investment, to enhance return, or to adjust portfolio duration and credit exposure. The risks associated with the use of derivatives are different from, and potentially much greater than, the risks associated with investing directly in the instruments on which the derivatives are based. The fund at all times maintains sufficient cash reserves, liquid assets, or other SEC-permitted asset types to cover its settlement obligations under open derivative contracts.

The fund values its derivatives at fair value and recognizes changes in fair value currently in its results of operations. Accordingly, the fund does not follow hedge accounting, even for derivatives employed as economic hedges. Generally, the fund accounts for its derivatives on a gross basis. It does not offset the fair value of derivative liabilities against the fair value of derivative assets on its financial statements, nor does it offset the fair value of derivative instruments against the right to reclaim or obligation to return collateral. The following table summarizes the fair value of the fund's derivative instruments held as of December 31, 2021, and the related location on the accompanying Statement of Assets and Liabilities, presented by primary underlying risk exposure:

(\$000s)	Location on Statement of Assets and Liabilities	Fair Value*
Assets		
Interest rate derivatives	Futures	\$ —†
Credit derivatives	Bilateral Swaps and Premiums	19
Total		\$ 19
Liabilities		
Interest rate derivatives	Futures	\$ 57
Credit derivatives	Bilateral Swaps and Premiums	82
Total		\$ 139

* The fair value presented includes cumulative gain (loss) on open futures contracts; however, the value reflected on the accompanying Statement of Assets and Liabilities is only the unsettled variation margin receivable (payable) at that date.

† Amount represents less than \$1,000.

Additionally, the amount of gains and losses on derivative instruments recognized in fund earnings during the year ended December 31, 2021, and the related location on the accompanying Statement of Operations is summarized in the following table by primary underlying risk exposure:

(\$000s)	Location of Gain (Loss) on Statement of Operations				
	Securities^	Options Written	Futures	Swaps	Total
Realized Gain (Loss)					
Interest rate derivatives	\$ —	\$ —	\$ 116	\$ —	\$ 116
Credit derivatives	(8)	12	—	49	53
Total	\$ (8)	\$ 12	\$ 116	\$ 49	\$ 169
Change in Unrealized Gain (Loss)					
Interest rate derivatives	\$ —	\$ —	\$ (59)	\$ —	\$ (59)
Credit derivatives	—	(4)	—	(27)	(31)
Total	\$ —	\$ (4)	\$ (59)	\$ (27)	\$ (90)

^ Options purchased are reported as securities.

* Amount represents less than \$1,000.

Counterparty Risk and Collateral The fund invests in derivatives in various markets, which expose it to differing levels of counterparty risk. Counterparty risk on exchange-traded and centrally cleared derivative contracts, such as futures, exchange-traded options, and centrally cleared swaps, is minimal because the clearinghouse provides protection against counterparty defaults. For futures and centrally cleared swaps, the fund is required to deposit collateral in an amount specified by the clearinghouse and the clearing firm (margin requirement), and the margin requirement must be maintained over the life of the contract. Each clearinghouse and clearing firm, in its sole discretion, may adjust the margin requirements applicable to the fund.

Derivatives, such as bilateral swaps, forward currency exchange contracts, and OTC options, that are transacted and settle directly with a counterparty (bilateral derivatives) may expose the fund to greater counterparty risk. To mitigate this risk, the fund has entered into master netting arrangements (MNAs) with certain counterparties that permit net settlement under specified conditions and, for certain counterparties, also require the exchange of collateral to cover mark-to-market exposure. MNAs may be in the form of International Swaps and Derivatives Association master agreements (ISDAs) or foreign exchange letter agreements (FX letters).

MNAs provide the ability to offset amounts the fund owes a counterparty against amounts the counterparty owes the fund (net settlement). Both ISDAs and FX letters generally allow termination of transactions and net settlement upon the occurrence of contractually specified events, such as failure to pay or bankruptcy. In addition, ISDAs specify other events, the occurrence of which would allow one of the parties to terminate. For example, a downgrade in credit rating of a counterparty below a specified rating would allow the fund to terminate, while a decline in the fund's net assets of more than a specified percentage would allow the counterparty to terminate. Upon termination, all transactions with that counterparty would be liquidated and a net termination amount settled. ISDAs typically include collateral agreements whereas FX letters do not. Collateral requirements are determined daily based on the net aggregate unrealized gain or loss on all bilateral derivatives with a counterparty, subject to minimum transfer amounts that typically range from \$100,000 to \$250,000. Any additional collateral required due to changes in security values is typically transferred the next business day.

Collateral may be in the form of cash or debt securities issued by the U.S. government or related agencies, although other securities may be used depending on the terms outlined in the applicable MNA. Cash posted by the fund is reflected as cash deposits in the accompanying financial statements and generally is restricted from withdrawal by the fund; securities posted by the fund are so noted in the accompanying Portfolio of Investments; both remain in the fund's assets. Collateral pledged by counterparties is not included in the fund's assets because the fund does not obtain effective control over those assets. For bilateral derivatives, collateral posted or received by the fund is held in a segregated account at the fund's custodian. While typically not sold in the same manner as equity or fixed income securities, exchange-traded or centrally cleared derivatives may be closed out only on the exchange or clearinghouse where the contracts were cleared, and OTC and bilateral derivatives may be unwound with counterparties or transactions assigned to other counterparties to allow the fund to exit the transaction. This ability is subject to the liquidity of underlying positions. As of December 31, 2021, no collateral was pledged by either the fund or counterparties for bilateral derivatives. As of December 31, 2021, securities valued at \$74,000 had been posted by the fund for exchange-traded and/or centrally cleared derivatives.

Futures Contracts The fund is subject to interest rate risk in the normal course of pursuing its investment objectives and uses futures contracts to help manage such risk. The fund may enter into futures contracts to manage exposure to interest rate and yield curve movements, security prices, foreign currencies, credit quality, and mortgage prepayments; as an efficient means of adjusting exposure to all or part of a target market; to enhance income; as a cash management tool; or to adjust portfolio duration and credit exposure. A futures contract provides for the future sale by one party and purchase by another of a specified amount of a specific underlying financial instrument at an agreed-upon price, date, time, and place. The fund currently invests only in exchange-traded futures, which generally are standardized as to maturity date, underlying financial instrument, and other contract terms. Payments are made or received by the fund each day to settle daily fluctuations in the value of the contract (variation margin), which reflect changes in the value of the underlying financial instrument. Variation margin is recorded as unrealized gain or loss until the contract is closed. The value of a futures contract included in net assets is the amount of unsettled variation margin; net variation margin receivable is reflected as an asset and net variation margin payable is reflected as a liability on the accompanying Statement of Assets and Liabilities. Risks related to the use of futures contracts include possible illiquidity of the futures markets, contract prices that can be highly volatile and imperfectly correlated to movements in hedged security values and/or interest rates, and potential losses in excess of the fund's initial investment. During the year ended December 31, 2021, the volume of the fund's activity in futures, based on underlying notional amounts, was generally between 12% and 22% of net assets.

Options The fund is subject to credit risk in the normal course of pursuing its investment objectives and uses options to help manage such risk. The fund may use options to manage exposure to security prices, interest rates, foreign currencies, and credit quality; as an efficient means of adjusting exposure to all or a part of a target market; to enhance income; as a cash management tool; or to adjust credit exposure. Options are included in net assets at fair value, options purchased are included in Investments in Securities, and Options written are separately reflected as a liability on the accompanying Statement of Assets and Liabilities. Premiums on unexercised, expired options are recorded as realized gains or losses; premiums on exercised options are recorded as an adjustment to the proceeds from the sale or cost of the purchase. The difference between the premium and the amount received or paid in a closing transaction is also treated as realized gain or loss. In return for a premium paid, options on swaps give the holder the right, but not the

obligation, to enter a specified swap contract on predefined terms. The exercise price of an option on a credit default swap is stated in terms of a specified spread that represents the cost of credit protection on the reference asset, including both the upfront premium to open the position and future periodic payments. The exercise price of an interest rate swap is stated in terms of a fixed interest rate; generally, there is no upfront payment to open the position. Risks related to the use of options include possible illiquidity of the options markets; trading restrictions imposed by an exchange or counterparty; possible failure of counterparties to meet the terms of the agreements; movements in the underlying asset values and credit ratings; and, for options written, the potential for losses to exceed any premium received by the fund. During the year ended December 31, 2021, the volume of the fund's activity in options, based on underlying notional amounts, was generally between 0% and 5% of net assets.

Swaps The fund is subject to credit risk in the normal course of pursuing its investment objectives and uses swap contracts to help manage such risk. The fund may use swaps in an effort to manage both long and short exposure to changes in interest rates, inflation rates, and credit quality; to adjust overall exposure to certain markets; to enhance total return or protect the value of portfolio securities; to serve as a cash management tool; or to adjust portfolio duration and credit exposure. Swap agreements can be settled either directly with the counterparty (bilateral swap) or through a central clearinghouse (centrally cleared swap). Fluctuations in the fair value of a contract are reflected in unrealized gain or loss and are reclassified to realized gain or loss upon contract termination or cash settlement. Net periodic receipts or payments required by a contract increase or decrease, respectively, the value of the contract until the contractual payment date, at which time such amounts are reclassified from unrealized to realized gain or loss. For bilateral swaps, cash payments are made or received by the fund on a periodic basis in accordance with contract terms; unrealized gain on contracts and premiums paid are reflected as assets and unrealized loss on contracts and premiums received are reflected as liabilities on the accompanying Statement of Assets and Liabilities. For bilateral swaps, premiums paid or received are amortized over the life of the swap and are recognized as realized gain or loss in the Statement of Operations. For centrally cleared swaps, payments are made or received by the fund each day to settle the daily fluctuation in the value of the contract (variation margin). Accordingly, the value of a centrally cleared swap included in net assets is the unsettled variation margin; net variation margin receivable is reflected as an asset and net variation margin payable is reflected as a liability on the accompanying Statement of Assets and Liabilities.

Credit default swaps are agreements where one party (the protection buyer) agrees to make periodic payments to another party (the protection seller) in exchange for protection against specified credit events, such as certain defaults and bankruptcies related to an underlying credit instrument, or issuer or index of such instruments. Upon occurrence of a specified credit event, the protection seller is required to pay the buyer the difference between the notional amount of the swap and the value of the underlying credit, either in the form of a net cash settlement or by paying the gross notional amount and accepting delivery of the relevant underlying credit. For credit default swaps where the underlying credit is an index, a specified credit event may affect all or individual underlying securities included in the index and will be settled based upon the relative weighting of the affected underlying security(ies) within the index. Generally, the payment risk for the seller of protection is inversely related to the current market price or credit rating of the underlying credit or the market value of the contract relative to the notional amount, which are indicators of the markets' valuation of credit quality. As of December 31, 2021, the notional amount of protection sold by the fund totaled \$2,250,000 (1.2% of net assets), which reflects the maximum potential amount the fund could be required to pay under such contracts. Risks related to the use of credit default swaps include the possible inability of the fund to accurately assess the current and future creditworthiness of underlying issuers, the possible failure of a counterparty to perform in accordance with the terms of the swap agreements, potential government regulation that could adversely affect the fund's swap investments, and potential losses in excess of the fund's initial investment.

During the year ended December 31, 2021, the volume of the fund's activity in swaps, based on underlying notional amounts, was generally between 3% and 6% of net assets.

NOTE 4 - OTHER INVESTMENT TRANSACTIONS

Consistent with its investment objective, the fund engages in the following practices to manage exposure to certain risks and/or to enhance performance. The investment objective, policies, program, and risk factors of the fund are described more fully in the fund's prospectus and Statement of Additional Information.

Restricted Securities The fund invests in securities that are subject to legal or contractual restrictions on resale. Prompt sale of such securities at an acceptable price may be difficult and may involve substantial delays and additional costs.

Collateralized Loan Obligations The fund invests in collateralized loan obligations (CLOs) which are entities backed by a diversified pool of syndicated bank loans. The cash flows of the CLO can be split into multiple segments, called “tranches” or “classes”, which will vary in risk profile and yield. The riskiest segments, which are the subordinate or “equity” tranches, bear the greatest risk of loss from defaults in the underlying assets of the CLO and serve to protect the other, more senior, tranches. Senior tranches will typically have higher credit ratings and lower yields than the securities underlying the CLO. Despite the protection from the more junior tranches, senior tranches can experience substantial losses.

Mortgage-Backed Securities The fund invests in mortgage-backed securities (MBS or pass-through certificates) that represent an interest in a pool of specific underlying mortgage loans and entitle the fund to the periodic payments of principal and interest from those mortgages. MBS may be issued by government agencies or corporations, or private issuers. Most MBS issued by government agencies are guaranteed; however, the degree of protection differs based on the issuer. MBS are sensitive to changes in economic conditions that affect the rate of prepayments and defaults on the underlying mortgages; accordingly, the value, income, and related cash flows from MBS may be more volatile than other debt instruments.

TBA Purchase, Sale Commitments and Forward Settling Mortgage Obligations The fund enters into to-be-announced (TBA) purchase or sale commitments (collectively, TBA transactions), pursuant to which it agrees to purchase or sell, respectively, mortgage-backed securities for a fixed unit price, with payment and delivery at a scheduled future date beyond the customary settlement period for such securities. With TBA transactions, the particular securities to be received or delivered by the fund are not identified at the trade date; however, the securities must meet specified terms, including rate and mortgage term, and be within industry-accepted “good delivery” standards. The fund may enter into TBA transactions with the intention of taking possession of or relinquishing the underlying securities, may elect to extend the settlement by “rolling” the transaction, and/or may use TBA transactions to gain or reduce interim exposure to underlying securities. Until settlement, the fund maintains liquid assets sufficient to settle its commitment to purchase a TBA or, in the case of a sale commitment, the fund maintains an entitlement to the security to be sold.

To mitigate counterparty risk, the fund has entered into Master Securities Forward Transaction Agreements (MSFTA) with counterparties that provide for collateral and the right to offset amounts due to or from those counterparties under specified conditions. Subject to minimum transfer amounts, collateral requirements are determined and transfers made based on the net aggregate unrealized gain or loss on all TBA commitments and other forward settling mortgage obligations with a particular counterparty (collectively, MSFTA Transactions). At any time, the fund’s risk of loss from a particular counterparty related to its MSFTA Transactions is the aggregate unrealized gain on appreciated MSFTA Transactions in excess of unrealized loss on depreciated MSFTA Transactions and collateral received, if any, from such counterparty. As of December 31, 2021, no collateral was pledged by the fund or counterparties for MSFTA Transactions.

LIBOR Transition The fund may invest in instruments that are tied to reference rates, including LIBOR. On March 5, 2021, the ICE Benchmark Administration Limited, the administrator of LIBOR, announced its intention to cease publishing a majority of the USD LIBOR settings immediately after publication on June 30, 2023, with the remaining USD LIBOR settings to end immediately after publication on December 31, 2021. There remains uncertainty regarding the future utilization of LIBOR and the nature of any replacement rate. Any potential effects of the transition away from LIBOR on the fund, or on certain instruments in which the fund invests, cannot yet be determined. The transition process may result in, among other things, an increase in volatility or illiquidity of markets for instruments that currently rely on LIBOR, a reduction in the value of certain instruments held by the fund, or a reduction in the effectiveness of related fund transactions such as hedges. Any such effects could have an adverse impact on the fund’s performance.

Other Purchases and sales of portfolio securities other than short-term and U.S. government securities aggregated \$70,037,000 and \$55,000,000, respectively, for the year ended December 31, 2021. Purchases and sales of U.S. government securities aggregated \$74,408,000 and \$52,637,000, respectively, for the year ended December 31, 2021.

NOTE 5 - FEDERAL INCOME TAXES

Generally, no provision for federal income taxes is required since the fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code and distribute to shareholders all of its taxable income and gains. Distributions determined in accordance with federal income tax regulations may differ in amount or character from net investment income and realized gains for financial reporting purposes.

The fund files U.S. federal, state, and local tax returns as required. The fund's tax returns are subject to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return but which can be extended to six years in certain circumstances. Tax returns for open years have incorporated no uncertain tax positions that require a provision for income taxes.

Financial reporting records are adjusted for permanent book/tax differences to reflect tax character but are not adjusted for temporary differences. The permanent book/tax adjustments have no impact on results of operations or net assets and relate primarily to the recharacterization of distributions.

Distributions during the years ended December 31, 2021 and December 31, 2020, totaled \$3,383,000 and \$5,779,000, respectively, and were characterized as ordinary income for tax purposes. At December 31, 2021, the tax-basis cost of investments, including derivatives, and components of net assets were as follows:

(\$000s)		
Cost of investments	\$	190,544
Unrealized appreciation	\$	1,195
Unrealized depreciation		(1,048)
Net unrealized appreciation (depreciation)		147
Undistributed ordinary income		262
Undistributed long-term capital gain		216
Capital loss carryforwards		(78)
Late-year ordinary loss deferrals		(12)
Paid-in capital		189,417
Net assets	\$	189,952

The fund intends to retain realized gains to the extent of available capital loss carryforwards. Net realized capital losses may be carried forward indefinitely to offset future realized capital gains. All or a portion of the capital loss carryforwards may be from losses realized between November 1 and the fund's fiscal year-end, which are deferred for tax purposes until the subsequent year but recognized for financial reporting purposes in the year realized. In accordance with federal tax laws applicable to investment companies, net specified losses realized between November 1 and December 31 are not recognized for tax purposes until the subsequent year (late-year ordinary loss deferrals); however, such losses are recognized for financial reporting purposes in the year realized.

NOTE 6 - RELATED PARTY TRANSACTIONS

The fund is managed by T. Rowe Price Associates, Inc. (Price Associates), a wholly owned subsidiary of T. Rowe Price Group, Inc. (Price Group). The investment management and administrative agreement between the fund and Price Associates provides for an all-inclusive annual fee equal to 0.70% of the fund's average daily net assets. The fee is computed daily and paid monthly. The all-inclusive fee covers investment management services and ordinary, recurring operating expenses but does not cover interest expense; expenses related to borrowing, taxes, and brokerage; or nonrecurring expenses. Effective July 1, 2018, Price Associates has contractually agreed, at least through April 30, 2022 to waive a portion of its management fee in order to limit the fund's management fee to 0.50% of the fund's average daily net assets. Thereafter, this agreement automatically renews for one-year terms unless terminated or modified by the fund's Board. Fees waived and expenses paid under this agreement are not subject to reimbursement to Price Associates by the fund. The total management fees waived were \$342,000 and allocated ratably in the amounts of \$304,000 and \$38,000 for the Limited-Term Bond Portfolio Class and Limited-Term Bond Portfolio-II Class, respectively, for the year ended December 31, 2021.

The fund may invest its cash reserves in certain open-end management investment companies managed by Price Associates and considered affiliates of the fund: the T. Rowe Price Government Reserve Fund or the T. Rowe Price Treasury Reserve Fund, organized as money market funds, or the T. Rowe Price Short-Term Fund, a short-term bond fund (collectively, the Price Reserve Funds). The Price Reserve Funds are offered as short-term investment options to mutual funds, trusts, and other accounts managed by Price

Associates or its affiliates and are not available for direct purchase by members of the public. Cash collateral from securities lending, if any, is invested in the T. Rowe Price Government Reserve Fund; prior to December 13, 2021, the cash collateral from securities lending was invested in the T. Rowe Price Short-Term Fund. The Price Reserve Funds pay no investment management fees.

The fund may participate in securities purchase and sale transactions with other funds or accounts advised by Price Associates (cross trades), in accordance with procedures adopted by the fund's Board and Securities and Exchange Commission rules, which require, among other things, that such purchase and sale cross trades be effected at the independent current market price of the security. During the year ended December 31, 2021, the fund had no purchases or sales cross trades with other funds or accounts advised by Price Associates.

NOTE 7 - OTHER MATTERS

Unpredictable events such as environmental or natural disasters, war, terrorism, pandemics, outbreaks of infectious diseases, and similar public health threats may significantly affect the economy and the markets and issuers in which a fund invests. Certain events may cause instability across global markets, including reduced liquidity and disruptions in trading markets, while some events may affect certain geographic regions, countries, sectors, and industries more significantly than others, and exacerbate other pre-existing political, social, and economic risks. The fund's performance could be negatively impacted if the value of a portfolio holding were harmed by such events. Since 2020, a novel strain of coronavirus (COVID-19) has resulted in disruptions to global business activity and caused significant volatility and declines in global financial markets. The duration of this outbreak or others and their effects cannot be determined with certainty.

Report of Independent Registered Public Accounting Firm

**To the Board of Directors of T. Rowe Price Fixed Income Series, Inc.
and Shareholders of T. Rowe Price Limited-Term Bond Portfolio**

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the portfolio of investments, of T. Rowe Price Limited-Term Bond Portfolio (one of the portfolios constituting T. Rowe Price Fixed Income Series, Inc., referred to hereafter as the "Fund") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion on the Fund's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodians, transfer agent and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP
Baltimore, Maryland
February 8, 2022

We have served as the auditor of one or more investment companies in the T. Rowe Price group of investment companies since 1973.

TAX INFORMATION (UNAUDITED) FOR THE TAX YEAR ENDED 12/31/21

We are providing this information as required by the Internal Revenue Code. The amounts shown may differ from those elsewhere in this report because of differences between tax and financial reporting requirements.

The fund's distributions to shareholders included \$1,192,000 from short-term capital gains.

For shareholders subject to interest expense deduction limitation under Section 163(j), \$2,236,000 of the fund's income qualifies as a Section 163(j) interest dividend and can be treated as interest income for purposes of Section 163(j), subject to holding period requirements and other limitations.

INFORMATION ON PROXY VOTING POLICIES, PROCEDURES, AND RECORDS

A description of the policies and procedures used by T. Rowe Price funds to determine how to vote proxies relating to portfolio securities is available in each fund's Statement of Additional Information. You may request this document by calling 1-800-225-5132 or by accessing the SEC's website, sec.gov.

The description of our proxy voting policies and procedures is also available on our corporate website. To access it, please visit the following Web page:

<https://www.troweprice.com/corporate/en/utility/policies.html>

Scroll down to the section near the bottom of the page that says, "Proxy Voting Policies." Click on the Proxy Voting Policies link in the shaded box.

Each fund's most recent annual proxy voting record is available on our website and through the SEC's website. To access it through T. Rowe Price, visit the website location shown above, and scroll down to the section near the bottom of the page that says, "Proxy Voting Records." Click on the Proxy Voting Records link in the shaded box.

HOW TO OBTAIN QUARTERLY PORTFOLIO HOLDINGS

The fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The fund's reports on Form N-PORT are available electronically on the SEC's website (sec.gov). In addition, most T. Rowe Price funds disclose their first and third fiscal quarter-end holdings on **troweprice.com**.

LIQUIDITY RISK MANAGEMENT PROGRAM

In accordance with Rule 22e-4 (Liquidity Rule) under the Investment Company Act of 1940, as amended, the fund has established a liquidity risk management program (Liquidity Program) reasonably designed to assess and manage the fund's liquidity risk, which generally represents the risk that the fund would not be able to meet redemption requests without significant dilution of remaining investors' interests in the fund. The fund's Board of Directors (Board) has appointed the fund's investment advisor, T. Rowe Price Associates, Inc. (Price Associates), as the administrator of the Liquidity Program. As administrator, Price Associates is responsible for overseeing the day-to-day operations of the Liquidity Program and, among other things, is responsible for assessing, managing, and reviewing with the Board at least annually the liquidity risk of each T. Rowe Price fund. Price Associates has delegated oversight of the Liquidity Program to a Liquidity Risk Committee (LRC), which is a cross-functional committee composed of personnel from multiple departments within Price Associates.

The Liquidity Program's principal objectives include supporting the T. Rowe Price funds' compliance with limits on investments in illiquid assets and mitigating the risk that the fund will be unable to timely meet its redemption obligations. The Liquidity Program also includes a number of elements that support the management and assessment of liquidity risk, including an annual assessment of factors that influence the fund's liquidity and the periodic classification and reclassification of a fund's investments into categories that reflect the LRC's assessment of their relative liquidity under current market conditions. Under the Liquidity Program, every investment held by the fund is classified at least monthly into one of four liquidity categories based on estimations of the investment's ability to be sold during designated time frames in current market conditions without significantly changing the investment's market value.

As required by the Liquidity Rule, at a meeting held on July 27, 2021, the Board was presented with an annual assessment prepared by the LRC, on behalf of Price Associates, that addressed the operation of the Liquidity Program and assessed its adequacy and effectiveness of implementation, including any material changes to the Liquidity Program and the determination of each fund's Highly Liquid Investment Minimum (HLIM). The annual assessment included consideration of the following factors, as applicable: the fund's investment strategy and liquidity of portfolio investments during normal and reasonably foreseeable stressed conditions, including whether the investment strategy is appropriate for an open-end fund, the extent to which the strategy involves a relatively concentrated portfolio or large positions in particular issuers, and the use of borrowings for investment purposes and derivatives; short-term and long-term cash flow projections covering both normal and reasonably foreseeable stressed conditions; and holdings of cash and cash equivalents, as well as available borrowing arrangements.

For the fund and other T. Rowe Price funds, the annual assessment incorporated a report related to a fund's holdings, shareholder and portfolio concentration, any borrowings during the period, cash flow projections, and other relevant data for the period of April 1, 2020, through March 31, 2021. The report described the methodology for classifying a fund's investments (including derivative transactions) into one of four liquidity categories, as well as the percentage of a fund's investments assigned to each category. It also explained the methodology for establishing a fund's HLIM and noted that the LRC reviews the HLIM assigned to each fund no less frequently than annually.

During the period covered by the annual assessment, the LRC has concluded, and reported to the Board, that the Liquidity Program continues to operate adequately and effectively and is reasonably designed to assess and manage the fund's liquidity risk.

ABOUT THE PORTFOLIO'S DIRECTORS AND OFFICERS

Your fund is overseen by a Board of Directors (Board) that meets regularly to review a wide variety of matters affecting or potentially affecting the fund, including performance, investment programs, compliance matters, advisory fees and expenses, service providers, and business and regulatory affairs. The Board elects the fund's officers, who are listed in the final table. At least 75% of the Board's members are considered to be independent, i.e., not "interested persons" as defined in Section 2(a)(19) of the 1940 Act, of the Boards of T. Rowe Price Associates, Inc. (T. Rowe Price), and its affiliates; "interested" directors and officers are employees of T. Rowe Price. The business address of each director and officer is 100 East Pratt Street, Baltimore, Maryland 21202. The Statement of Additional Information includes additional information about the fund directors and is available without charge by calling a T. Rowe Price representative at 1-800-638-5660.

INDEPENDENT DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
Teresa Bryce Bazemore (1959) 2018 [204]	President and Chief Executive Officer, Federal Home Loan Bank of San Francisco (2021 to present); President, Radian Guaranty (2008 to 2017); Chief Executive Officer, Bazemore Consulting LLC (2018 to 2021); Director, Chimera Investment Corporation (2017 to 2021); Director, First Industrial Realty Trust (2020 to present); Director, Federal Home Loan Bank of Pittsburgh (2017 to 2019)
Ronald J. Daniels (1959) 2018 [204]	President, The Johns Hopkins University ^(b) and Professor, Political Science Department, The Johns Hopkins University (2009 to present); Director, Lyndhurst Holdings (2015 to present); Director, BridgeBio Pharma, Inc. (2020 to present)
Bruce W. Duncan (1951) 2013 [204]	President, Chief Executive Officer, and Director, CyrusOne, Inc. (2020 to 2021); Chief Executive Officer and Director (2009 to 2016), Chair of the Board (2016 to 2020), and President (2009 to 2016), First Industrial Realty Trust, owner and operator of industrial properties; Chair of the Board (2005 to 2016) and Director (1999 to 2016), Starwood Hotels & Resorts, a hotel and leisure company; Member, Investment Company Institute Board of Governors (2017 to 2019); Member, Independent Directors Council Governing Board (2017 to 2019); Senior Advisor, KKR (2018 to present); Director, Boston Properties (2016 to present); Director, Marriott International, Inc. (2016 to 2020)
Robert J. Gerrard, Jr. (1952) 2013 [204]	Advisory Board Member, Pipeline Crisis/Winning Strategies, a collaborative working to improve opportunities for young African Americans (1997 to 2016); Chair of the Board, all funds (July 2018 to present)
Paul F. McBride (1956) 2013 [204]	Advisory Board Member, Vizzia Technologies (2015 to present); Board Member, Dunbar Armored (2012 to 2018)
Cecilia E. Rouse, Ph.D. ^(c) (1963) 2013 [0]	Dean, Princeton School of Public and International Affairs (2012 to present); Professor and Researcher, Princeton University (1992 to present); Director of Education Studies Committee, MDRC, a nonprofit education and social policy research organization (2011 to 2020); Member, National Academy of Education (2010 to present); Board Member, National Bureau of Economic Research (2011 to present); Board Member of the Council on Foreign Relations (2018 to present); Board Member, The Pennington School (2017 to present); Board Member, the University of Rhode Island (2020 to present); Chair of Committee on the Status of Minority Groups in the Economic Profession of the American Economic Association (2012 to 2018); Vice President (2015 to 2016) and Board Member (2018 to present), American Economic Association
John G. Schreiber ^(d) (1946) 1994 [0]	Owner/President, Centaur Capital Partners, Inc., a real estate investment company (1991 to present); Cofounder, Partner, and Cochair of the Investment Committee, Blackstone Real Estate Advisors, L.P. (1992 to 2015); Director, Blackstone Mortgage Trust, a real estate finance company (2012 to 2016); Director and Chair of the Board, Brixmor Property Group, Inc. (2013 to present); Director, Hilton Worldwide (2007 to present); Director, Hudson Pacific Properties (2014 to 2016); Director, Invitation Homes (2014 to 2017); Director, JMB Realty Corporation (1980 to present)
Kellye Walker ^(e) (1966) 2021 [204]	Executive Vice President and Chief Legal Officer, Eastman Chemical Company (April 2020 to present); Executive Vice President and Chief Legal Officer, Huntington Ingalls Industries, Inc. (NYSE: HII) (January 2015 to March 2020); Director, Lincoln Electric Company (October 2020 to present)

^(a)All information about the independent directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

^(b)William J. Stromberg, chair of the Board, director, and chief executive officer of T. Rowe Price Group, Inc., the parent company of the Price Funds' investment advisor, has served on the Board of Trustees of Johns Hopkins University since 2014.

^(c)Effective March 4, 2021, Dr. Rouse resigned from her role as independent director of the Price Funds.

^(d)Effective December 31, 2021, Mr. Schreiber resigned from his role as independent director of the Price Funds.

^(e)Effective November 8, 2021, Ms. Walker was elected as independent director of the Price Funds.

INTERESTED DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
David Oestreicher (1967) 2018 [204]	General Counsel, Vice President, and Secretary, T. Rowe Price Group, Inc.; Chair of the Board, Chief Executive Officer, President, and Secretary, T. Rowe Price Trust Company; Director, Vice President, and Secretary, T. Rowe Price, T. Rowe Price Investment Services, Inc., T. Rowe Price Retirement Plan Services, Inc., and T. Rowe Price Services, Inc.; Director and Secretary, T. Rowe Price Investment Management, Inc. (Price Investment Management); Vice President and Secretary, T. Rowe Price International (Price International); Vice President, T. Rowe Price Hong Kong (Price Hong Kong), T. Rowe Price Japan (Price Japan), and T. Rowe Price Singapore (Price Singapore); Principal Executive Officer and Executive Vice President, all funds
Robert W. Sharps, CFA, CPA (1971) 2019 [204]	Director and Vice President, T. Rowe Price; President, T. Rowe Price Group, Inc.; Director, Price Investment Management; Vice President, T. Rowe Price Trust Company

^(a)All information about the interested directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

OFFICERS

Name (Year of Birth) Position Held With Fixed Income Series	Principal Occupation(s)
Shiu Tak Chan (1981) Vice President	Vice President, Price Hong Kong and T. Rowe Price Group, Inc.
Jason T. Collins, CFA (1971) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Maria H. Condez (1962) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Levent Demirekler, CFA (1974) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Alan S. Dupski, CPA (1982) Principal Financial Officer, Vice President, and Treasurer	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Alisa Fiumara-Yoch, CFA (1974) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Stephanie Angelique Gentile, CFA (1956) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
John R. Gilner (1961) Chief Compliance Officer	Chief Compliance Officer and Vice President, T. Rowe Price; Vice President, T. Rowe Price Group, Inc., and T. Rowe Price Investment Services, Inc.
Gary J. Greb (1961) Vice President	Vice President, T. Rowe Price, Price International, and T. Rowe Price Trust Company
Charles B. Hill, CFA (1961) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Keir R. Joyce, CFA (1972) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Steven M. Kohlenstein, CFA (1987) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Paul J. Krug, CPA (1964) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

OFFICERS (CONTINUED)

Name (Year of Birth) Position Held With Fixed Income Series	Principal Occupation(s)
Alan D. Levenson, Ph.D. (1958) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Cheryl A. Mickel, CFA (1967) President	Director and Vice President, T. Rowe Price Trust Company; Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Alexander S. Obaza (1981) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Fran M. Pollack-Matz (1961) Vice President and Secretary	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Investment Services, Inc., and T. Rowe Price Services, Inc.
Rachel Protzman (1988) Assistant Vice President	Assistant Vice President, T. Rowe Price
Shannon H. Rauser (1987) Assistant Secretary	Assistant Vice President, T. Rowe Price
Michael F. Reinartz, CFA (1973) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Michael K. Sewell (1982) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Chen Shao (1980) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Douglas D. Spratley, CFA (1969) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Susan G. Troll, CPA (1966) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Mitch Unger (1986) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.; formerly, Senior Research Analyst, NUVEEN, TIAA Investments (to 2018)
Megan Warren (1968) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Retirement Plan Services, Inc., T. Rowe Price Services, Inc., and T. Rowe Price Trust Company; formerly, Executive Director, JPMorgan Chase (to 2017)

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

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ANNUAL REPORT

December 31, 2021

T. ROWE PRICE

Equity Income Portfolio

For more insights from T. Rowe Price investment professionals,
go to **troweprice.com**.

HIGHLIGHTS

- The Equity Income Portfolio outperformed both the Russell 1000 Value Index and the Lipper Variable Annuity Underlying Equity Income Funds Average for the 12 months ended December 31, 2021.
- Within the fund, absolute contributors were concentrated within sectors that benefited from the rising interest rates and cyclical recovery associated with economic recovery. Top detractors were focused in sectors that struggled amid the uncertainty associated with the reopening economy.
- Changes in sector allocation were the result of our bottom-up stock selection. As the year progressed, we gradually reduced our cyclical exposure and our beta as the market discounted economic normalization.
- Going forward, pandemic dynamics, inflation, labor shortages, and government policy will be important factors to consider, and the intensity of each concern will likely have a strong bearing on equity market returns in 2022. We will continue to let valuation be our guide and look for situations where there is a favorable mix of attractive valuations, strong fundamental appeal, and a high dividend yield.

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Dear Investor

Major stock and bond indexes produced mixed results during 2021 as strong corporate earnings growth and a recovering economy contended with worries about inflation, new coronavirus variants, and less accommodative central banks. Most developed market stock benchmarks finished the year with positive returns, although gains slowed in the second half of the year, while fixed income returns faced headwinds from rising interest rates.

Large-cap U.S. growth stocks delivered the strongest returns, but solid results were common in many developed markets. However, emerging markets stock benchmarks struggled amid a significant equity market downturn in China.

The large-cap S&P 500 Index returned almost 29%, marking its third straight year of positive returns. Robust results were widespread across the benchmark—according to Bloomberg data, 2021 marked the first year that all of the S&P 500 sectors recorded double-digit gains. The energy sector, which was the worst performer in 2020, was the leader in 2021 amid a sharp increase in oil prices, and real estate stocks also rebounded from a down year as strong demand led to rising rents. Financial and information technology stocks also produced excellent returns and outperformed the broad market.

In the fixed income market, rising Treasury yields weighed on performance, but below investment-grade corporate bonds delivered solid results as they benefited from improving fundamentals and investor demand for higher-yielding securities. (Bond prices and yields move in opposite directions.)

A robust increase in corporate earnings growth appeared to be a significant performance driver during the year. According to FactSet, overall earnings for the S&P 500 rose 89% in the second quarter of 2021 versus the year before, the fastest pace since 2009, and while third-quarter earnings slowed, they continued to beat expectations at an impressive pace. Despite the significant rally in the S&P 500 during 2021, the index's price/earnings ratio actually fell over that period as earnings rose faster than stock prices. Although economic growth showed signs of slowing at times, data remained generally positive through the end of the period. The unemployment rate, which started the year at 6.7%, fell to 3.9% by December, and job openings reached a record high.

However, optimism surrounding strong earnings and employment gains was tempered by inflation concerns. Prices surged as the release of pent-up demand and supply chain disruptions contributed to higher inflation around the globe. In the U.S., the 6.8% increase in the consumer price index for the 12-month period ended in November was the highest level since 1982, a factor that may have contributed to a decline in consumer sentiment late in the year.

Meanwhile, central banks began to move away from the extremely accommodative policies they instituted in response to the initial wave of the coronavirus. The Federal Reserve began trimming its purchases of Treasuries and agency mortgage-backed securities in November, and policymakers indicated that they could soon start raising short-term interest rates.

How markets respond to the normalization of monetary policy is an open question. While fading stimulus might pose some challenges for investors, I believe it could contribute to a return of price sensitivity in global markets, which bodes well for selective investors focused on fundamentals.

Elevated valuations, higher inflation, and the continuing struggle to control the pandemic also pose potential challenges for financial markets in 2022. However, on the positive side, household wealth gains, pent-up consumer demand, and a potential boom in capital expenditures could sustain growth even as monetary policy turns less supportive. In this environment, our investment teams will remain focused on using fundamental research to identify companies that can add value to your portfolio over the long term.

Thank you for your continued confidence in T. Rowe Price.

Sincerely,



Robert Sharps
President and CEO

INVESTMENT OBJECTIVE

The fund seeks a high level of dividend income and long-term capital growth primarily through investments in stocks.

FUND COMMENTARY

How did the fund perform in the past 12 months?

The Equity Income Portfolio returned 25.55% for the 12-month period ended December 31, 2021. The fund outperformed the Russell 1000 Value Index as well as its peer group, the Lipper Variable Annuity Underlying Equity Income Funds Average. (Returns for the II Class shares varied slightly, reflecting their different fee structure. *Past performance cannot guarantee future results.*)

PERFORMANCE COMPARISON		
Periods Ended 12/31/21	Total Return	
	6 Months	12 Months
Equity Income Portfolio	6.07%	25.55%
Equity Income Portfolio-II	5.92	25.22
Russell 1000 Value Index	6.93	25.16
S&P 500 Index	11.67	28.71
Lipper Variable Annuity Underlying Equity Income Funds Average	7.00	23.53

What factors influenced the fund's performance?

The Equity Income Portfolio generated strong returns in 2021, with relative outperformance driven by both sector allocation and stock selection. Throughout the year, the portfolio benefited from our long-term focus and willingness to lean into our idiosyncratic ideas and pockets of dislocation caused by the pandemic in 2020. Although the portfolio outperformed its benchmark for the one-year period, it trailed the benchmark during the back half of the year, as the market showed a preference for more expensive, lower dividend-yielding names amid concerns over new coronavirus variants and monetary policy.

The portfolio's financials sector names contributed to gains within the portfolio, particularly banks such as Wells Fargo, Fifth Third Bancorp, and Morgan Stanley. Overall, the sector benefited from economic optimism, robust capital market activity, and a healthy consumer aided by fiscal stimulus. Certain insurance names also performed well, such as American International Group. Amid a strong industry

backdrop, American International Group ended the period higher, buoyed by strength in property and casualty insurance pricing along with the company having a significant amount of cash available to be deployed into buybacks and dividends. (Please refer to the portfolio of investments for a complete list of holdings and the amount each represents in the portfolio.)

Select names in the information technology sector also delivered strong performance over the period. Applied Materials rose as shares continued to benefit from cyclical strength within the industry and robust semiconductor demand over the year. Microsoft was buoyed by impressive earnings results, including strong revenue growth within its cloud computing and productivity and business processes segments. Midway through the year, shares also benefited from accelerated corporate spending on enterprise technology services. Longtime holding Qualcomm also contributed despite choppy performance over the year. Recently, the company has been taking market share in the Android ecosystem and broadening into the non-handset business. Shares of Qualcomm gained particularly during the fourth quarter when increased semiconductor chip supply drove robust reported financials, and the company raised its forward guidance.

Elsewhere in the portfolio, shares of low-cost nitrogen producer CF Industries advanced early in the period after an earnings report showed the company had executed well in an uncertain environment driven by unfavorable weather. The company was also able to reduce operating rates while selling excess gas back into the market. Later in the year, CF Industries benefited from higher nitrogen prices due to reduced operating rates in Europe and Asia as well as increased nitrogen fertilizer demand. While we continue to appreciate the company's position as a low-cost nitrogen producer and its free cash flow generation, we moderated our position size amid the cyclically peaking backdrop.

Some of the portfolio's greatest absolute detractors came from the health care sector. Medical device company Medtronic fell on investor uncertainty about the potential strength of the clinical trial data for its renal denervation system and as regulators flagged concerns in its diabetes business. Additionally, Zimmer Biomet Holdings underperformed during the period, as the rise of the delta and omicron variants of the coronavirus prolonged the uncertainty around a return to normalcy for elective procedures.

Compared with the benchmark, stock selection in financials contributed the most value to relative performance. Conversely, stock selection in consumer discretionary detracted the most from relative results.

How is the fund positioned?

The Equity Income Portfolio seeks to buy well-established, large-cap companies that have a strong record of paying dividends and appear to be undervalued by the market. The portfolio's holdings tend to be solid, higher-quality companies going through a period of controversy or stress, reflecting our dual focus on valuation and dividend yield. Each position is the product of careful stock picking based on the fundamental research generated by T. Rowe Price's team of equity analysts, as opposed to selection based on broader market or macroeconomic trends.

Our top purchases over the 12-month period hailed from a wide variety of sectors. In health care, we initiated a position mid-period in managed health care and insurance company Cigna following relative weakness in the name. We continued to add to Cigna, as we believe the company has an attractive valuation and should benefit from an improved managed care environment over time. We also added to cloud computing and virtualization technology company Citrix Systems. The company delivered negative total returns for the year as reported financials missed revenue and included lower-than-expected guidance. We are cognizant of the potential headwinds that Citrix Systems may experience as it transitions to a subscription-based business, but we remain encouraged by the company's competitive positioning and believe the market underappreciates the margin impact this transition will ultimately have.

SECTOR DIVERSIFICATION		
	Percent of Net Assets	
	6/30/21	12/31/21
Financials	22.8%	22.5%
Health Care	14.7	16.9
Industrials and Business Services	11.8	10.5
Information Technology	8.8	9.3
Utilities	8.2	8.9
Consumer Staples	6.9	6.9
Energy	6.2	5.4
Materials	5.8	5.1
Real Estate	4.2	4.6
Communication Services	5.0	4.6
Consumer Discretionary	4.4	3.6
Other and Reserves	1.2	1.7
Total	100.0%	100.0%

Historical weightings reflect current industry/sector classifications.

Notable sales were also spread out among several areas of the market. Our largest equity sale was global investment bank Morgan Stanley, which we reduced significantly by year-end. We continue to appreciate Morgan Stanley and believe its business model transformation holds value, but we sold into relative strength to take advantage of other opportunities with more compelling valuations. In financials, we also moderated our positions in PNC Financial Services Group and State Street on relative strong performance. Elsewhere in the portfolio, we pared shares of specialty chemical conglomerate DuPont de Nemours. We remain appreciative that the company is positioning itself as a leader in electronic materials and industrial technology but reduced our position to invest in higher-conviction ideas.

The portfolio's largest sector allocation is in financials. We remain overweight relative to the benchmark, and we increased our absolute exposure during the period. The portfolio's second-largest sector allocation is in health care, where our absolute exposure also increased. Still, our underweight to the benchmark increased as a result of the reconstitution of the benchmark index that took place in June. Industrials and business services, our third-largest sector allocation, is underweight the benchmark, but our underweight decreased over the period. We also decreased our absolute exposure to the sector.

What is portfolio management's outlook?

Market concerns surrounding COVID-19 were met with an aggressive and coordinated fiscal and monetary policy response. Moving forward, all eyes remain on the trajectory of both the virus and monetary policy. Given this duality, we expect a choppy market throughout 2022 with a focus on potential missteps by the Federal Reserve. While fundamentals are strong, the equity market is relatively expensive, particularly on the growth side. However, low bond yields mean that there are few alternatives to equities.

Although markets are showing isolated signs of exuberance, the economic backdrop seems reasonable. For markets to continue their ascent, they will need to climb a wall of worry consisting of pandemic dynamics, inflation, and labor shortages. The intensity of each concern will likely have a strong bearing on equity market returns in 2022. Amid this backdrop, we remain consistent in our style with a focus on valuation, fundamentals, dividend yield, and a long-term orientation.

The views expressed reflect the opinions of T. Rowe Price as of the date of this report and are subject to change based on changes in market, economic, or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

RISKS OF INVESTING IN THE FUND**Dividend-paying stocks**

The fund's emphasis on dividend-paying stocks could cause the fund to underperform similar funds that invest without consideration of a company's track record of paying dividends. There is no guarantee that the issuers of the stocks held by the fund will declare dividends in the future or that, if dividends are declared, they will remain at their current levels or increase over time. For example, a sharp rise in interest rates or an economic downturn could cause a company to unexpectedly reduce or eliminate its dividend. In addition, stocks of companies with a history of paying dividends may not benefit from a broad market advance to the same degree as the overall stock market.

Stock investing

The fund's share price can fall because of weakness in the overall stock markets, a particular industry, or specific holdings. Stock markets as a whole can be volatile and decline for many reasons, such as adverse local, political, regulatory, or economic developments; changes in investor psychology; or heavy institutional selling at the same time by major institutional investors in the market, such as mutual funds, pension funds, and banks. The prospects for an industry or company may deteriorate because of a variety of factors, including disappointing earnings or changes in the competitive environment. In addition, the advisor's assessment of companies whose stocks are held by the fund may prove incorrect, resulting in losses or poor performance, even in rising markets. In the event an issuer is liquidated or declares bankruptcy, the claims of owners of the issuer's bonds and preferred stock take precedence over the claims of those who own common stock.

For a more thorough discussion of risks, please see the fund's prospectus.

BENCHMARK INFORMATION

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TWENTY-FIVE LARGEST HOLDINGS

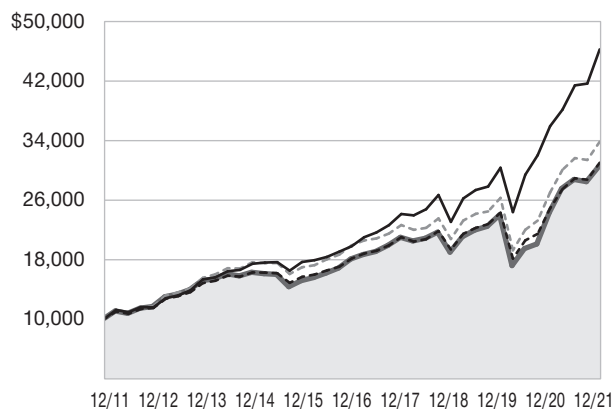
	Percent of Net Assets 12/31/21
Wells Fargo	3.9%
Qualcomm	3.0
Southern Company	2.9
UPS	2.5
GE	2.5
American International Group	2.4
TotalEnergies	2.3
Anthem	2.3
Chubb	1.9
Tyson Foods	1.9
AbbVie	1.9
Becton, Dickinson & Company	1.9
MetLife	1.8
CF Industries	1.8
Weyerhaeuser	1.7
Fifth Third Bancorp	1.7
Microsoft	1.6
Sempra Energy	1.6
Loews	1.6
Equity Residential	1.6
International Paper	1.5
Kimberly-Clark	1.5
Comcast	1.5
NiSource	1.4
L3Harris Technologies	1.4
Total	50.1%

Note: The information shown does not reflect any exchange-traded funds (ETFs), cash reserves, or collateral for securities lending that may be held in the portfolio.

GROWTH OF \$10,000

This chart shows the value of a hypothetical \$10,000 investment in the portfolio over the past 10 fiscal year periods or since inception (for portfolios lacking 10-year records). The result is compared with benchmarks, which include a broad-based market index and may also include a peer group average or index. Market indexes do not include expenses, which are deducted from portfolio returns as well as mutual fund averages and indexes.

EQUITY INCOME PORTFOLIO



As of 12/31/21

Equity Income Portfolio	\$30,538
Russell 1000 Value Index	33,846
S&P 500 Index	46,257
Lipper Variable Annuity Underlying Equity Income Funds Average	31,034

Note: Performance for the II Class will vary due to its differing fee structure. See the Average Annual Compound Total Return table.

AVERAGE ANNUAL COMPOUND TOTAL RETURN

Periods Ended 12/31/21	1 Year	5 Years	10 Years
Equity Income Portfolio	25.55%	11.01%	11.81%
Equity Income Portfolio-II	25.22	10.74	11.54

The fund's performance information represents only past performance and is not necessarily an indication of future results. Current performance may be lower or higher than the performance data cited. Share price, principal value, and return will vary, and you may have a gain or loss when you sell your shares. For the most recent month-end performance, please contact a T. Rowe Price representative at 1-800-469-6587 (financial advisors, or customers who have an advisor, should call 1-800-638-8790). Returns do not reflect taxes that the shareholder may pay on distributions or the redemption of shares. Total returns do not include charges imposed by your insurance company's separate account. If these had been included, performance would have been lower.

This table shows how the portfolio would have performed each year if its actual (or cumulative) returns for the periods shown had been earned at a constant rate. Average annual total return figures include changes in principal value, reinvested dividends, and capital gain distributions. When assessing performance, investors should consider both short- and long-term returns.

FUND EXPENSE EXAMPLE

As a mutual fund shareholder, you may incur two types of costs: (1) transaction costs, such as redemption fees or sales loads, and (2) ongoing costs, including management fees, distribution and service (12b-1) fees, and other fund expenses. The following example is intended to help you understand your ongoing costs (in dollars) of investing in 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 most recent six-month period and held for the entire period.

Shares of the fund are currently offered only through certain insurance companies as an investment medium for both variable annuity contracts and variable life insurance policies. Please note that the fund has two classes of shares: the original share class and II Class. II Class shares are sold through financial intermediaries, which are compensated for distribution, shareholder servicing, and/or certain administrative services under a Board-approved Rule 12b-1 plan.

Actual Expenses

The first line of the following table (Actual) provides information about actual account values and actual expenses. You may use the information on this line, together with your account balance, 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 on the first line under the heading "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The information on the second line of the table (Hypothetical) is based on hypothetical account values and expenses derived from the fund's actual expense ratio and an assumed 5% per year rate of return before expenses (not the fund's actual return). You may compare the ongoing costs of investing in the fund with other funds by contrasting this 5% hypothetical example and the 5% hypothetical examples that appear in the shareholder reports of the other funds. 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 should also be aware that the expenses shown in the table highlight only your ongoing costs and do not reflect any transaction costs, such as redemption fees or sales loads. Therefore, 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. To the extent a fund charges transaction costs, however, the total cost of owning that fund is higher.

FUND EXPENSE EXAMPLE (CONTINUED)**EQUITY INCOME PORTFOLIO**

	Beginning Account Value 7/1/21	Ending Account Value 12/31/21	Expenses Paid During Period* 7/1/21 to 12/31/21
Equity Income Portfolio			
Actual	\$1,000.00	\$1,060.70	\$3.84
Hypothetical (assumes 5% return before expenses)	1,000.00	1,021.48	3.77
Equity Income Portfolio-II			
Actual	1,000.00	1,059.20	5.14
Hypothetical (assumes 5% return before expenses)	1,000.00	1,020.21	5.04

*Expenses are equal to the fund's annualized expense ratio for the 6-month period, multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal half year (184), and divided by the days in the year (365) to reflect the half-year period. The annualized expense ratio of the Equity Income Portfolio was 0.74%, and the Equity Income Portfolio-II was 0.99%.

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

Equity Income Portfolio Class

	Year Ended				
	12/31/21	12/31/20	12/31/19	12/31/18	12/31/17
NET ASSET VALUE					
Beginning of period	\$ 26.21	\$ 27.13	\$ 23.36	\$ 29.27	\$ 28.34
Investment activities					
Net investment income ⁽¹⁾⁽²⁾	0.48	0.54	0.61	0.58	0.51
Net realized and unrealized gain/loss	6.12	(0.34)	5.49	(3.28)	4.00
Total from investment activities	6.60	0.20	6.10	(2.70)	4.51
Distributions					
Net investment income	(0.48)	(0.55)	(0.62)	(0.59)	(0.53)
Net realized gain	(2.26)	(0.57)	(1.71)	(2.62)	(3.05)
Total distributions	(2.74)	(1.12)	(2.33)	(3.21)	(3.58)
NET ASSET VALUE					
End of period	\$ 30.07	\$ 26.21	\$ 27.13	\$ 23.36	\$ 29.27

Ratios/Supplemental Data

Total return⁽²⁾⁽³⁾	25.55%	1.18%	26.40%	(9.50)%	16.02%
Ratios to average net assets: ⁽²⁾					
Gross expenses before waivers/payments by Price Associates ⁽⁴⁾	0.85%	0.85%	0.85%	0.80%	0.85%
Net expenses after waivers/payments by Price Associates	0.74%	0.74%	0.74%	0.80%	0.85%
Net investment income	1.60%	2.30%	2.31%	2.01%	1.73%
Portfolio turnover rate	19.8%	27.7%	19.5%	16.5%	19.9%
Net assets, end of period (in millions)	\$ 491	\$ 430	\$ 477	\$ 428	\$ 541

⁽¹⁾ Per share amounts calculated using average shares outstanding method.⁽²⁾ See Note 6 for details of expense-related arrangements with Price Associates.⁽³⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable.⁽⁴⁾ See Note 6. Prior to 12/31/19, the gross expense ratios presented are net of a management fee waiver in effect during the period, as applicable.

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

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

Equity Income Portfolio - II Class

	Year Ended				
	12/31/21	12/31/20	12/31/19	12/31/18	12/31/17
NET ASSET VALUE					
Beginning of period	\$ 26.10	\$ 27.01	\$ 23.27	\$ 29.16	\$ 28.25
Investment activities					
Net investment income ⁽¹⁾⁽²⁾	0.41	0.48	0.55	0.51	0.44
Net realized and unrealized gain/loss	6.08	(0.33)	5.45	(3.26)	3.98
Total from investment activities	6.49	0.15	6.00	(2.75)	4.42
Distributions					
Net investment income	(0.42)	(0.49)	(0.55)	(0.52)	(0.46)
Net realized gain	(2.26)	(0.57)	(1.71)	(2.62)	(3.05)
Total distributions	(2.68)	(1.06)	(2.26)	(3.14)	(3.51)
NET ASSET VALUE					
End of period	\$ 29.91	\$ 26.10	\$ 27.01	\$ 23.27	\$ 29.16

Ratios/Supplemental Data

Total return⁽²⁾⁽³⁾	25.22%	0.96%	26.04%	(9.69)%	15.73%
Ratios to average net assets: ⁽²⁾					
Gross expenses before waivers/payments by Price Associates ⁽⁴⁾	1.10%	1.10%	1.10%	1.05%	1.10%
Net expenses after waivers/payments by Price Associates	0.99%	0.99%	0.99%	1.05%	1.10%
Net investment income	1.36%	2.05%	2.07%	1.77%	1.48%
Portfolio turnover rate	19.8%	27.7%	19.5%	16.5%	19.9%
Net assets, end of period (in thousands)	\$ 295,512	\$ 236,856	\$ 238,540	\$ 183,383	\$ 208,017

⁽¹⁾ Per share amounts calculated using average shares outstanding method.⁽²⁾ See Note 6 for details of expense-related arrangements with Price Associates.⁽³⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable.⁽⁴⁾ See Note 6. Prior to 12/31/19, the gross expense ratios presented are net of a management fee waiver in effect during the period, as applicable.

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

T. ROWE PRICE EQUITY INCOME PORTFOLIO

December 31, 2021

PORTFOLIO OF INVESTMENTS†	Shares	\$ Value
(Cost and value in \$000s)		
COMMON STOCKS 95.9%		
COMMUNICATION SERVICES 4.6%		
Diversified Telecommunication Services 0.4%		
AT&T	94,307	2,320
Verizon Communications	19,421	1,009
		3,329
Entertainment 1.1%		
Walt Disney (1)	54,727	8,477
		8,477
Media 3.1%		
Comcast, Class A	232,149	11,684
Fox, Class B	124,433	4,264
News, Class A	373,100	8,324
		24,272
Total Communication Services		36,078
CONSUMER DISCRETIONARY 2.6%		
Hotels, Restaurants & Leisure 0.6%		
Las Vegas Sands (1)	135,526	5,101
		5,101
Leisure Products 0.7%		
Mattel (1)	240,620	5,188
		5,188
Multiline Retail 0.6%		
Kohl's	97,730	4,827
		4,827
Specialty Retail 0.7%		
TJX	71,447	5,424
		5,424
Total Consumer Discretionary		20,540
CONSUMER STAPLES 6.8%		
Beverages 0.5%		
Coca-Cola	72,600	4,299
		4,299
Food & Staples Retailing 0.4%		
Walmart	20,000	2,894
		2,894
Food Products 3.0%		
Conagra Brands	244,826	8,361
Mondelez International, Class A	8,047	534
Tyson Foods, Class A	171,289	14,929
		23,824
Household Products 1.5%		
Kimberly-Clark	82,800	11,834
		11,834
Tobacco 1.4%		
Altria Group	44,200	2,095

	Shares	\$ Value
(Cost and value in \$000s)		
Philip Morris International	97,900	9,300
		11,395
Total Consumer Staples		54,246
ENERGY 5.5%		
Energy Equipment & Services 0.1%		
Halliburton	27,700	633
		633
Oil, Gas & Consumable Fuels 5.4%		
Chevron	12,210	1,433
EOG Resources	95,600	8,492
Exxon Mobil	104,302	6,382
Hess	7,171	531
Occidental Petroleum	52,400	1,519
Targa Resources	12,623	660
TC Energy	104,917	4,883
TotalEnergies (EUR)	285,265	14,520
TotalEnergies, ADR	76,206	3,769
		42,189
Total Energy		42,822
FINANCIALS 22.5%		
Banks 8.6%		
Bank of America	97,575	4,341
Citigroup	40,600	2,452
Citizens Financial Group	23,200	1,096
Fifth Third Bancorp	314,327	13,689
Huntington Bancshares	521,100	8,035
JPMorgan Chase	30,409	4,815
PNC Financial Services Group	14,932	2,994
Wells Fargo	633,480	30,395
		67,817
Capital Markets 4.4%		
Bank of New York Mellon	15,400	894
Charles Schwab	53,300	4,483
Franklin Resources	34,640	1,160
Goldman Sachs Group	24,292	9,293
Morgan Stanley	78,267	7,683
Raymond James Financial	14,250	1,431
State Street	101,315	9,422
		34,366
Diversified Financial Services 1.2%		
Equitable Holdings	282,520	9,264
		9,264
Insurance 8.3%		
American International Group	334,685	19,030
Chubb	78,236	15,124
Hartford Financial Services Group	51,100	3,528
Loews	218,674	12,631
Marsh & McLennan	7,098	1,234
MetLife	225,400	14,085
		65,632
Total Financials		177,079

	Shares	\$ Value
(Cost and value in \$000s)		
HEALTH CARE 16.6%		
Biotechnology 2.3%		
AbbVie	110,100	14,907
Biogen (1)	7,506	1,801
Gilead Sciences	19,500	1,416
		18,124
Health Care Equipment & Supplies 3.4%		
Becton Dickinson & Company	48,096	12,095
Medtronic	93,711	9,694
Zimmer Biomet Holdings	38,000	4,828
		26,617
Health Care Providers & Services 6.3%		
Anthem	39,155	18,150
Cardinal Health	68,700	3,537
Centene (1)	60,700	5,002
Cigna	34,462	7,913
CVS Health	103,409	10,668
UnitedHealth Group	7,800	3,917
		49,187
Pharmaceuticals 4.6%		
AstraZeneca, ADR	54,500	3,175
GlaxoSmithKline (GBP)	39,590	862
Johnson & Johnson	55,194	9,442
Merck	74,000	5,671
Organon	3,150	96
Pfizer	170,031	10,040
Sanofi (EUR)	43,613	4,376
Sanofi, ADR	44,000	2,205
		35,867
Total Health Care		129,795
INDUSTRIALS & BUSINESS SERVICES 10.5%		
Aerospace & Defense 2.3%		
Boeing (1)	34,064	6,858
L3Harris Technologies	51,196	10,917
		17,775
Air Freight & Logistics 2.5%		
United Parcel Service, Class B	93,548	20,051
		20,051
Airlines 0.2%		
Southwest Airlines (1)	43,100	1,846
		1,846
Commercial Services & Supplies 0.8%		
Stericycle (1)	106,802	6,370
		6,370
Industrial Conglomerates 3.5%		
3M	8,900	1,581
General Electric	208,478	19,695
Siemens (EUR)	34,873	6,040
		27,316

	Shares	\$ Value
(Cost and value in \$000s)		
Machinery 0.7%		
Flowserve	16,295	499
PACCAR	39,593	3,494
Snap-on	7,700	1,658
		5,651
Professional Services 0.5%		
Nielsen Holdings	182,538	3,744
		3,744
Total Industrials & Business Services		82,753
INFORMATION TECHNOLOGY 9.2%		
Communications Equipment 0.6%		
Cisco Systems	79,328	5,027
		5,027
Electronic Equipment, Instruments & Components 0.3%		
TE Connectivity	16,100	2,598
		2,598
IT Services 0.4%		
Fiserv (1)	30,600	3,176
		3,176
Semiconductors & Semiconductor Equipment 5.5%		
Applied Materials	54,329	8,549
NXP Semiconductors	13,800	3,144
QUALCOMM	128,912	23,574
Texas Instruments	43,542	8,206
		43,473
Software 2.4%		
Citrix Systems	62,700	5,931
Microsoft	38,091	12,810
		18,741
Total Information Technology		73,015
MATERIALS 5.1%		
Chemicals 3.6%		
Akzo Nobel (EUR)	26,461	2,907
CF Industries Holdings	196,162	13,884
DuPont de Nemours	23,429	1,893
International Flavors & Fragrances	56,022	8,440
RPM International	8,900	899
		28,023
Containers & Packaging 1.5%		
International Paper	252,053	11,841
		11,841
Total Materials		39,864
REAL ESTATE 4.6%		
Equity Real Estate Investment Trusts 4.6%		
Equity Residential, REIT	137,296	12,425
Rayonier, REIT	158,475	6,396
Vornado Realty Trust, REIT	21,700	908
Welltower, REIT	32,400	2,779

	Shares	\$ Value
(Cost and value in \$000s)		
Weyerhaeuser, REIT	333,790	13,746
Total Real Estate		36,254
UTILITIES 7.9%		
Electric Utilities 3.6%		
Entergy	20,100	2,264
NextEra Energy	50,168	4,684
Southern	288,503	19,786
Xcel Energy	20,700	1,401
		28,135
Multi-Utilities 4.3%		
Ameren	54,975	4,893
Dominion Energy	96,300	7,565
NiSource	311,428	8,599
Sempra Energy	95,578	12,643
		33,700
Total Utilities		61,835
Total Common Stocks (Cost \$486,736)		754,281

CONVERTIBLE PREFERRED STOCKS 1.4%**HEALTH CARE 0.4%****Health Care Equipment & Supplies 0.4%**

Becton Dickinson & Company, Series B, 6.00%, 6/1/23	51,169	2,698
Total Health Care		2,698

UTILITIES 1.0%**Electric Utilities 0.7%**

NextEra Energy, 5.279%, 3/1/23	43,435	2,501
Southern, Series A, 6.75%, 8/1/22	57,257	3,056
		5,557

Multi-Utilities 0.3%

NiSource, 7.75%, 3/1/24	20,959	2,344
		2,344
Total Utilities		7,901

Total Convertible Preferred Stocks (Cost \$9,626)**10,599****PREFERRED STOCKS 1.0%****CONSUMER DISCRETIONARY 1.0%****Automobiles 1.0%**

Volkswagen (EUR)	39,537	7,942
Total Consumer Discretionary		7,942
Total Preferred Stocks (Cost \$6,812)		7,942

	Shares	\$ Value
(Cost and value in \$000s)		
SHORT-TERM INVESTMENTS 1.5%		
Money Market Funds 1.5%		
T. Rowe Price Government Reserve Fund, 0.06% (2)(3)	12,112,697	12,113
Total Short-Term Investments (Cost \$12,113)		12,113
Total Investments in Securities 99.8% of Net Assets (Cost \$515,287)		\$ 784,935

- ‡ Shares are denominated in U.S. dollars unless otherwise noted.
- (1) Non-income producing
 - (2) Seven-day yield
 - (3) Affiliated Companies
- ADR American Depositary Receipts
- EUR Euro
- GBP British Pound
- REIT A domestic Real Estate Investment Trust whose distributions pass-through with original tax character to the shareholder

AFFILIATED COMPANIES

(\$000s)

The fund may invest in certain securities that are considered affiliated companies. As defined by the 1940 Act, an affiliated company is one in which the fund owns 5% or more of the outstanding voting securities, or a company that is under common ownership or control. The following securities were considered affiliated companies for all or some portion of the year ended December 31, 2021. Net realized gain (loss), investment income, change in net unrealized gain/loss, and purchase and sales cost reflect all activity for the period then ended.

Affiliate	Change in Net		Investment
	Net Realized Gain (Loss)	Unrealized Gain/Loss	
T. Rowe Price Government Reserve Fund, 0.06%	\$ —#	\$ —	\$ 5+

Supplementary Investment Schedule

Affiliate	Value 12/31/20	Purchase Cost	Sales Cost	Value 12/31/21
T. Rowe Price Government Reserve Fund, 0.06%	\$ 4,925	□	□ \$	12,113^

Capital gain distributions from mutual funds represented \$0 of the net realized gain (loss).

+ Investment income comprised \$5 of dividend income and \$0 of interest income.

□ Purchase and sale information not shown for cash management funds.

^ The cost basis of investments in affiliated companies was \$12,113.

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

December 31, 2021

STATEMENT OF ASSETS AND LIABILITIES

(\$000s, except shares and per share amounts)

Assets

Investments in securities, at value (cost \$515,287)	\$	784,935
Receivable for investment securities sold		3,148
Dividends receivable		1,181
Receivable for shares sold		281
Other assets		172
Total assets		<u>789,717</u>

Liabilities

Payable for investment securities purchased		2,103
Payable for shares redeemed		586
Investment management and administrative fees payable		518
Other liabilities		92
Total liabilities		<u>3,299</u>

NET ASSETS	\$	<u>786,418</u>
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Net Assets Consist of:

Total distributable earnings (loss)	\$	274,885
Paid-in capital applicable to 26,203,805 shares of \$0.0001 par value capital stock outstanding; 1,000,000,000 shares of the Corporation authorized		<u>511,533</u>

NET ASSETS	\$	<u>786,418</u>
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NET ASSET VALUE PER SHARE

Equity Income Portfolio Class (\$490,905,622 / 16,324,639 shares outstanding)	\$	<u>30.07</u>
Equity Income Portfolio - II Class (\$295,512,076 / 9,879,166 shares outstanding)	\$	<u>29.91</u>

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

STATEMENT OF OPERATIONS

(\$000s)

	Year Ended 12/31/21
Investment Income (Loss)	
Income	
Dividend (net of foreign taxes of \$291)	17,536
Interest	\$ 43
Total income	17,579
Expenses	
Investment management and administrative expense	6,387
Rule 12b-1 fees Equity Income Portfolio - II Class	677
Waived / paid by Price Associates	(825)
Net expenses	6,239
Net investment income	11,340
Realized and Unrealized Gain / Loss	
Net realized gain on securities	61,094
Change in net unrealized gain / loss	
Securities	93,330
Other assets and liabilities denominated in foreign currencies	(10)
Change in net unrealized gain / loss	93,320
Net realized and unrealized gain / loss	154,414
INCREASE IN NET ASSETS FROM OPERATIONS	\$ 165,754

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

STATEMENT OF CHANGES IN NET ASSETS

(\$000s)

	Year Ended 12/31/21	12/31/20
Increase (Decrease) in Net Assets		
Operations		
Net investment income	\$ 11,340	\$ 13,323
Net realized gain	61,094	13,068
Change in net unrealized gain / loss	93,320	(24,301)
Increase in net assets from operations	165,754	2,090
Distributions to shareholders		
Net earnings		
Equity Income Portfolio Class	(41,676)	(18,282)
Equity Income Portfolio - II Class	(24,324)	(9,465)
Decrease in net assets from distributions	(66,000)	(27,747)
Capital share transactions*		
Shares sold		
Equity Income Portfolio Class	26,290	27,481
Equity Income Portfolio - II Class	44,146	37,145
Distributions reinvested		
Equity Income Portfolio Class	41,676	18,282
Equity Income Portfolio - II Class	24,324	9,465
Shares redeemed		
Equity Income Portfolio Class	(70,967)	(73,675)
Equity Income Portfolio - II Class	(45,456)	(42,083)
Increase (decrease) in net assets from capital share transactions	20,013	(23,385)
Net Assets		
Increase (decrease) during period	119,767	(49,042)
Beginning of period	666,651	715,693
End of period	\$ 786,418	\$ 666,651
*Share information		
Shares sold		
Equity Income Portfolio Class	870	1,197
Equity Income Portfolio - II Class	1,474	1,655
Distributions reinvested		
Equity Income Portfolio Class	1,420	764
Equity Income Portfolio - II Class	833	395
Shares redeemed		
Equity Income Portfolio Class	(2,362)	(3,153)
Equity Income Portfolio - II Class	(1,504)	(1,805)
Increase (decrease) in shares outstanding	731	(947)

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

NOTES TO FINANCIAL STATEMENTS

T. Rowe Price Equity Series, Inc. (the corporation) is registered under the Investment Company Act of 1940 (the 1940 Act). The Equity Income Portfolio (the fund) is a diversified, open-end management investment company established by the corporation. The fund seeks a high level of dividend income and long-term capital growth primarily through investments in stocks. Shares of the fund currently are offered only to insurance company separate accounts established for the purpose of funding variable annuity contracts and variable life insurance policies. The fund has two classes of shares: the Equity Income Portfolio (Equity Income Portfolio Class) and the Equity Income Portfolio-II (Equity Income Portfolio-II Class). Equity Income Portfolio-II Class shares are sold through financial intermediaries, which it compensates for distribution, shareholder servicing, and/or certain administrative services under a Board-approved Rule 12b-1 plan. Each class has exclusive voting rights on matters related solely to that class; separate voting rights on matters that relate to both classes; and, in all other respects, the same rights and obligations as the other class.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation The fund is an investment company and follows accounting and reporting guidance in the Financial Accounting Standards Board (FASB) *Accounting Standards Codification* Topic 946 (ASC 946). The accompanying financial statements were prepared in accordance with accounting principles generally accepted in the United States of America (GAAP), including, but not limited to, ASC 946. GAAP requires the use of estimates made by management. Management believes that estimates and valuations are appropriate; however, actual results may differ from those estimates, and the valuations reflected in the accompanying financial statements may differ from the value ultimately realized upon sale or maturity.

Investment Transactions, Investment Income, and Distributions Investment transactions are accounted for on the trade date basis. Income and expenses are recorded on the accrual basis. Realized gains and losses are reported on the identified cost basis. Premiums and discounts on debt securities are amortized for financial reporting purposes. Income tax-related interest and penalties, if incurred, are recorded as income tax expense. Dividends received from mutual fund investments are reflected as dividend income; capital gain distributions are reflected as realized gain/loss. Dividend income and capital gain distributions are recorded on the ex-dividend date. Distributions from REITs are initially recorded as dividend income and, to the extent such represent a return of capital or capital gain for tax purposes, are reclassified when such information becomes available. Non-cash dividends, if any, are recorded at the fair market value of the asset received. Distributions to shareholders are recorded on the ex-dividend date. Income distributions, if any, are declared and paid by each class quarterly. A capital gain distribution may also be declared and paid by the fund annually.

Currency Translation Assets, including investments, and liabilities denominated in foreign currencies are translated into U.S. dollar values each day at the prevailing exchange rate, using the mean of the bid and asked prices of such currencies against U.S. dollars as provided by an outside pricing service. Purchases and sales of securities, income, and expenses are translated into U.S. dollars at the prevailing exchange rate on the respective date of such transaction. The effect of changes in foreign currency exchange rates on realized and unrealized security gains and losses is not bifurcated from the portion attributable to changes in market prices.

Class Accounting Investment income, investment management and administrative expense, and realized and unrealized gains and losses are allocated to the classes based upon the relative daily net assets of each class. Equity Income Portfolio-II Class pays Rule 12b-1 fees, in an amount not exceeding 0.25% of the class's average daily net assets.

Capital Transactions Each investor's interest in the net assets of the fund is represented by fund shares. The fund's net asset value (NAV) per share is computed at the close of the New York Stock Exchange (NYSE), normally 4 p.m. ET, each day the NYSE is open for business. However, the NAV per share may be calculated at a time other than the normal close of the NYSE if trading on the NYSE is restricted, if the NYSE closes earlier, or as may be permitted by the SEC. Purchases and redemptions of fund shares are transacted at the next-computed NAV per share, after receipt of the transaction order by T. Rowe Price Associates, Inc., or its agents.

Indemnification In the normal course of business, the fund may provide indemnification in connection with its officers and directors, service providers, and/or private company investments. The fund's maximum exposure under these arrangements is unknown; however, the risk of material loss is currently considered to be remote.

NOTE 2 - VALUATION

Fair Value The fund's financial instruments are valued at the close of the NYSE and are reported at fair value, which GAAP defines as the price 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. The T. Rowe Price Valuation Committee (the Valuation Committee) is an internal committee that has been delegated certain responsibilities by the fund's Board of Directors (the Board) to ensure that financial instruments are appropriately priced at fair value in accordance with GAAP and the 1940 Act. Subject to oversight by the Board, the Valuation Committee develops and oversees pricing-related policies and procedures and approves all fair value determinations. Specifically, the Valuation Committee establishes policies and procedures used in valuing financial instruments, including those which cannot be valued in accordance with normal procedures or using pricing vendors; determines pricing techniques, sources, and persons eligible to effect fair value pricing actions; evaluates the services and performance of the pricing vendors; oversees the pricing process to ensure policies and procedures are being followed; and provides guidance on internal controls and valuation-related matters. The Valuation Committee provides periodic reporting to the Board on valuation matters.

Various valuation techniques and inputs are used to determine the fair value of financial instruments. GAAP establishes the following fair value hierarchy that categorizes the inputs used to measure fair value:

- Level 1 – quoted prices (unadjusted) in active markets for identical financial instruments that the fund can access at the reporting date
- Level 2 – inputs other than Level 1 quoted prices that are observable, either directly or indirectly (including, but not limited to, quoted prices for similar financial instruments in active markets, quoted prices for identical or similar financial instruments in inactive markets, interest rates and yield curves, implied volatilities, and credit spreads)
- Level 3 – unobservable inputs (including the fund's own assumptions in determining fair value)

Observable inputs are developed using market data, such as publicly available information about actual events or transactions, and reflect the assumptions that market participants would use to price the financial instrument. Unobservable inputs are those for which market data are not available and are developed using the best information available about the assumptions that market participants would use to price the financial instrument. GAAP requires valuation techniques to maximize the use of relevant observable inputs and minimize the use of unobservable inputs. When multiple inputs are used to derive fair value, the financial instrument is assigned to the level within the fair value hierarchy based on the lowest-level input that is significant to the fair value of the financial instrument. Input levels are not necessarily an indication of the risk or liquidity associated with financial instruments at that level but rather the degree of judgment used in determining those values.

Valuation Techniques Equity securities, including exchange-traded funds, listed or regularly traded on a securities exchange or in the over-the-counter (OTC) market are valued at the last quoted sale price or, for certain markets, the official closing price at the time the valuations are made. OTC Bulletin Board securities are valued at the mean of the closing bid and asked prices. A security that is listed or traded on more than one exchange is valued at the quotation on the exchange determined to be the primary market for such security. Listed securities not traded on a particular day are valued at the mean of the closing bid and asked prices for domestic securities and the last quoted sale or closing price for international securities.

The last quoted prices of non-U.S. equity securities may be adjusted to reflect the fair value of such securities at the close of the NYSE, if the fund determines that developments between the close of a foreign market and the close of the NYSE will affect the value of some or all of its portfolio securities. Each business day, the fund uses information from outside pricing services to evaluate and, if appropriate, decide whether it is necessary to adjust quoted prices to reflect fair value by reviewing a variety of factors, including developments in foreign markets, the performance of U.S. securities markets, and the performance of instruments trading in U.S. markets that represent foreign securities and baskets of foreign securities. The fund uses outside pricing services to provide it with quoted prices and information to evaluate or adjust those prices. The fund cannot predict how often it will use quoted prices and how often it will determine it necessary to adjust those prices to reflect fair value.

Investments in mutual funds are valued at the mutual fund's closing NAV per share on the day of valuation. Assets and liabilities other than financial instruments, including short-term receivables and payables, are carried at cost, or estimated realizable value, if less, which approximates fair value.

Investments for which market quotations or market-based valuations are not readily available or deemed unreliable are valued at fair value as determined in good faith by the Valuation Committee, in accordance with fair valuation policies and procedures. The objective of any fair value pricing determination is to arrive at a price that could reasonably be expected from a current sale. Financial instruments fair valued by the Valuation Committee are primarily private placements, restricted securities, warrants, rights, and other securities that are not publicly traded. Factors used in determining fair value vary by type of investment and may include market or investment specific considerations. The Valuation Committee typically will afford greatest weight to actual prices in arm's length transactions, to the extent they represent orderly transactions between market participants, transaction information can be reliably obtained, and prices are deemed representative of fair value. However, the Valuation Committee may also consider other valuation methods such as market-based valuation multiples; a discount or premium from market value of a similar, freely traded security of the same issuer; discounted cash flows; yield to maturity; or some combination. Fair value determinations are reviewed on a regular basis and updated as information becomes available, including actual purchase and sale transactions of the investment. Because any fair value determination involves a significant amount of judgment, there is a degree of subjectivity inherent in such pricing decisions, and fair value prices determined by the Valuation Committee could differ from those of other market participants.

Valuation Inputs The following table summarizes the fund's financial instruments, based on the inputs used to determine their fair values on December 31, 2021 (for further detail by category, please refer to the accompanying Portfolio of Investments):

(\$000s)	Level 1	Level 2	Level 3	Total Value
Assets				
Common Stocks	\$ 725,576	\$ 28,705	\$ —	\$ 754,281
Convertible Preferred Stocks	—	10,599	—	10,599
Preferred Stocks	—	7,942	—	7,942
Short-Term Investments	12,113	—	—	12,113
Total	\$ 737,689	\$ 47,246	\$ —	\$ 784,935

NOTE 3 - OTHER INVESTMENT TRANSACTIONS

Purchases and sales of portfolio securities other than short-term securities aggregated \$144,874,000 and \$183,141,000, respectively, for the year ended December 31, 2021.

NOTE 4 - FEDERAL INCOME TAXES

Generally, no provision for federal income taxes is required since the fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code and distribute to shareholders all of its taxable income and gains. Distributions determined in accordance with federal income tax regulations may differ in amount or character from net investment income and realized gains for financial reporting purposes.

The fund files U.S. federal, state, and local tax returns as required. The fund's tax returns are subject to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return but which can be extended to six years in certain circumstances. Tax returns for open years have incorporated no uncertain tax positions that require a provision for income taxes.

Financial reporting records are adjusted for permanent book/tax differences to reflect tax character but are not adjusted for temporary differences.

Distributions during the years ended December 31, 2021 and December 31, 2020, were characterized for tax purposes as follows:

(\$000s)	December 31, 2021	December 31, 2020
Ordinary income	\$ 20,209	\$ 13,791
Long-term capital gain	45,791	13,956
Total distributions	\$ 66,000	\$ 27,747

At December 31, 2021, the tax-basis cost of investments and components of net assets were as follows:

(\$000s)	
Cost of investments	\$ 518,649
Unrealized appreciation	\$ 276,560
Unrealized depreciation	(10,279)
Net unrealized appreciation (depreciation)	266,281
Undistributed ordinary income	1,033
Undistributed long-term capital gain	7,572
Late-year ordinary loss deferrals	(1)
Paid-in capital	511,533
Net assets	\$ 786,418

The difference between book-basis and tax-basis net unrealized appreciation (depreciation) is attributable to the deferral of losses from wash sales for tax purposes. In accordance with federal tax laws applicable to investment companies, net specified losses realized between November 1 and December 31 are not recognized for tax purposes until the subsequent year (late-year ordinary loss deferrals); however, such losses are recognized for financial reporting purposes in the year realized.

NOTE 5 - FOREIGN TAXES

The fund is subject to foreign income taxes imposed by certain countries in which it invests. Additionally, capital gains realized upon disposition of securities issued in or by certain foreign countries are subject to capital gains tax imposed by those countries. All taxes are computed in accordance with the applicable foreign tax law, and, to the extent permitted, capital losses are used to offset capital gains. Taxes attributable to income are accrued by the fund as a reduction of income. Current and deferred tax expense attributable to capital gains is reflected as a component of realized or change in unrealized gain/loss on securities in the accompanying financial statements. To the extent that the fund has country specific capital loss carryforwards, such carryforwards are applied against net unrealized gains when determining the deferred tax liability. Any deferred tax liability incurred by the fund is included in either Other liabilities or Deferred tax liability on the accompanying Statement of Assets and Liabilities.

NOTE 6 - RELATED PARTY TRANSACTIONS

The fund is managed by T. Rowe Price Associates, Inc. (Price Associates), a wholly owned subsidiary of T. Rowe Price Group, Inc. (Price Group). The investment management and administrative agreement between the fund and Price Associates provides for an all-inclusive annual fee equal to 0.85% of the fund's average daily net assets. The fee is computed daily and paid monthly. The all-inclusive fee covers investment management services and ordinary, recurring operating expenses but does not cover interest expense; expenses related to borrowing, taxes, and brokerage; or nonrecurring expenses. Effective July 1, 2018, Price Associates has contractually agreed, at least through April 30, 2022 to waive a portion of its management fee in order to limit the fund's management fee to 0.74% of the fund's average daily net assets. Thereafter, this agreement automatically renews for one-year terms unless terminated or modified by the fund's

Board. Fees waived and expenses paid under this agreement are not subject to reimbursement to Price Associates by the fund. The total management fees waived were \$825,000 and allocated ratably in the amounts of \$524,000 and \$301,000 for the Equity Income Portfolio Class and Equity Income Portfolio-II Class, respectively, for the year ended December 31, 2021.

The fund may invest its cash reserves in certain open-end management investment companies managed by Price Associates and considered affiliates of the fund: the T. Rowe Price Government Reserve Fund or the T. Rowe Price Treasury Reserve Fund, organized as money market funds, or the T. Rowe Price Short-Term Fund, a short-term bond fund (collectively, the Price Reserve Funds). The Price Reserve Funds are offered as short-term investment options to mutual funds, trusts, and other accounts managed by Price Associates or its affiliates and are not available for direct purchase by members of the public. Cash collateral from securities lending, if any, is invested in the T. Rowe Price Government Reserve Fund; prior to December 13, 2021, the cash collateral from securities lending was invested in the T. Rowe Price Short-Term Fund. The Price Reserve Funds pay no investment management fees.

The fund may participate in securities purchase and sale transactions with other funds or accounts advised by Price Associates (cross trades), in accordance with procedures adopted by the fund's Board and Securities and Exchange Commission rules, which require, among other things, that such purchase and sale cross trades be effected at the independent current market price of the security. During the year ended December 31, 2021, the fund had no purchases or sales cross trades with other funds or accounts advised by Price Associates.

Price Associates has voluntarily agreed to reimburse the fund from its own resources on a monthly basis for the cost of investment research embedded in the cost of the fund's securities trades. This agreement may be rescinded at any time. For the year ended December 31, 2021, this reimbursement amounted to \$14,000, which is included in Net realized gain (loss) on Securities in the Statement of Operations.

NOTE 7 - LITIGATION

The fund was a named defendant in a lawsuit brought by a litigation trustee, which sought to recover all payments made to beneficial owners of common stock in connection with a leveraged buyout (LBO) of Tribune, including those made in connection with a 2007 tender offer in which the fund participated. A motion to dismiss was filed in this case and the district court granted the motion on January 9, 2017. In light of a Supreme Court decision in an unrelated case, the trustee sought leave to amend the dismissed complaint. The district court denied that motion, and the Second Circuit Court of Appeals affirmed the lower court's decision on August 20, 2021. The bankruptcy trustee filed a petition for a rehearing, which was denied on October 7, 2021. The fund was named, also, as a defendant or included in a class of defendants in parallel litigation, which was dismissed by the district court and affirmed on appeal by the Second Circuit Court of Appeals. This second action, which was consolidated with the Multidistrict Litigation Panel in federal court with other similar actions, asserted state law constructive fraudulent transfer claims in an attempt to recover stock redemption payments made to shareholders at the time of the LBO. Both suits also sought prejudgment interest. The consolidated cases went through various stages of appeals. While they were appealing the dismissal of their lawsuits, plaintiffs dropped a number of fund defendants, including the T. Rowe Price Funds, which effectively ended the funds' involvement in the creditor claims. Plaintiffs since have exhausted their appeals and this second set of cases is over. While the fund's involvement in the creditor claims had ended, there was no impact on the claims in the action brought by the bankruptcy trustee. The complaints did not allege misconduct by the fund, and management has vigorously defended the lawsuits. On January 5, 2022, the trustee filed a petition for a writ of certiorari with the U.S. Supreme Court but dropped the fund from its petition, and the fund no longer has any potential liability in the matters related to these claims.

NOTE 8 - OTHER MATTERS

Unpredictable events such as environmental or natural disasters, war, terrorism, pandemics, outbreaks of infectious diseases, and similar public health threats may significantly affect the economy and the markets and issuers in which a fund invests. Certain events may cause instability across global markets, including reduced liquidity and disruptions in trading markets, while some events may affect certain geographic regions, countries, sectors, and industries more significantly than others, and exacerbate other pre-existing political, social, and economic risks. The fund's performance could be negatively impacted if the value of a portfolio holding were harmed by such events. Since 2020, a novel strain of coronavirus (COVID-19) has resulted in disruptions to global business activity and caused significant volatility and declines in global financial markets. The duration of this outbreak or others and their effects cannot be determined with certainty.

Report of Independent Registered Public Accounting Firm

**To the Board of Directors of T. Rowe Price Equity Series, Inc.
and Shareholders of T. Rowe Price Equity Income Portfolio**

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the portfolio of investments, of T. Rowe Price Equity Income Portfolio (one of the portfolios constituting T. Rowe Price Equity Series, Inc., referred to hereafter as the “Fund”) as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodians, transfer agent and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP
Baltimore, Maryland
February 8, 2022

We have served as the auditor of one or more investment companies in the T. Rowe Price group of investment companies since 1973.

TAX INFORMATION (UNAUDITED) FOR THE TAX YEAR ENDED 12/31/21

We are providing this information as required by the Internal Revenue Code. The amounts shown may differ from those elsewhere in this report because of differences between tax and financial reporting requirements.

The fund's distributions to shareholders included:

- \$8,964,000 from short-term capital gains
- \$45,790,000 from long-term capital gains, subject to a long-term capital gains tax rate of not greater than 20%

For taxable non-corporate shareholders, \$16,889,000 of the fund's income represents qualified dividend income subject to a long-term capital gains tax rate of not greater than 20%.

For corporate shareholders, \$14,197,000 of the fund's income qualifies for the dividends-received deduction.

For individuals and certain trusts and estates which are entitled to claim a deduction of up to 20% of their combined qualified real estate investment trust (REIT) dividends, \$193,000 of the fund's income qualifies as qualified real estate investment trust (REIT) dividends.

INFORMATION ON PROXY VOTING POLICIES, PROCEDURES, AND RECORDS

A description of the policies and procedures used by T. Rowe Price funds to determine how to vote proxies relating to portfolio securities is available in each fund's Statement of Additional Information. You may request this document by calling 1-800-225-5132 or by accessing the SEC's website, sec.gov.

The description of our proxy voting policies and procedures is also available on our corporate website. To access it, please visit the following Web page:

<https://www.troweprice.com/corporate/en/utility/policies.html>

Scroll down to the section near the bottom of the page that says, "Proxy Voting Policies." Click on the Proxy Voting Policies link in the shaded box.

Each fund's most recent annual proxy voting record is available on our website and through the SEC's website. To access it through T. Rowe Price, visit the website location shown above, and scroll down to the section near the bottom of the page that says, "Proxy Voting Records." Click on the Proxy Voting Records link in the shaded box.

HOW TO OBTAIN QUARTERLY PORTFOLIO HOLDINGS

The fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The fund's reports on Form N-PORT are available electronically on the SEC's website (sec.gov). In addition, most T. Rowe Price funds disclose their first and third fiscal quarter-end holdings on **troweprice.com**.

LIQUIDITY RISK MANAGEMENT PROGRAM

In accordance with Rule 22e-4 (Liquidity Rule) under the Investment Company Act of 1940, as amended, the fund has established a liquidity risk management program (Liquidity Program) reasonably designed to assess and manage the fund's liquidity risk, which generally represents the risk that the fund would not be able to meet redemption requests without significant dilution of remaining investors' interests in the fund. The fund's Board of Directors (Board) has appointed the fund's investment advisor, T. Rowe Price Associates, Inc. (Price Associates), as the administrator of the Liquidity Program. As administrator, Price Associates is responsible for overseeing the day-to-day operations of the Liquidity Program and, among other things, is responsible for assessing, managing, and reviewing with the Board at least annually the liquidity risk of each T. Rowe Price fund. Price Associates has delegated oversight of the Liquidity Program to a Liquidity Risk Committee (LRC), which is a cross-functional committee composed of personnel from multiple departments within Price Associates.

The Liquidity Program's principal objectives include supporting the T. Rowe Price funds' compliance with limits on investments in illiquid assets and mitigating the risk that the fund will be unable to timely meet its redemption obligations. The Liquidity Program also includes a number of elements that support the management and assessment of liquidity risk, including an annual assessment of factors that influence the fund's liquidity and the periodic classification and reclassification of a fund's investments into categories that reflect the LRC's assessment of their relative liquidity under current market conditions. Under the Liquidity Program, every investment held by the fund is classified at least monthly into one of four liquidity categories based on estimations of the investment's ability to be sold during designated time frames in current market conditions without significantly changing the investment's market value.

As required by the Liquidity Rule, at a meeting held on July 27, 2021, the Board was presented with an annual assessment prepared by the LRC, on behalf of Price Associates, that addressed the operation of the Liquidity Program and assessed its adequacy and effectiveness of implementation, including any material changes to the Liquidity Program and the determination of each fund's Highly Liquid Investment Minimum (HLIM). The annual assessment included consideration of the following factors, as applicable: the fund's investment strategy and liquidity of portfolio investments during normal and reasonably foreseeable stressed conditions, including whether the investment strategy is appropriate for an open-end fund, the extent to which the strategy involves a relatively concentrated portfolio or large positions in particular issuers, and the use of borrowings for investment purposes and derivatives; short-term and long-term cash flow projections covering both normal and reasonably foreseeable stressed conditions; and holdings of cash and cash equivalents, as well as available borrowing arrangements.

For the fund and other T. Rowe Price funds, the annual assessment incorporated a report related to a fund's holdings, shareholder and portfolio concentration, any borrowings during the period, cash flow projections, and other relevant data for the period of April 1, 2020, through March 31, 2021. The report described the methodology for classifying a fund's investments (including derivative transactions) into one of four liquidity categories, as well as the percentage of a fund's investments assigned to each category. It also explained the methodology for establishing a fund's HLIM and noted that the LRC reviews the HLIM assigned to each fund no less frequently than annually.

During the period covered by the annual assessment, the LRC has concluded, and reported to the Board, that the Liquidity Program continues to operate adequately and effectively and is reasonably designed to assess and manage the fund's liquidity risk.

ABOUT THE PORTFOLIO'S DIRECTORS AND OFFICERS

Your fund is overseen by a Board of Directors (Board) that meets regularly to review a wide variety of matters affecting or potentially affecting the fund, including performance, investment programs, compliance matters, advisory fees and expenses, service providers, and business and regulatory affairs. The Board elects the fund's officers, who are listed in the final table. At least 75% of the Board's members are considered to be independent, i.e., not "interested persons" as defined in Section 2(a)(19) of the 1940 Act, of the Boards of T. Rowe Price Associates, Inc. (T. Rowe Price), and its affiliates; "interested" directors and officers are employees of T. Rowe Price. The business address of each director and officer is 100 East Pratt Street, Baltimore, Maryland 21202. The Statement of Additional Information includes additional information about the fund directors and is available without charge by calling a T. Rowe Price representative at 1-800-638-5660.

INDEPENDENT DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
Teresa Bryce Bazemore (1959) 2018 [204]	President and Chief Executive Officer, Federal Home Loan Bank of San Francisco (2021 to present); President, Radian Guaranty (2008 to 2017); Chief Executive Officer, Bazemore Consulting LLC (2018 to 2021); Director, Chimera Investment Corporation (2017 to 2021); Director, First Industrial Realty Trust (2020 to present); Director, Federal Home Loan Bank of Pittsburgh (2017 to 2019)
Ronald J. Daniels (1959) 2018 [204]	President, The Johns Hopkins University ^(b) and Professor, Political Science Department, The Johns Hopkins University (2009 to present); Director, Lyndhurst Holdings (2015 to present); Director, BridgeBio Pharma, Inc. (2020 to present)
Bruce W. Duncan (1951) 2013 [204]	President, Chief Executive Officer, and Director, CyrusOne, Inc. (2020 to 2021); Chief Executive Officer and Director (2009 to 2016), Chair of the Board (2016 to 2020), and President (2009 to 2016), First Industrial Realty Trust, owner and operator of industrial properties; Chair of the Board (2005 to 2016) and Director (1999 to 2016), Starwood Hotels & Resorts, a hotel and leisure company; Member, Investment Company Institute Board of Governors (2017 to 2019); Member, Independent Directors Council Governing Board (2017 to 2019); Senior Advisor, KKR (2018 to present); Director, Boston Properties (2016 to present); Director, Marriott International, Inc. (2016 to 2020)
Robert J. Gerrard, Jr. (1952) 2012 [204]	Advisory Board Member, Pipeline Crisis/Winning Strategies, a collaborative working to improve opportunities for young African Americans (1997 to 2016); Chair of the Board, all funds (July 2018 to present)
Paul F. McBride (1956) 2013 [204]	Advisory Board Member, Vizzia Technologies (2015 to present); Board Member, Dunbar Armored (2012 to 2018)
Cecilia E. Rouse, Ph.D. ^(c) (1963) 2012 [0]	Dean, Princeton School of Public and International Affairs (2012 to present); Professor and Researcher, Princeton University (1992 to present); Director of Education Studies Committee, MDRC, a nonprofit education and social policy research organization (2011 to 2020); Member, National Academy of Education (2010 to present); Board Member, National Bureau of Economic Research (2011 to present); Board Member of the Council on Foreign Relations (2018 to present); Board Member, The Pennington School (2017 to present); Board Member, the University of Rhode Island (2020 to present); Chair of Committee on the Status of Minority Groups in the Economic Profession of the American Economic Association (2012 to 2018); Vice President (2015 to 2016) and Board Member (2018 to present), American Economic Association

INDEPENDENT DIRECTORS^(a) (CONTINUED)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
John G. Schreiber ^(d) (1946) 2001 [0]	Owner/President, Centaur Capital Partners, Inc., a real estate investment company (1991 to present); Cofounder, Partner, and Cochair of the Investment Committee, Blackstone Real Estate Advisors, L.P. (1992 to 2015); Director, Blackstone Mortgage Trust, a real estate finance company (2012 to 2016); Director and Chair of the Board, Brixmor Property Group, Inc. (2013 to present); Director, Hilton Worldwide (2007 to present); Director, Hudson Pacific Properties (2014 to 2016); Director, Invitation Homes (2014 to 2017); Director, JMB Realty Corporation (1980 to present)
Kellye Walker ^(e) (1966) 2021 [204]	Executive Vice President and Chief Legal Officer, Eastman Chemical Company (April 2020 to present); Executive Vice President and Chief Legal Officer, Huntington Ingalls Industries, Inc. (NYSE: HII) (January 2015 to March 2020); Director, Lincoln Electric Company (October 2020 to present)

^(a)All information about the independent directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

^(b)William J. Stromberg, chair of the Board, director, and chief executive officer of T. Rowe Price Group, Inc., the parent company of the Price Funds' investment advisor, has served on the Board of Trustees of Johns Hopkins University since 2014.

^(c)Effective March 4, 2021, Dr. Rouse resigned from her role as independent director of the Price Funds.

^(d)Effective December 31, 2021, Mr. Schreiber resigned from his role as independent director of the Price Funds.

^(e)Effective November 8, 2021, Ms. Walker was elected as independent director of the Price Funds.

INTERESTED DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
David Oestreicher (1967) 2018 [204]	General Counsel, Vice President, and Secretary, T. Rowe Price Group, Inc.; Chair of the Board, Chief Executive Officer, President, and Secretary, T. Rowe Price Trust Company; Director, Vice President, and Secretary, T. Rowe Price, T. Rowe Price Investment Services, Inc., T. Rowe Price Retirement Plan Services, Inc., and T. Rowe Price Services, Inc.; Director and Secretary, T. Rowe Price Investment Management, Inc. (Price Investment Management); Vice President and Secretary, T. Rowe Price International (Price International); Vice President, T. Rowe Price Hong Kong (Price Hong Kong), T. Rowe Price Japan (Price Japan), and T. Rowe Price Singapore (Price Singapore); Principal Executive Officer and Executive Vice President, all funds
Robert W. Sharps, CFA, CPA (1971) 2017 [204]	Director and Vice President, T. Rowe Price; President, T. Rowe Price Group, Inc.; Director, Price Investment Management; Vice President, T. Rowe Price Trust Company; President, Equity Series

^(a)All information about the interested directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

OFFICERS

Name (Year of Birth) Position Held With Equity Series	Principal Occupation(s)
Ziad Bakri, M.D., CFA (1980) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Brian W.H. Berghuis, CFA (1958) Executive Vice President	Vice President, Price Investment Management, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Alan S. Dupski, CPA (1982) Principal Financial Officer, Vice President, and Treasurer	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Alexa M. Gagliardi (1988) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Trust Company
John R. Gilner (1961) Chief Compliance Officer	Chief Compliance Officer and Vice President, T. Rowe Price; Vice President, T. Rowe Price Group, Inc., and T. Rowe Price Investment Services, Inc.
Gary J. Greb (1961) Vice President	Vice President, T. Rowe Price, Price International, and T. Rowe Price Trust Company
Paul Greene II (1978) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Paul J. Krug, CPA (1964) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
John D. Linehan, CFA (1965) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Fran M. Pollack-Matz (1961) Vice President and Secretary	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Investment Services, Inc., and T. Rowe Price Services, Inc.
Shannon H. Rauser (1987) Assistant Secretary	Assistant Vice President, T. Rowe Price
Charles M. Shriver, CFA (1967) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., Price International, and T. Rowe Price Trust Company
Toby M. Thompson, CAIA, CFA (1971) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., Price International, and T. Rowe Price Trust Company
John F. Wakeman (1962) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Megan Warren (1968) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Retirement Plan Services, Inc., T. Rowe Price Services, Inc., and T. Rowe Price Trust Company; formerly, Executive Director, JPMorgan Chase (to 2017)
Justin P. White (1981) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

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T.RowePrice®

100 East Pratt Street
Baltimore, MD 21202

Call 1-800-225-5132 to request a prospectus or summary prospectus; each includes investment objectives, risks, fees, expenses, and other information that you should read and consider carefully before investing.



ANNUAL REPORT

December 31, 2021

T. ROWE PRICE

Moderate Allocation Portfolio

For more insights from T. Rowe Price investment professionals,
go to **[troweprice.com](https://www.troweprice.com)**.

HIGHLIGHTS

- The Moderate Allocation Portfolio underperformed its combined index portfolio benchmark and its Lipper peer group average for the 12 months ended December 31, 2021.
- Tactical allocation decisions in the portfolio's underlying investments drove underperformance. Security selection in the portfolio's underlying investments had a mixed impact on relative performance. The inclusion of diversifying sectors such as high yield bonds and real assets equities contributed to relative results.
- We pared our exposure to stocks and continue to be underweight relative to bonds and cash. A less accommodative U.S. Federal Reserve (Fed) coupled with elevated valuations weighing on return expectations contribute to an un compelling risk/reward profile for equities.
- We believe that the Moderate Allocation Portfolio's diversification and flexibility to identify investment opportunities across sectors and regions should allow us to generate solid long-term returns in a variety of market environments.

Go Paperless

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TO ENROLL:

If you invest directly with T. Rowe Price, go to **troweprice.com/paperless**.

If you invest through an investment advisor, a bank, or a brokerage firm, please contact that organization and ask if it can provide electronic documentation.

It's fast—receive your statements and confirmations faster than U.S. mail.

It's convenient—access your important account documents whenever you need them.

It's secure—we protect your online accounts using “True Identity” to confirm new accounts and make verification faster and more secure.

It can save you money—where applicable, T. Rowe Price passes on the cost savings to fund holders.*

Log in to your account at **troweprice.com** for more information.

*Certain mutual fund accounts that are assessed an annual account service fee can also save money by switching to e-delivery.

Dear Investor

Major stock and bond indexes produced mixed results during 2021 as strong corporate earnings growth and a recovering economy contended with worries about inflation, new coronavirus variants, and less accommodative central banks. Most developed market stock benchmarks finished the year with positive returns, although gains slowed in the second half of the year, while fixed income returns faced headwinds from rising interest rates.

Large-cap U.S. growth stocks delivered the strongest returns, but solid results were common in many developed markets. However, emerging markets stock benchmarks struggled amid a significant equity market downturn in China.

The large-cap S&P 500 Index returned almost 29%, marking its third straight year of positive returns. Robust results were widespread across the benchmark—according to Bloomberg data, 2021 marked the first year that all of the S&P 500 sectors recorded double-digit gains. The energy sector, which was the worst performer in 2020, was the leader in 2021 amid a sharp increase in oil prices, and real estate stocks also rebounded from a down year as strong demand led to rising rents. Financial and information technology stocks also produced excellent returns and outperformed the broad market.

In the fixed income market, rising Treasury yields weighed on performance, but below investment-grade corporate bonds delivered solid results as they benefited from improving fundamentals and investor demand for higher-yielding securities. (Bond prices and yields move in opposite directions.)

A robust increase in corporate earnings growth appeared to be a significant performance driver during the year. According to FactSet, overall earnings for the S&P 500 rose 89% in the second quarter of 2021 versus the year before, the fastest pace since 2009, and while third-quarter earnings slowed, they continued to beat expectations at an impressive pace. Despite the significant rally in the S&P 500 during 2021, the index's price/earnings ratio actually fell over that period as earnings rose faster than stock prices. Although economic growth showed signs of slowing at times, data remained generally positive through the end of the period. The unemployment rate, which started the year at 6.7%, fell to 3.9% by December, and job openings reached a record high.

However, optimism surrounding strong earnings and employment gains was tempered by inflation concerns. Prices surged as the release of pent-up demand and supply chain disruptions contributed to higher inflation around the globe. In the U.S., the 6.8% increase in the consumer price index for the 12-month period ended in November was the highest level since 1982, a factor that may have contributed to a decline in consumer sentiment late in the year.

Meanwhile, central banks began to move away from the extremely accommodative policies they instituted in response to the initial wave of the coronavirus. The Federal Reserve began trimming its purchases of Treasuries and agency mortgage-backed securities in November, and policymakers indicated that they could soon start raising short-term interest rates.

How markets respond to the normalization of monetary policy is an open question. While fading stimulus might pose some challenges for investors, I believe it could contribute to a return of price sensitivity in global markets, which bodes well for selective investors focused on fundamentals.

Elevated valuations, higher inflation, and the continuing struggle to control the pandemic also pose potential challenges for financial markets in 2022. However, on the positive side, household wealth gains, pent-up consumer demand, and a potential boom in capital expenditures could sustain growth even as monetary policy turns less supportive. In this environment, our investment teams will remain focused on using fundamental research to identify companies that can add value to your portfolio over the long term.

Thank you for your continued confidence in T. Rowe Price.

Sincerely,



Robert Sharps
President and CEO

INVESTMENT OBJECTIVE

The fund seeks the highest total return over time consistent with an emphasis on both capital appreciation and income.

FUND COMMENTARY

How did the fund perform in the past 12 months?

The Moderate Allocation Portfolio returned 10.06% in the 12 months ended December 31, 2021. The portfolio underperformed its combined index portfolio benchmark and its peer group, the Lipper Variable Annuity Underlying Mixed-Asset Target Allocation Moderate Funds Average. *(Past performance cannot guarantee future results.)*

Periods Ended 12/31/21	Total Return	
	6 Months	12 Months
Moderate Allocation Portfolio	2.16%	10.06%
Morningstar Moderate Target Risk Index	2.73	10.19
Combined Index Portfolio*	3.66	11.27
Lipper Variable Annuity Underlying Mixed-Asset Target Allocation Moderate Funds Average	3.63	11.11

*For a definition of the combined index portfolio, please see the Benchmark Information section.

What factors influenced the fund's performance?

Overall, tactical decisions to overweight and underweight asset classes weighed on relative returns. We held an overweight to emerging markets equities in the period, which detracted. Emerging markets fell, considerably lagging their developed market counterparts, as concerns about China and, at times, bearish sentiment in the developed world spurred a flight to safety and assets shifting away from emerging markets. Equities outpaced bonds for the year, and an underweight allocation to equities was a source of weakness; however, an overweight to cash partially offset this impact. Our overweight to U.S. large-cap value stocks, which underperformed growth stocks, hurt results. Conversely, an overweight to high yield bonds added value as the sector benefited from investor demand for lower-duration sources of yield.

Security selection in the portfolio's underlying investments had a mixed impact on relative performance. Security selection among U.S. large-cap growth stocks was a notable detractor. Despite producing strong absolute returns, the allocation underperformed its style-specific benchmark, driven largely by stock selection in the information technology and consumer discretionary sectors. Unfavorable security selection within the allocation to emerging markets stocks also held back relative performance. However, strong security selection within the U.S.

large-cap value equity allocation was a notable contributor to relative performance, driven by holdings in the information technology and communication services sectors. Security selection within the U.S. investment-grade debt strategy, which outpaced the Bloomberg U.S. Aggregate Bond Index, also contributed. Within the U.S. investment-grade allocation, out-of-benchmark exposure to high yield bonds and bank loans added value as these sectors benefited from a yield advantage relative to investment-grade bonds amid a supportive economic and credit environment reflected in continued low default rates.

The inclusion of diversifying sectors lifted relative returns, led by the inclusion of high yield bonds. High yield bonds, which are less sensitive to interest rate fluctuations than their investment-grade counterparts, outperformed for the year. Exposure to real assets equities also added value for the period, although this impact was partly offset by a tactical underweight allocation to the sector. Real assets equities delivered strong returns for the year as commodity prices rose, driven by shortages of goods and materials and global supply chain disruptions. Most notably, names in energy were supportive for the sector, as oil and natural gas prices rose to multiyear highs amid increased global demand. Conversely, the inclusion of international bonds as a diversifying fixed income sector detracted from relative returns. Bonds in developed non-U.S. markets declined, against a backdrop of rising longer-term interest rates and weaker currencies versus the U.S. dollar.

How is the fund positioned?

As of December 31, 2021, we are underweight to stocks relative to bonds and cash. In our view, a less accommodative Fed coupled with elevated valuations weighing on return expectations contribute to a less compelling risk/reward profile for equities. Decelerating economic growth, tightening central banks, and renewed pandemic uncertainty may create a more challenging economic environment ahead. Within fixed income, we continue to favor shorter-duration and higher-yielding sectors through an overweight to high yield bonds. We are overweight to cash, as cash shortens our duration and provides liquidity. While we expect the impacts of the coronavirus and inflation to peak in 2022, current valuations leave markets vulnerable to negative shocks. Moreover, growth equities may face pressure from rising, longer-term interest rates. The economic environment should also provide a beneficial backdrop for shorter-duration and higher-yielding credit as we believe these areas should benefit from higher short-term rates.

Stocks

On a regional basis, we are modestly overweight to international stocks relative to U.S. stocks.

International equities offer relatively attractive valuations, and their more cyclical profile could be beneficial as global growth improves. However, elevated energy prices and supply chain

issues coupled with fading demand from China continue to weigh on economic growth. European markets should benefit from a cyclical recovery. While the eurozone economy has been under pressure from global health concerns and the slowdown in global trade, the European Central Bank remains accommodative. Japanese equities continue to be backed by dovish central bank policy and could receive extra support as Prime Minister Fumio Kishida approved a larger-than-anticipated fiscal stimulus package. We are overweight to emerging markets stocks relative to developed markets stocks. Emerging markets stocks offer attractive valuations—which have been accentuated by recent underperformance—and should benefit from a favorable global growth outlook. Global trade is likely to pick up as supply chain constraints ease and vaccination levels continue to improve. Although vaccine distribution has improved, coronavirus mutations continue to pose challenges in the region.

In the U.S., we moderated our underweight in U.S. growth-oriented equities but remain overweight to U.S. value-oriented equities. As the recovery progresses, we believe that upward pressure on interest rates will pose a headwind for growth stocks, and the cyclical orientation of value-oriented equities should benefit from pent-up consumer demand, elevated savings, economic strength, rising rates, and infrastructure spending. We increased our overweight to small-cap stocks relative to larger companies. Although elevated input costs and wage pressures could weigh on margins, in our view, small-cap equities should be supported by economic growth, attractive relative valuations, infrastructure spending, and a strong earnings outlook.

We are underweight to inflation-sensitive real asset equities but are mindful of potential near-term tailwinds. Inflation expectations have risen on an improving outlook for growth and continued supply chain issues. We believe that real assets equities provide a hedge against unexpected inflation; however, we believe that valuations in the underlying real assets sectors are already pricing in an inflationary environment consistent with expectations. Although energy and commodities prices are currently elevated amid robust demand and a constrained supply, we believe that, over the long term, structural oversupply and fading industrial demand will pose a challenge for natural resources and commodities. The outlook for real estate benefits from an environment of improving growth and constrained supply, but rising rates could weigh on the sector.

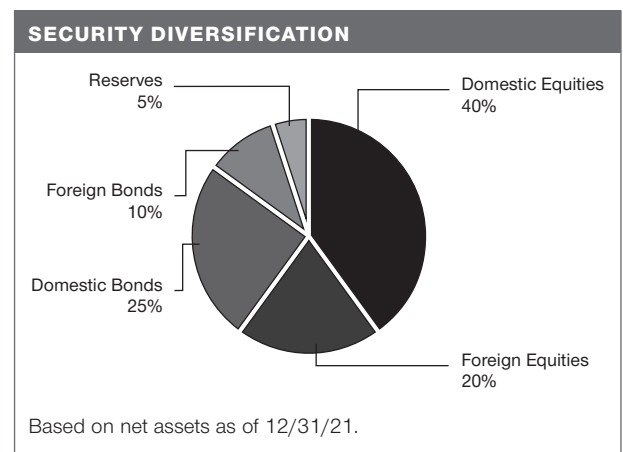
Bonds

We are overweight to high yield bonds, as their yields are still relatively attractive compared with investment-grade debt against a favorable credit backdrop and low default rates. The sector could also benefit as companies get upgraded from high yield to investment grade. We believe that in an environment of potentially lower equity returns, high yield bonds offer a compelling risk-adjusted return profile. While the credit

backdrop remains supportive, much of the positive environment is reflected in current spread levels and represents a potential risk as the economy slows from peak growth rates.

We increased our exposure and are now overweight to inflation-linked securities, which we believe offer a hedge to upside risk on inflation. While inflationary pressures have pushed energy and goods prices higher, in our view, the overall level of price increases is probably near its peak. We believe inflation will settle lower than the latest readings but higher than the Fed's 2% target level by the second half of 2022.

We are overweight to nondollar bonds as the sector provides potential yield curve diversification, particularly given the differing pace that various central banks are progressing with monetary policy tightening. The sector also offers opportunities in select credit markets. We are neutral to emerging markets U.S. dollar-denominated bonds compared with developed markets. While the sector offers attractive yields and reasonable relative valuations, we believe it is fairly priced considering the risks from Fed tightening, coronavirus concerns, and China-related uncertainty.



What is portfolio management's outlook?

The year was characterized by elevated volatility as persistent inflationary pressures and new coronavirus variants threatened the economic recovery. These challenges may slow economic growth, but we do not believe the recovery will be derailed. While supply chain disruptions and bottlenecks showed signs of easing early in the quarter, the emergence of the omicron variant has threatened to exacerbate these issues. Further, global monetary policy is broadly on the path toward tightening—albeit in an unsynchronized fashion and over an extended period—while new U.S. fiscal spending is expected to fall short of prior expectations.

With this backdrop, we expect global economic growth to moderate from current levels but remain above trend. Equity markets are vulnerable to a pullback from extended valuations,

particularly as the fading tailwinds from monetary and fiscal stimulus contribute to slower earnings growth. Other key risks to global markets include supply chain disruptions, energy shortages, central bank missteps, slowing growth in China, and increasing geopolitical concerns. In our view, these conditions contribute to a less compelling risk/reward trade-off between stocks and bonds in the near term, and we believe that a more modest allocation to equities may be prudent.

The elevated levels of volatility and uncertainty in global markets underscore the value of our thoughtful strategic investing approach. Given the uncertain impact of positive and negative forces driving global financial markets, we believe the Moderate Allocation Portfolio's broad diversification and the strength of T. Rowe Price's fundamental research platform should help us perform in a variety of market environments over the long term.

The views expressed reflect the opinions of T. Rowe Price as of the date of this report and are subject to change based on changes in market, economic, or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

RISKS OF INVESTING IN STOCKS

As with all stock and bond mutual funds, the fund's share price can fall because of weakness in the stock or bond markets, a particular industry, or specific holdings. Stock markets can decline for many reasons, including adverse political or economic developments, changes in investor psychology, or heavy institutional selling. The prospects for an industry or company may deteriorate because of a variety of factors, including disappointing earnings or changes in the competitive environment. In addition, the investment manager's assessment of companies held in a fund may prove incorrect, resulting in losses or poor performance even in rising markets. A sizable cash or fixed income position may hinder the fund from participating fully in a strong, rapidly rising bull market. In addition, significant exposure to bonds increases the risk that the fund's share value could be hurt by rising interest rates or credit downgrades or defaults. Convertible securities are also exposed to price fluctuations of the company's stock.

RISKS OF INTERNATIONAL INVESTING

Funds that invest overseas generally carry more risk than funds that invest strictly in U.S. assets. Funds investing in a single country or in a limited geographic region tend to be riskier than more diversified funds. Risks can result from varying stages of economic and political development; differing regulatory environments, trading days, and accounting standards; and higher transaction costs of non-U.S. markets. Non-U.S. investments are also subject to currency risk, or a decline in the value of a foreign currency versus the U.S. dollar, which reduces the dollar value of securities denominated in that currency.

RISKS OF INVESTING IN BONDS

Funds that invest in bonds are subject to interest rate risk, the decline in bond prices that usually accompanies a rise in interest rates. Longer-maturity bonds typically decline more than those with shorter maturities. Funds that invest in bonds are also subject to credit risk, the chance that any fund holding could have its credit rating downgraded or that a bond issuer will default (fail to make timely payments of interest or principal), potentially reducing the fund's income level and share price.

BENCHMARK INFORMATION

Combined index portfolio: An unmanaged blended index benchmark composed of the following underlying indexes as of December 31, 2021: 60% stocks (42% Russell 3000 Index, 18% MSCI All-Country World Index ex USA), 30% bonds (Bloomberg U.S. Aggregate Bond Index), and 10% money market securities (FTSE 3-Month Treasury Bill Index).

Note: Bloomberg® and Bloomberg U.S. Aggregate Bond Index are service marks of Bloomberg Finance L.P. and its affiliates, including Bloomberg Index Services Limited ("BISL"), the administrator of the index (collectively, "Bloomberg") and have been licensed for use for certain purposes by T. Rowe Price. Bloomberg is not affiliated with T. Rowe Price, and Bloomberg does not approve, endorse, review, or recommend its products. Bloomberg does not guarantee the timeliness, accurateness, or completeness of any data or information relating to its products.

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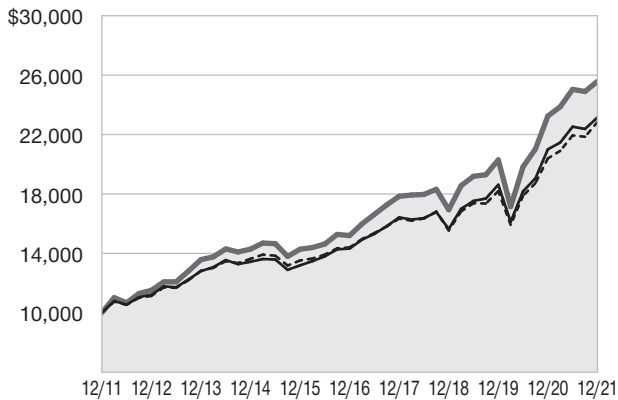
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GROWTH OF \$10,000

This chart shows the value of a hypothetical \$10,000 investment in the portfolio over the past 10 fiscal year periods or since inception (for portfolios lacking 10-year records). The result is compared with benchmarks, which include a broad-based market index and may also include a peer group average or index. Market indexes do not include expenses, which are deducted from portfolio returns as well as mutual fund averages and indexes.

MODERATE ALLOCATION PORTFOLIO



As of 12/31/21

— Moderate Allocation Portfolio	\$25,583
- - - Morningstar Moderate Target Risk Index	23,146
- - - Lipper Variable Annuity Underlying Mixed-Asset Target Allocation Moderate Funds Average	22,836

AVERAGE ANNUAL COMPOUND TOTAL RETURN

Periods Ended 12/31/21	1 Year	5 Years	10 Years
Moderate Allocation Portfolio	10.06%	10.98%	9.85%

The fund's performance information represents only past performance and is not necessarily an indication of future results. Current performance may be lower or higher than the performance data cited. Share price, principal value, and return will vary, and you may have a gain or loss when you sell your shares. For the most recent month-end performance, please contact a T. Rowe Price representative at 1-800-469-6587 (financial advisors, or customers who have an advisor, should call 1-800-638-8790). Total returns do not include charges imposed by your insurance company's separate account. If these had been included, performance would have been lower.

This table shows how the portfolio would have performed each year if its actual (or cumulative) returns for the periods shown had been earned at a constant rate. Average annual total return figures include changes in principal value, reinvested dividends, and capital gain distributions. When assessing performance, investors should consider both short- and long-term returns.

FUND EXPENSE EXAMPLE

As a mutual fund shareholder, you may incur two types of costs: (1) transaction costs, such as redemption fees or sales loads, and (2) ongoing costs, including management fees, distribution and service (12b-1) fees, and other fund expenses. The following example is intended to help you understand your ongoing costs (in dollars) of investing in 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 most recent six-month period and held for the entire period.

Actual Expenses

The first line of the following table (Actual) provides information about actual account values and actual expenses. You may use the information on this line, together with your account balance, 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 on the first line under the heading "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The information on the second line of the table (Hypothetical) is based on hypothetical account values and expenses derived from the fund's actual expense ratio and an assumed 5% per year rate of return before expenses (not the fund's actual return). You may compare the ongoing costs of investing in the fund with other funds by contrasting this 5% hypothetical example and the 5% hypothetical examples that appear in the shareholder reports of the other funds. 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 should also be aware that the expenses shown in the table highlight only your ongoing costs and do not reflect any transaction costs, such as redemption fees or sales loads. Therefore, 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. To the extent a fund charges transaction costs, however, the total cost of owning that fund is higher.

MODERATE ALLOCATION PORTFOLIO

	Beginning Account Value 7/1/21	Ending Account Value 12/31/21	Expenses Paid During Period* 7/1/21 to 12/31/21
Actual	\$1,000.00	\$1,021.60	\$3.62
Hypothetical (assumes 5% return before expenses)	1,000.00	1,021.63	3.62

*Expenses are equal to the fund's annualized expense ratio for the 6-month period (0.71%), multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal half year (184), and divided by the days in the year (365) to reflect the half-year period.

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

	Year Ended				
	12/31/21	12/31/20	12/31/19	12/31/18	12/31/17
NET ASSET VALUE					
Beginning of period	\$ 22.92	\$ 20.96	\$ 18.31	\$ 21.09	\$ 19.17
Investment activities					
Net investment income ⁽¹⁾⁽²⁾	0.24	0.28	0.38	0.39	0.30
Net realized and unrealized gain/loss	2.02	2.72	3.22	(1.44)	3.02
Total from investment activities	2.26	3.00	3.60	(1.05)	3.32
Distributions					
Net investment income	(0.24)	(0.29)	(0.40)	(0.38)	(0.32)
Net realized gain	(2.31)	(0.75)	(0.55)	(1.35)	(1.08)
Total distributions	(2.55)	(1.04)	(0.95)	(1.73)	(1.40)
NET ASSET VALUE					
End of period	\$ 22.63	\$ 22.92	\$ 20.96	\$ 18.31	\$ 21.09
Ratios/Supplemental Data					
Total return⁽²⁾⁽³⁾	10.06%	14.54%	19.80%	(5.08)%	17.41%
Ratios to average net assets: ⁽²⁾					
Gross expenses before waivers/payments by Price Associates ⁽⁴⁾	0.90%	0.90%	0.90%	0.88%	0.90%
Net expenses after waivers/payments by Price Associates	0.71%	0.72%	0.72%	0.76%	0.78%
Net investment income	1.00%	1.32%	1.88%	1.84%	1.43%
Portfolio turnover rate	82.3%	65.5%	91.2%	77.0%	61.8%
Net assets, end of period (in thousands)	\$ 209,296	\$ 200,870	\$ 184,645	\$ 166,744	\$ 184,401

⁽¹⁾ Per share amounts calculated using average shares outstanding method.⁽²⁾ See Note 7 for details of expense-related arrangements with Price Associates.⁽³⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable.⁽⁴⁾ See Note 7. Prior to 12/31/19, the gross expense ratios presented are net of a management fee waiver in effect during the period, as applicable.

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

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

December 31, 2021

PORTFOLIO OF INVESTMENTS†

Shares/Par \$ Value

Shares/Par \$ Value

(Cost and value in \$000s)

(Cost and value in \$000s)

ASSET-BACKED SECURITIES 1.4%

AmeriCredit Automobile Receivables Trust		
Series 2020-3, Class D		
1.49%, 9/18/26	20,000	20
AmeriCredit Automobile Receivables Trust		
Series 2021-1, Class D		
1.21%, 12/18/26	30,000	30
Applebee's Funding		
Series 2019-1A, Class A2I		
4.194%, 6/5/49 (1)	118,800	120
Benefit Street Partners XX		
Series 2020-20A, Class AR, CLO, FRN		
3M USD LIBOR + 1.17%, 1.313%, 7/15/34 (1)	250,000	250
Benefit Street Partners XXV		
Series 2021-25A, Class B, CLO, FRN		
3M USD LIBOR + 1.70%, 1.943%, 1/15/35 (1)	255,000	255
BlueMountain		
Series 2015-2A, Class A1R, CLO, FRN		
3M USD LIBOR + 0.93%, 1.052%, 7/18/27 (1)	114,307	114
Carmax Auto Owner Trust		
Series 2021-1, Class D		
1.28%, 7/15/27	90,000	89
CBAM		
Series 2019-9A, Class A, CLO, FRN		
3M USD LIBOR + 1.28%, 1.404%, 2/12/30 (1)	250,000	250
CIFC Funding		
Series 2020-1A, Class A1R, CLO, FRN		
3M USD LIBOR + 1.15%, 1.274%, 7/15/36 (1)	250,000	250
DB Master Finance		
Series 2021-1A, Class A2I		
2.045%, 11/20/51 (1)	50,000	49
Driven Brands Funding		
Series 2020-2A, Class A2		
3.237%, 1/20/51 (1)	64,513	66
Ford Credit Auto Owner Trust		
Series 2018-1, Class C		
3.49%, 7/15/31 (1)	100,000	105
GM Financial Automobile Leasing Trust		
Series 2020-3, Class C		
1.11%, 10/21/24	25,000	25
Hardee's Funding		
Series 2018-1A, Class A2II		
4.959%, 6/20/48 (1)	53,213	56
Jack in the Box Funding		
Series 2019-1A, Class A2I		
3.982%, 8/25/49 (1)	64,513	65
Kings Park		
Series 2021-1A, Class A, CLO, FRN		
3M USD LIBOR + 1.13%, 1.478%, 1/21/35 (1)	250,000	250

Neuberger Berman Loan Advisers		
Series 2019-32A, Class AR, CLO, FRN		
3M USD LIBOR + 0.99%, 1.114%, 1/20/32 (1)	250,000	250
New Economy Assets Phase 1		
Sponsor		
Series 2021-1, Class A1		
1.91%, 10/20/61 (1)	110,000	108
Santander Retail Auto Lease Trust		
Series 2019-B, Class C		
2.77%, 8/21/23 (1)	30,000	30
Santander Retail Auto Lease Trust		
Series 2019-B, Class D		
3.31%, 6/20/24 (1)	100,000	101
Santander Retail Auto Lease Trust		
Series 2021-A, Class D		
1.38%, 3/22/27 (1)	50,000	49
Sierra Timeshare Receivables Funding		
Series 2019-1A, Class A		
3.20%, 1/20/36 (1)	26,764	27
Sierra Timeshare Receivables Funding		
Series 2020-2A, Class A		
1.33%, 7/20/37 (1)	50,497	50
Sierra Timeshare Receivables Funding		
Series 2021-1A, Class B		
1.34%, 11/20/37 (1)	64,017	63
SMB Private Education Loan Trust		
Series 2015-B, Class A2A		
2.98%, 7/15/27 (1)	4,544	5
SMB Private Education Loan Trust		
Series 2018-A, Class A2A		
3.50%, 2/15/36 (1)	72,752	75
SMB Private Education Loan Trust		
Series 2018-C, Class A2A		
3.63%, 11/15/35 (1)	66,544	69
SMB Private Education Loan Trust		
Series 2021-A, Class B		
2.31%, 1/15/53 (1)	100,000	99
Total Asset-Backed Securities (Cost \$2,909)		2,920

BOND MUTUAL FUNDS 15.6%

T. Rowe Price Inflation Protected Bond Fund - I Class, 6.30% (2)(3)	483	6
T. Rowe Price Institutional Emerging Markets Bond Fund, 4.37% (2)(3)	988,114	7,915
T. Rowe Price Institutional Floating Rate Fund - Institutional Class, 3.43% (2)(3)	135,025	1,316
T. Rowe Price Institutional High Yield Fund - Institutional Class, 4.37% (2)(3)	1,389,890	12,273
T. Rowe Price International Bond Fund - I Class, 1.82% (2)(3)	943,602	8,540
T. Rowe Price Limited Duration Inflation Focused Bond Fund - I Class, 5.77% (2)(3)	476,320	2,515
Total Bond Mutual Funds (Cost \$32,766)		32,565

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
COMMON STOCKS 52.6%					
COMMUNICATION SERVICES 6.2%					
Diversified Telecommunication Services 0.3%					
KT (KRW) (4)	2,715	70	Sumitomo Rubber Industries (JPY) (5)	3,800	39
Nippon Telegraph & Telephone (JPY)	16,200	443			659
Telecom Italia (EUR)	116,777	55			
		568	Automobiles 1.1%		
Entertainment 1.0%			General Motors (4)	4,100	240
Cinemark Holdings (4)	1,128	18	Honda Motor (JPY)	2,200	63
Netflix (4)	1,012	610	Rivian Automotive, Acquisition Date: 12/23/19 - 7/23/21, Cost \$237 (4)(6)	6,857	676
Roku (4)	129	29	Rivian Automotive, Class A (4)	1,378	143
Sea, ADR (4)	2,390	535	Suzuki Motor (JPY)	2,700	104
Spotify Technology (4)	440	103	Tesla (4)	670	708
Walt Disney (4)	4,896	758	Toyota Motor (JPY)	21,500	397
Zynga, Class A (4)	3,703	24			2,331
		2,077	Diversified Consumer Services 0.1%		
Interactive Media & Services 4.3%			Bright Horizons Family Solutions (4)	389	49
Alphabet, Class A (4)	147	426	Clear Secure, Class A (4)	2,358	74
Alphabet, Class C (4)	1,860	5,382	Rover Group, Acquisition Date: 5/11/18 - 10/14/21, Cost \$7 (4)(6)	937	9
Bumble, Class A (4)	160	5	Rover Group, Acquisition Date: 8/2/21, Cost \$— (4)(6)	823	—
Meta Platforms, Class A (4)	6,642	2,234			132
NAVER (KRW)	451	143	Hotels, Restaurants & Leisure 1.3%		
Pinterest, Class A (4)	3,486	127	BJ's Restaurants (4)	1,099	38
Snap, Class A (4)	8,934	420	Booking Holdings (4)	158	379
Tencent Holdings (HKD)	3,900	228	Chipotle Mexican Grill (4)	137	240
Z Holdings (JPY)	18,300	106	Chuy's Holdings (4)	917	28
		9,071	Compass Group (GBP) (4)	9,644	217
Media 0.4%			Denny's (4)	1,336	21
Advantage Solutions (4)	1,001	8	Drive Shack (4)	2,358	3
Advantage Solutions, Warrants, 12/31/26 (4)	299	1	Dutch Bros, Class A (4)	336	17
Cable One	60	106	Fiesta Restaurant Group (4)	2,060	23
Charter Communications, Class A (4)	240	156	Hilton Worldwide Holdings (4)	3,086	481
Comcast, Class A	1,800	91	Marriott International, Class A (4)	2,114	349
CyberAgent (JPY)	10,800	180	Papa John's International	877	117
Stroer (EUR)	1,027	81	Red Robin Gourmet Burgers (4)	663	11
WPP (GBP)	13,265	202	Red Rock Resorts, Class A	240	13
		825	Ruth's Hospitality Group (4)	906	18
Wireless Telecommunication Services 0.2%			Starbucks	1,511	177
SoftBank Group (JPY)	1,700	81	Sweetgreen, Class A (4)	269	9
T-Mobile U.S. (4)	2,309	268	Yum! Brands	4,299	597
Vodafone Group, ADR	10,437	156			2,738
		505	Household Durables 0.3%		
Total Communication Services			Cavco Industries (4)	104	33
		13,046	Panasonic (JPY)	12,100	133
CONSUMER DISCRETIONARY 6.7%			Persimmon (GBP)	3,806	147
Auto Components 0.3%			Skyline Champion (4)	848	67
Autoliv, SDR (SEK) (5)	1,100	114	Sony Group (JPY)	2,000	253
Denso (JPY)	1,700	141			633
Genther (4)	401	35	Internet & Direct Marketing Retail 1.9%		
Magna International	2,961	239	1stdibs.com (4)	193	2
Stanley Electric (JPY)	3,200	80	Alibaba Group Holding, ADR (4)	308	37
Stoneridge (4)	545	11	Amazon.com (4)	987	3,291
			ASOS (GBP) (4)	3,517	114
			Big Sky Growth Partners (4)	1,141	11
			Coupang (4)	977	29
			Deliveroo (GBP) (4)	11,000	31

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
Delivery Hero (EUR) (4)	390	43	Food & Staples Retailing 0.3%		
DoorDash, Class A (4)	1,440	215	Seven & i Holdings (JPY)	4,800	211
Grab Holdings, Class A (4)	972	7	Walmart	2,566	371
Grab Holdings, Class A, Warrants, 12/1/26 (4)	194	—	Welcia Holdings (JPY)	2,100	66
Grab Holdings Limited, Acquisition Date: 4/13/21, Cost \$11 (4)(6)	1,156	8			648
RealReal (4)	1,332	16	Food Products 0.8%		
Rent the Runway, Class A (4)	358	3	Barry Callebaut (CHF)	46	112
THG (GBP) (4)	6,111	19	Cal-Maine Foods	886	33
ThredUp, Class A (4)	622	8	Mondelez International, Class A	3,600	239
Xometry, Class A (4)	723	37	Nestle (CHF)	6,470	903
Zalando (EUR) (4)	1,812	146	Nomad Foods (4)	1,600	40
		4,017	Post Holdings (4)	525	59
Multiline Retail 0.3%			Post Holdings Partnering (4)	724	8
Dollar General	1,927	454	TreeHouse Foods (4)	1,063	43
Next (GBP)	1,423	157	Utz Brands	1,869	30
Ollie's Bargain Outlet Holdings (4)	1,319	68	Wilmar International (SGD)	46,300	142
		679			1,609
Specialty Retail 0.8%			Household Products 0.1%		
Burlington Stores (4)	401	117	Kimberly-Clark	770	110
Carvana (4)	1,395	323			110
Five Below (4)	86	18	Personal Products 0.4%		
Home Depot	833	346	BellRing Brands, Class A (4)	659	19
Kingfisher (GBP)	51,069	235	L'Oreal (EUR)	607	289
Monro	972	57	Pola Orbis Holdings (JPY)	1,300	22
Petco Health & Wellness (4)	699	14	Unilever (GBP)	8,883	476
RH (4)	35	19			806
Ross Stores	2,848	325	Total Consumer Staples		4,108
TJX	2,726	207	ENERGY 0.5%		
Warby Parker, Class A (4)	1,667	77	Energy Equipment & Services 0.1%		
		1,738	Cactus, Class A	490	19
Textiles, Apparel & Luxury Goods 0.6%			Halliburton	1,726	40
Allbirds, Acquisition Date: 10/9/18 - 12/21/18, Cost \$13 (4)(6)	1,225	17	Liberty Oilfield Services, Class A (4)	2,920	28
Allbirds, Class A (4)	83	1	NexTier Oilfield Solutions (4)	4,576	16
Capri Holdings (4)	904	59	Worley (AUD)	14,511	112
Dr. Martens (GBP) (4)	14,459	84			215
EssilorLuxottica (EUR)	859	183	Oil, Gas & Consumable Fuels 0.4%		
Kering (EUR)	178	143	Devon Energy	1,288	57
Lululemon Athletica (4)	643	252	Diamondback Energy	756	82
Moncler (EUR)	2,338	169	Equinor (NOK)	10,429	276
NIKE, Class B	1,628	271	Magnolia Oil & Gas, Class A	3,509	66
Samsonite International (HKD) (4)	26,400	54	Royal Dutch Shell, Class B, ADR	2,410	104
Skechers USA, Class A (4)	880	38	TotalEnergies (EUR)	5,340	272
		1,271	Venture Global LNG, Series B, Acquisition Date: 3/8/18, Cost \$3 (4) (6)(7)	1	6
Total Consumer Discretionary		14,198	Venture Global LNG, Series C, Acquisition Date: 5/25/17 - 3/8/18, Cost \$18 (4)(6)(7)	5	30
CONSUMER STAPLES 2.0%					893
Beverages 0.4%			Total Energy		1,108
Boston Beer, Class A (4)	225	113	FINANCIALS 6.8%		
Coca-Cola	4,200	249	Banks 2.3%		
Diageo (GBP)	4,514	247	Atlantic Capital Bancshares (4)	639	18
Keurig Dr Pepper	6,840	252			
Kirin Holdings (JPY) (5)	4,600	74			
		935			

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value
(Cost and value in \$000s)		
Australia & New Zealand Banking Group (AUD)	6,030	121
Bank of America	23,983	1,067
BankUnited	1,791	76
BNP Paribas (EUR)	2,542	176
Close Brothers Group (GBP)	2,528	48
CrossFirst Bankshares (4)	1,208	19
DBS Group Holdings (SGD)	4,275	104
Dime Community Bancshares	864	30
DNB Bank (NOK)	12,824	293
Dogwood State Bank, Non-Voting Shares, Acquisition Date: 5/6/19, Cost \$3 (4)(6)(7)	307	4
Dogwood State Bank, Voting Shares, Acquisition Date: 5/6/19, Cost \$2 (4)(6)(7)	151	2
Dogwood State Bank, Warrants, 5/6/24, Acquisition Date: 5/6/19, Cost \$— (4)(6)(7)	46	—
East West Bancorp	825	65
Equity Bancshares, Class A	639	22
Erste Group Bank (EUR)	2,924	137
FB Financial	974	43
First Bancshares	762	30
Five Star Bancorp	446	13
Grasshopper Bancorp, Acquisition Date: 10/12/18 - 5/2/19, Cost \$5 (4)(6)(7)	528	2
Grasshopper Bancorp, Warrants, 10/12/28, Acquisition Date: 10/12/18, Cost \$— (4)(6)(7)	104	—
Heritage Commerce	2,457	29
Heritage Financial	623	15
Home BancShares	1,842	45
ING Groep (EUR)	20,416	284
Intesa Sanpaolo (EUR)	33,406	86
Live Oak Bancshares	880	77
Lloyds Banking Group (GBP)	215,695	140
Mitsubishi UFJ Financial Group (JPY)	20,100	109
National Bank of Canada (CAD) (5)	3,410	260
Origin Bancorp	808	35
Pacific Premier Bancorp	1,066	43
Pinnacle Financial Partners	875	84
PNC Financial Services Group	690	138
Popular	431	35
Professional Holding, Class A (4)	473	9
Sandy Spring Bancorp	763	37
Seacoast Banking	1,270	45
Signature Bank	367	119
SouthState	539	43
Standard Chartered (GBP)	9,048	55
Sumitomo Mitsui Trust Holdings (JPY)	2,435	81
Svenska Handelsbanken, Class A (SEK)	14,008	151
United Overseas Bank (SGD)	9,100	182
Webster Financial	751	42
Wells Fargo	8,102	389
Western Alliance Bancorp	1,004	108
		4,911

(Cost and value in \$000s)

Capital Markets 1.4%

Bluescape Opportunities Acquisition (4)	1,586	16
Bridgepoint Group (GBP) (4)	12,403	84
Cboe Global Markets	662	86
Charles Schwab	10,857	913
Goldman Sachs Group	1,065	407
Julius Baer Group (CHF)	2,437	163
Macquarie Group (AUD)	1,079	161
Morgan Stanley	4,437	436
MSCI	66	41
P10, Class A (4)	1,058	15
S&P Global	484	228
State Street	3,996	372
StepStone Group, Class A	1,172	49
XP, Class A (4)	2,168	62
		3,033

Consumer Finance 0.0%

Encore Capital Group (4)	450	28
PRA Group (4)	680	34
PROG Holdings (4)	963	44
		106

Diversified Financial Services 0.3%

Challenger (AUD)	11,630	55
Conyers Park III Acquisition (4)	1,070	11
Element Fleet Management (CAD)	15,308	156
Equitable Holdings	7,939	260
Mitsubishi HC Capital (JPY)	11,100	55
		537

Insurance 2.7%

AIA Group (HKD)	7,200	73
American International Group	19,597	1,114
Assurant	497	77
Aviva (GBP)	20,557	115
AXA (EUR)	12,557	374
Axis Capital Holdings	1,104	60
Chubb	3,932	760
Definity Financial (CAD) (4)	1,217	28
Direct Line Insurance Group (GBP)	21,100	80
Hanover Insurance Group	365	48
Hartford Financial Services Group	6,948	480
Marsh & McLennan	1,039	181
MetLife	2,333	146
Munich Re (EUR)	1,287	380
PICC Property & Casualty, Class H (HKD)	112,000	92
Ping An Insurance Group, Class H (HKD)	8,500	61
Sampo, Class A (EUR)	4,904	245
Selective Insurance Group	1,026	84
Storebrand (NOK)	17,676	177
Sun Life Financial (CAD)	4,968	276
Tokio Marine Holdings (JPY)	3,800	211
Travelers	2,301	360
Zurich Insurance Group (CHF)	467	205
		5,627

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
Thriffs & Mortgage Finance 0.1%			Health Care Equipment & Supplies 1.4%		
Blue Foundry Bancorp (4)	590	9	Abbott Laboratories	578	81
Capitol Federal Financial	1,358	15	Alcon (CHF)	864	76
Essent Group	944	43	Align Technology (4)	90	59
Housing Development Finance (INR)	3,268	113	AtriCure (4)	513	36
PennyMac Financial Services	976	68	Becton Dickinson & Company	1,073	270
		248	CVRx (4)	253	3
Total Financials		14,462	Elekta, Class B (SEK)	8,158	103
HEALTH CARE 7.7%			ICU Medical (4)	242	57
Biotechnology 0.7%			Inari Medical (4)	400	36
AbbVie	4,654	630	Intuitive Surgical (4)	1,524	548
Abcam, ADR (4)	549	13	Koninklijke Philips (EUR)	5,662	210
ACADIA Pharmaceuticals (4)	253	6	Medtronic	5,412	560
Agios Pharmaceuticals (4)	419	14	Nevro (4)	255	21
Apellis Pharmaceuticals (4)	567	27	NuVasive (4)	340	18
Arcutis Biotherapeutics (4)	133	3	Outset Medical (4)	240	11
Argenx, ADR (4)	271	95	Pax Labs, Class A, Acquisition Date:		
Ascendis Pharma, ADR (4)	430	58	4/18/19, Cost \$15 (4)(6)(7)	3,864	4
Avidity Biosciences (4)	477	11	Penumbra (4)	114	33
Blueprint Medicines (4)	426	46	PROCEPT BioRobotics (4)	97	2
Cerevel Therapeutics Holdings (4)	569	18	Quidel (4)	438	59
CRISPR Therapeutics (4)	79	6	Siemens Healthineers (EUR)	3,192	238
Flame Biosciences, Acquisition Date:			STERIS	320	78
9/28/20, Cost \$2 (4)(6)(7)	372	2	Stryker	1,012	271
G1 Therapeutics (4)	308	3	Teleflex	230	75
Generation Bio (4)	913	6			2,849
Global Blood Therapeutics (4)	703	21	Health Care Providers & Services 1.9%		
Homology Medicines (4)	459	2	Accolade (4)	330	9
Icosavax (4)	428	10	Alignment Healthcare (4)	1,556	22
IGM Biosciences (4)	206	6	Amedisys (4)	270	44
Insmed (4)	1,798	49	Anthem	1,255	582
Intellia Therapeutics (4)	224	26	Centene (4)	6,243	514
Iovance Biotherapeutics (4)	190	4	Cigna	675	155
Karuna Therapeutics (4)	95	12	dentalcorp Holdings (CAD) (4)(5)	1,198	15
Kodiak Sciences (4)	612	52	Fresenius (EUR)	3,997	161
Kymera Therapeutics (4)	191	12	Hanger (4)	1,667	30
MeiraGTx Holdings (4)	260	6	HCA Healthcare	3,068	788
Monte Rosa Therapeutics (4)	286	6	Humana	243	113
Morphic Holding (4)	39	2	ModivCare (4)	275	41
Nkarta (4)	420	6	Molina Healthcare (4)	446	142
Nurix Therapeutics (4)	180	5	Option Care Health (4)	1,237	35
Prothena (4)	839	41	Pennant Group (4)	564	13
PTC Therapeutics (4)	130	5	Privia Health Group (4)	483	12
Radius Health (4)	671	5	Surgery Partners (4)	572	31
RAPT Therapeutics (4)	452	17	U.S. Physical Therapy	319	30
Relay Therapeutics (4)	126	4	UnitedHealth Group	2,292	1,151
Repare Therapeutics (4)	370	8			3,888
Replimune Group (4)	210	6	Health Care Technology 0.1%		
Scholar Rock Holding (4)	707	18	Certara (4)	245	7
Seagen (4)	184	28	Definitive Healthcare (4)	224	6
Tenaya Therapeutics (4)	111	2	Doximity, Class A (4)	169	9
Turning Point Therapeutics (4)	321	15	Sophia Genetics (4)	431	6
Ultragenyx Pharmaceutical (4)	650	55	Veeva Systems, Class A (4)	360	92
Xencor (4)	652	26			120
Zentalis Pharmaceuticals (4)	226	19			
		1,406			

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
Life Sciences Tools & Services 1.6%					
Adaptive Biotechnologies (4)	295	8	Brink's	446	29
Agilent Technologies	2,604	416	Cintas	90	40
Bruker	1,104	93	Copart (4)	587	89
Danaher	4,338	1,427	Heritage-Crystal Clean (4)	665	21
Evotec (EUR) (4)	2,032	98	MSA Safety	214	33
Olink Holding, ADR (4)	790	14	Rentokil Initial (GBP)	6,204	49
PerkinElmer	1,220	245	Republic Services	3,243	452
Quanterix (4)	159	7	Stericycle (4)	570	34
Rapid Micro Biosystems, Class A (4)	620	7	Tetra Tech	181	31
Seer (4)	418	10			811
Thermo Fisher Scientific	1,418	946	Electrical Equipment 0.6%		
		3,271	ABB (CHF)	6,947	265
Pharmaceuticals 2.0%			AZZ	1,128	63
Arvinas (4)	170	14	Hubbell	1,312	273
Astellas Pharma (JPY)	19,600	319	Legrand (EUR)	1,211	142
AstraZeneca, ADR	16,500	961	Mitsubishi Electric (JPY)	17,500	222
Bayer (EUR)	3,663	196	Prysmian (EUR)	4,601	173
Catalent (4)	827	106	Shoals Technologies Group, Class A (4)	957	23
Elanco Animal Health (4)	4,308	122	Thermon Group Holdings (4)	580	10
Eli Lilly	1,949	538			1,171
GlaxoSmithKline, ADR	4,097	181	Industrial Conglomerates 1.3%		
Ipsen (EUR)	808	74	DCC (GBP)	1,421	116
Johnson & Johnson	90	15	General Electric	11,654	1,101
Merck	300	23	Honeywell International	840	175
Novartis (CHF)	4,297	378	Melrose Industries (GBP)	74,965	163
Otsuka Holdings (JPY)	3,300	120	Roper Technologies	312	154
Reata Pharmaceuticals, Class A (4)	195	5	Siemens (EUR)	5,669	982
Roche Holding (CHF)	1,281	531			2,691
Sanofi (EUR)	4,063	408	Machinery 0.7%		
Zoetis	903	220	Deere	420	144
		4,211	Enerpac Tool Group	1,996	40
Total Health Care		15,745	ESCO Technologies	600	54
INDUSTRIALS & BUSINESS SERVICES 5.0%			Federal Signal	851	37
Aerospace & Defense 0.1%			Fortive	2,895	221
Cadre Holdings (4)	372	9	Graco	683	55
Meggitt (GBP) (4)	9,474	95	Helios Technologies	542	57
Parsons (4)	358	12	Ingersoll Rand	1,577	98
Safran (EUR)	1,077	132	John Bean Technologies	544	84
		248	KION Group (EUR)	2,023	221
Air Freight & Logistics 0.1%			Knorr-Bremse (EUR)	745	74
United Parcel Service, Class B	1,346	289	Marel (ISK)	1,902	13
		289	Meritor (4)	1,512	37
Airlines 0.0%			Mueller Water Products, Class A	2,605	37
Sun Country Airlines Holdings (4)	364	10	SMC (JPY)	100	68
		10	SPX (4)	845	50
Building Products 0.0%			THK (JPY)	2,400	58
CSW Industrials	144	18	Toro	378	38
Gibraltar Industries (4)	828	55			1,386
PGT Innovations (4)	507	11	Marine 0.0%		
		84	Matson	543	49
Commercial Services & Supplies 0.4%					49
ADT	3,951	33	Professional Services 0.5%		
			Booz Allen Hamilton Holding	533	45
			Checkr, Acquisition Date: 6/29/18 - 12/2/19, Cost \$4 (4)(6)(7)	198	11

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
Clarivate (4)	3,124	73	IT Services 1.8%		
CoStar Group (4)	31	2	Accenture, Class A	710	294
Equifax	149	44	Affirm Holdings (4)	1,004	101
Huron Consulting Group (4)	323	16	Amadeus IT Group, Class A (EUR) (4)	1,439	97
Jacobs Engineering Group	1,279	178	ANT International, Class C, Acquisition Date: 6/7/18, Cost \$61 (4)(6)(7)	16,076	59
Legalzoom.com (4)	852	14	Block, Class A (4)	1,187	192
Recruit Holdings (JPY)	3,700	225	Cognizant Technology Solutions, Class A	450	40
TechnoPro Holdings (JPY)	5,300	161	Euronet Worldwide (4)	320	38
Teleperformance (EUR)	318	142	Fiserv (4)	1,436	149
TransUnion	462	55	Kratos Defense & Security Solutions (4)	1,098	21
Upwork (4)	1,429	49	Mastercard, Class A	1,925	692
		1,015	MongoDB (4)	423	224
Road & Rail 0.9%			NTT Data (JPY)	14,700	315
Central Japan Railway (JPY)	800	106	Payoneer Global (4)	3,610	27
CSX	13,177	495	PayPal Holdings (4)	1,735	327
Knight-Swift Transportation Holdings	722	44	Repay Holdings (4)	927	17
Landstar System	188	34	ServiceTitan, Acquisition Date: 11/9/18 - 5/4/21, Cost \$1 (4)(6)(7)	26	3
Norfolk Southern	2,148	639	Shopify, Class A (4)	159	219
Saia (4)	180	61	Snowflake, Class A (4)	196	67
Union Pacific	1,626	410	Themis Solutions, Acquisition Date: 4/14/21, Cost \$3 (4)(6)(7)	110	3
		1,789	Toast, Class A (4)	292	10
Trading Companies & Distributors 0.4%			Toast, Class B, Acquisition Date: 6/27/18 - 2/14/20, Cost \$13 (4)(6)	3,434	113
Air Lease	660	29	Twilio, Class A (4)	176	46
Ashtead Group (GBP)	2,947	237	Visa, Class A	3,593	779
Bunzl (GBP)	2,372	93			3,833
Mitsubishi (JPY)	3,800	121	Semiconductors & Semiconductor Equipment 3.3%		
Rush Enterprises, Class A	632	35	Advanced Micro Devices (4)	2,902	418
SiteOne Landscape Supply (4)	502	122	Analog Devices	1,145	201
Sumitomo (JPY)	8,500	126	Applied Materials	2,335	367
United Rentals (4)	445	148	ASML Holding (EUR)	591	473
		911	ASML Holding	643	512
Total Industrials & Business Services		10,454	Broadcom	1,593	1,060
INFORMATION			Entegris	921	128
TECHNOLOGY 12.0%			KLA	675	290
Communications Equipment 0.2%			Lam Research	190	137
Infinera (4)	480	4	Lattice Semiconductor (4)	1,976	152
LM Ericsson, Class B (SEK)	21,234	234	Marvell Technology	1,878	164
Motorola Solutions	630	171	Monolithic Power Systems	223	110
		409	NVIDIA	3,708	1,091
Electronic Equipment, Instruments & Components 0.5%			NXP Semiconductors	1,255	286
CTS	1,228	45	QUALCOMM	1,737	318
Hamamatsu Photonics (JPY)	2,100	134	Renesas Electronics (JPY) (4)	6,900	86
Largan Precision (TWD)	1,000	89	Semtech (4)	261	23
Littelfuse	194	61	Taiwan Semiconductor Manufacturing (TWD)	27,219	602
Murata Manufacturing (JPY)	2,200	175	Taiwan Semiconductor Manufacturing, ADR	922	111
National Instruments	702	31	Texas Instruments	803	151
Novanta (4)	631	111	Tokyo Electron (JPY)	400	230
Omron (JPY)	1,200	120			6,910
PAR Technology (4)	986	52			
TE Connectivity	375	60			
Teledyne Technologies (4)	228	100			
		978			

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
Software 4.8%					
Atlassian, Class A (4)	397	151	Johnson Matthey (GBP)	4,663	130
Bill.com Holdings (4)	446	111	Linde	1,880	651
Canva, Acquisition Date: 8/16/21 -			Minerals Technologies	537	39
12/17/21, Cost \$34 (4)(6)(7)	20	34	Quaker Chemical	186	43
Ceridian HCM Holding (4)	731	76	Sherwin-Williams	1,547	545
Clearwater Analytics Holdings, Class			Tosoh (JPY)	1,300	19
A (4)	476	11	Umicore (EUR)	2,260	92
Coupa Software (4)	479	76			2,751
CrowdStrike Holdings, Class A (4)	146	30	Construction Materials 0.2%		
Datadog, Class A (4)	510	91	Martin Marietta Materials	462	203
Descartes Systems Group (4)	1,237	102	Vulcan Materials	543	113
DocuSign (4)	666	101			316
DoubleVerify Holdings (4)	923	31	Containers & Packaging 0.3%		
Five9 (4)	300	41	Amcor, CDI (AUD)	8,092	97
ForgeRock, Class A (4)	211	6	Avery Dennison	114	25
Fortinet (4)	606	218	Packaging Corp. of America	826	112
Gusto, Acquisition Date: 10/4/21,			Ranpak Holdings (4)	421	16
Cost \$11 (4)(6)(7)	364	10	Westrock	9,036	401
HashiCorp, Class A (4)	256	23			651
Intuit	1,067	686	Metals & Mining 0.5%		
Manhattan Associates (4)	205	32	Antofagasta (GBP)	8,226	150
Microsoft	16,863	5,671	BHP Group (AUD)	2,221	67
nCino (4)	578	32	BHP Group (GBP)	6,107	182
Paycom Software (4)	163	68	BHP Group, ADR	2,439	147
Paycor HCM (4)	559	16	Constellium (4)	3,142	56
Plex Systems, EC, Acquisition Date:			ERO Copper (CAD) (4)	2,344	36
9/7/21, Cost \$— (4)(6)(7)	51	—	Franco-Nevada (CAD)	159	22
Plex Systems, EC, Acquisition Date:			Haynes International	564	23
9/7/21, Cost \$— (4)(6)(7)	357	—	IGO (AUD)	32,653	273
salesforce.com (4)	2,798	711	Northern Star Resources (AUD)	4,679	32
SAP (EUR)	1,690	238	Rio Tinto (AUD)	782	57
ServiceNow (4)	1,187	771	South32 (AUD)	36,956	108
Socure, Acquisition Date: 12/22/21,					1,153
Cost \$2 (4)(6)(7)	117	2	Paper & Forest Products 0.1%		
SS&C Technologies Holdings	1,141	94	Stora Enso, Class R (EUR)	8,556	157
Synopsys (4)	936	345	West Fraser Timber (CAD)	362	35
Workiva (4)	360	47			192
Zoom Video Communications, Class			Total Materials		5,063
A (4)	789	145	MISCELLANEOUS 0.0%		
		9,970	Miscellaneous 0.0%		
Technology Hardware, Storage &			KKR Acquisition Holdings I (4)	1,816	18
Peripherals 1.4%			Total Miscellaneous		18
Apple	14,695	2,609	REAL ESTATE 1.5%		
Samsung Electronics (KRW)	5,705	375	Equity Real Estate Investment		
		2,984	Trusts 1.3%		
Total Information Technology		25,084	Alexandria Real Estate Equities, REIT	775	173
MATERIALS 2.4%			American Campus Communities, REIT	1,013	58
Chemicals 1.3%			Camden Property Trust, REIT	1,857	332
Air Liquide (EUR)	1,021	178	Community Healthcare Trust, REIT	467	22
Air Products & Chemicals	506	154	CubeSmart, REIT	1,090	62
Akzo Nobel (EUR)	1,543	169	EastGroup Properties, REIT	589	134
Asahi Kasei (JPY)	12,900	122	Equity LifeStyle Properties, REIT	2,502	219
BASF (EUR)	2,095	147	First Industrial Realty Trust, REIT	511	34
Covestro (EUR)	1,901	117	Flagship Communities REIT, REIT (5)	440	8
Element Solutions	4,348	106			
International Flavors & Fragrances	1,587	239			

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value
(Cost and value in \$000s)		
Great Portland Estates (GBP)	11,675	116
JBG SMITH Properties, REIT	1,324	38
Prologis, REIT	6,303	1,061
PS Business Parks, REIT	444	82
Rexford Industrial Realty, REIT	966	78
Scentre Group (AUD)	42,159	97
Welltower, REIT	1,185	102
Weyerhaeuser, REIT	2,467	102
		2,718
Real Estate Management & Development 0.2%		
Altus Group (CAD) (5)	230	13
FirstService	716	141
Mitsui Fudosan (JPY)	9,000	178
Opendoor Technologies, Class A (4)	2,920	43
Tricon Residential	894	13
		388
Total Real Estate		3,106
UTILITIES 1.8%		
Electric Utilities 0.9%		
Entergy	1,272	143
Eversource Energy	1,142	104
IDACORP	485	55
MGE Energy	224	19
NextEra Energy	6,674	623
PG&E (4)	14,159	172
Southern	7,311	501
Xcel Energy	4,588	311
		1,928
Gas Utilities 0.1%		
Beijing Enterprises Holdings (HKD)	13,500	47
Chesapeake Utilities	436	63
ONE Gas	804	62
Southwest Gas Holdings	939	66
		238
Independent Power & Renewable Electricity Producers 0.1%		
AES	3,536	86
Electric Power Development (JPY)	4,200	56
NextEra Energy Partners	470	39
		181
Multi-Utilities 0.6%		
CMS Energy	727	47
Dominion Energy	2,907	228
Engie (EUR)	17,483	259
National Grid (GBP)	12,818	185
NiSource	1,800	50
NorthWestern	290	17
Sempra Energy	3,803	503
		1,289
Water Utilities 0.1%		
California Water Service Group	510	37
Middlesex Water	289	35

	Shares/Par	\$ Value
(Cost and value in \$000s)		
SJW Group	541	39
		111
Total Utilities		3,747
Total Common Stocks (Cost \$56,643)		110,139
CONVERTIBLE PREFERRED STOCKS 0.3%		
CONSUMER DISCRETIONARY 0.1%		
Hotels, Restaurants & Leisure 0.1%		
Cava Group, Series E, Acquisition Date: 6/23/20 - 3/26/21, Cost \$19 (4) (6)(7)	754	44
Cava Group, Series F, Acquisition Date: 3/26/21, Cost \$12 (4)(6)(7)	335	20
		64
Internet & Direct Marketing Retail 0.0%		
1661, Series F, Acquisition Date: 5/28/21, Cost \$10 (4)(6)(7)	1,674	10
		10
Total Consumer Discretionary		74
CONSUMER STAPLES 0.1%		
Food Products 0.1%		
Farmers Business Network, Series D, Acquisition Date: 11/3/17, Cost \$13 (4)(6)(7)	733	45
Total Consumer Staples		45
HEALTH CARE 0.0%		
Biotechnology 0.0%		
Caris Life Sciences, Series C, Acquisition Date: 8/14/20, Cost \$5 (4) (6)(7)	1,752	14
Caris Life Sciences, Series D, Acquisition Date: 5/11/21, Cost \$7 (4) (6)(7)	895	7
		21
Health Care Equipment & Supplies 0.0%		
Kardium, Series D-6, Acquisition Date: 1/8/21, Cost \$5 (4)(6)(7)	5,305	5
		5
Health Care Providers & Services 0.0%		
Honor Technology, Series D, Acquisition Date: 10/16/20, Cost \$10 (4)(6)(7)	4,107	13
		13
Life Sciences Tools & Services 0.0%		
Inscripta, Series E, Acquisition Date: 3/30/21, Cost \$6 (4)(6)(7)	636	6
National Resilience, Series B, Acquisition Date: 10/23/20, Cost \$7 (4)(6)(7)	524	22

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
National Resilience, Series C, Acquisition Date: 6/9/21, Cost \$11 (4) (6)(7)	237	11	Nuro, Series C, Acquisition Date: 10/30/20 - 3/2/21, Cost \$12 (4)(6)(7)	921	19
		39	Nuro, Series D, Acquisition Date: 10/29/21, Cost \$5 (4)(6)(7)	242	5
Total Health Care		78	SecurityScorecard, Series E, Acquisition Date: 3/5/21, Cost \$5 (4) (6)(7)	344	5
INDUSTRIALS & BUSINESS SERVICES 0.0%			Seismic Software, Series E, Acquisition Date: 12/13/18, Cost \$7 (4)(6)(7)	1,115	16
Aerospace & Defense 0.0%			Seismic Software, Series F, Acquisition Date: 9/25/20, Cost \$1 (4)(6)(7)	85	2
ABL Space Systems, Series B, Acquisition Date: 3/24/21, Cost \$6 (4) (6)(7)	126	9	Socure, Series A, Acquisition Date: 12/22/21, Cost \$2 (4)(6)(7)	142	2
		9	Socure, Series A-1, Acquisition Date: 12/22/21, Cost \$2 (4)(6)(7)	117	2
Professional Services 0.0%			Socure, Series B, Acquisition Date: 12/22/21, Cost \$— (4)(6)(7)	2	—
Checkr, Series C, Acquisition Date: 4/10/18, Cost \$4 (4)(6)(7)	300	16	Socure, Series E, Acquisition Date: 10/27/21, Cost \$4 (4)(6)(7)	270	4
Checkr, Series D, Acquisition Date: 9/6/19, Cost \$12 (4)(6)(7)	400	22			125
		38	Total Information Technology		157
Road & Rail 0.0%			MATERIALS 0.0%		
Convoy, Series C, Acquisition Date: 9/14/18, Cost \$9 (4)(6)(7)	1,241	20	Chemicals 0.0%		
Convoy, Series D, Acquisition Date: 10/30/19, Cost \$10 (4)(6)(7)	764	13	Redwood Materials, Series C, Acquisition Date: 5/28/21, Cost \$6 (4) (6)(7)	135	6
		33	Sila Nano, Series F, Acquisition Date: 1/7/21, Cost \$10 (4)(6)(7)	228	10
Total Industrials & Business Services		80	Total Materials		16
INFORMATION TECHNOLOGY 0.1%			UTILITIES 0.0%		
IT Services 0.0%			Electric Utilities 0.0%		
ServiceTitan, Series D, Acquisition Date: 11/9/18, Cost \$5 (4)(6)(7)	184	22	Southern, Series A, 6.75%, 8/1/22	838	45
ServiceTitan, Series F, Acquisition Date: 3/25/21, Cost \$1 (4)(6)(7)	10	1			45
Themis Solutions, Series AA, Acquisition Date: 4/14/21, Cost \$1 (4) (6)(7)	30	1	Independent Power & Renewable Electricity Producers 0.0%		
Themis Solutions, Series AB, Acquisition Date: 4/14/21, Cost \$— (4) (6)(7)	10	—	AES, 6.875%, 2/15/24	416	40
Themis Solutions, Series B, Acquisition Date: 4/14/21, Cost \$— (4) (6)(7)	10	—			40
Themis Solutions, Series E, Acquisition Date: 4/14/21, Cost \$7 (4) (6)(7)	320	8	Total Utilities		85
		32	Total Convertible Preferred Stocks (Cost \$364)		535
Software 0.1%			CORPORATE BONDS 6.1%		
Databricks, Series G, Acquisition Date: 2/1/21, Cost \$12 (4)(6)(7)	64	14	AbbVie, 2.95%, 11/21/26	45,000	47
Databricks, Series H, Acquisition Date: 8/31/21, Cost \$30 (4)(6)(7)	137	30	AbbVie, 3.20%, 11/21/29	45,000	48
FLEXE, Series C, Acquisition Date: 11/18/20, Cost \$6 (4)(6)(7)	445	6	AbbVie, 4.05%, 11/21/39	25,000	29
Gusto, Series E, Acquisition Date: 7/13/21, Cost \$15 (4)(6)(7)	504	16	AbbVie, 4.70%, 5/14/45	55,000	68
Haul Hub, Series B, Acquisition Date: 2/14/20 - 3/3/21, Cost \$4 (4)(6)(7)	303	4	AbbVie, 4.875%, 11/14/48	108,000	140
			AerCap Ireland Capital, 4.875%, 1/16/24	175,000	186
			Alexandria Real Estate Equities, 3.95%, 1/15/28	65,000	72
			Alexandria Real Estate Equities, 4.70%, 7/1/30	15,000	18

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
American Campus Communities Operating Partnership, 2.85%, 2/1/30	78,000	80	Boardwalk Pipelines, 4.95%, 12/15/24	35,000	38
American Campus Communities Operating Partnership, 3.30%, 7/15/26	20,000	21	Boardwalk Pipelines, 5.95%, 6/1/26	10,000	11
American Campus Communities Operating Partnership, 3.625%, 11/15/27	45,000	48	Booking Holdings, 4.625%, 4/13/30	20,000	23
American Tower, 2.30%, 9/15/31	25,000	24	Boral Finance, 3.00%, 11/1/22 (1)	5,000	5
Anheuser-Busch InBev Worldwide, 4.50%, 6/1/50	135,000	166	Boral Finance, 3.75%, 5/1/28 (1)	80,000	85
APT Pipelines, 4.25%, 7/15/27 (1)	180,000	198	Boston Properties, 2.90%, 3/15/30	60,000	61
Arrow Electronics, 4.00%, 4/1/25	50,000	53	Boston Properties, 3.25%, 1/30/31	20,000	21
Astrazeneca Finance, 1.75%, 5/28/28	35,000	35	Brixmor Operating Partnership, 3.90%, 3/15/27	35,000	38
Astrazeneca Finance, 2.25%, 5/28/31	10,000	10	Brixmor Operating Partnership, 4.05%, 7/1/30	25,000	27
AT&T, 2.25%, 2/1/32	75,000	72	Brixmor Operating Partnership, 4.125%, 5/15/29	20,000	22
AT&T, 2.30%, 6/1/27	40,000	41	Cameron LNG, 2.902%, 7/15/31 (1)	15,000	16
AT&T, 2.55%, 12/1/33	35,000	34	Cameron LNG, 3.302%, 1/15/35 (1)	20,000	21
AT&T, 2.75%, 6/1/31	90,000	91	Cameron LNG, 3.701%, 1/15/39 (1)	15,000	16
AT&T, 4.30%, 2/15/30	27,000	30	Canadian Pacific Railway, 3.10%, 12/2/51	30,000	31
Ausgrid Finance, 3.85%, 5/1/23 (1)(5)	30,000	31	Capital One Financial, 3.65%, 5/11/27	50,000	54
Ausgrid Finance, 4.35%, 8/1/28 (1)	40,000	45	Capital One Financial, 3.75%, 3/9/27	90,000	97
Avolon Holdings Funding, 3.95%, 7/1/24 (1)	90,000	94	Capital One Financial, VR, 2.359%, 7/29/32 (8)	90,000	85
Avolon Holdings Funding, 4.25%, 4/15/26 (1)	60,000	64	Cardinal Health, 4.50%, 11/15/44	10,000	11
Avolon Holdings Funding, 4.375%, 5/1/26 (1)	30,000	32	Cardinal Health, 4.90%, 9/15/45	10,000	12
Bank of America, 3.248%, 10/21/27	70,000	75	Charter Communications Operating, 2.25%, 1/15/29	25,000	25
Bank of America, VR, 1.898%, 7/23/31 (8)	210,000	201	Charter Communications Operating, 2.30%, 2/1/32	40,000	38
Bank of America, VR, 1.922%, 10/24/31 (8)	60,000	57	Charter Communications Operating, 2.80%, 4/1/31	90,000	89
Bank of America, VR, 2.496%, 2/13/31 (8)	105,000	105	Charter Communications Operating, 3.75%, 2/15/28	30,000	32
Bank of America, VR, 2.592%, 4/29/31 (8)	50,000	50	Charter Communications Operating, 4.20%, 3/15/28	45,000	49
Bank of America, VR, 3.419%, 12/20/28 (8)	80,000	85	Charter Communications Operating, 4.80%, 3/1/50	15,000	17
Bank of America, VR, 4.271%, 7/23/29 (8)	65,000	72	Charter Communications Operating, 5.125%, 7/1/49	15,000	17
BAT Capital, 3.557%, 8/15/27	150,000	157	Charter Communications Operating, 5.75%, 4/1/48	5,000	6
BAT International Finance, 1.668%, 3/25/26	15,000	15	Charter Communications Operating, 6.484%, 10/23/45	12,000	16
Baxter International, 2.272%, 12/1/28 (1)	30,000	30	Cheniere Corpus Christi Holdings, 3.70%, 11/15/29	45,000	48
Baxter International, 2.539%, 2/1/32 (1)	40,000	41	Cheniere Corpus Christi Holdings, 5.125%, 6/30/27	15,000	17
Becton Dickinson & Company, 1.957%, 2/11/31	50,000	48	China Southern Power Grid International Finance BVI, 3.50%, 5/8/27	200,000	214
Becton Dickinson & Company, 2.823%, 5/20/30	35,000	36	Cigna, 3.40%, 3/1/27	40,000	43
Becton Dickinson & Company, 3.70%, 6/6/27	114,000	124	Citigroup, VR, 3.106%, 4/8/26 (8)	40,000	42
Becton Dickinson & Company, 3.794%, 5/20/50	35,000	39	CNO Financial Group, 5.25%, 5/30/25	15,000	17
Becton Dickinson & Company, 4.669%, 6/6/47	35,000	44	Comcast, 2.887%, 11/1/51 (1)	60,000	58
Boardwalk Pipelines, 3.40%, 2/15/31	35,000	36	Comcast, 3.90%, 3/1/38	60,000	68
Boardwalk Pipelines, 4.45%, 7/15/27	10,000	11	Crown Castle International, 2.25%, 1/15/31	95,000	92
			Crown Castle Towers, 3.663%, 5/15/25 (1)	85,000	88
			CVS Health, 1.30%, 8/21/27	35,000	34
			CVS Health, 1.875%, 2/28/31	35,000	34

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
CVS Health, 2.70%, 8/21/40	10,000	10	Hyundai Capital America, 2.10%, 9/15/28 (1)	35,000	34
CVS Health, 3.625%, 4/1/27	10,000	11	Intercontinental Exchange, 1.85%, 9/15/32	100,000	96
CVS Health, 4.25%, 4/1/50	85,000	102	Intercontinental Exchange, 2.10%, 6/15/30	145,000	144
CVS Health, 5.05%, 3/25/48	120,000	156	JPMorgan Chase, VR, 1.578%, 4/22/27 (8)	50,000	50
Daimler Finance North America, 2.45%, 3/2/31 (1)	150,000	152	JPMorgan Chase, VR, 1.953%, 2/4/32 (8)	175,000	168
Diamondback Energy, 3.25%, 12/1/26	50,000	53	JPMorgan Chase, VR, 2.182%, 6/1/28 (8)	60,000	60
Ecolab, 4.80%, 3/24/30	5,000	6	JPMorgan Chase, VR, 2.739%, 10/15/30 (8)	40,000	41
Edison International, 4.95%, 4/15/25	5,000	6	JPMorgan Chase, VR, 2.956%, 5/13/31 (8)	164,000	169
Energy Transfer, 2.90%, 5/15/25	60,000	62	JPMorgan Chase, VR, 3.54%, 5/1/28 (8)	25,000	27
Energy Transfer, 4.20%, 4/15/27	55,000	59	Kilroy Realty, 4.375%, 10/1/25	13,000	14
Energy Transfer, 4.50%, 4/15/24	10,000	11	Kookmin Bank, 4.50%, 2/1/29	200,000	225
Energy Transfer, 4.95%, 6/15/28	20,000	23	Las Vegas Sands, 3.20%, 8/8/24	13,000	13
Energy Transfer, 5.00%, 5/15/50	30,000	35	Las Vegas Sands, 3.50%, 8/18/26	25,000	25
Energy Transfer, 5.25%, 4/15/29	25,000	29	LSEGA Financing, 2.50%, 4/6/31 (1)	200,000	200
Energy Transfer, 5.50%, 6/1/27	10,000	11	Marsh & McLennan, 2.25%, 11/15/30	15,000	15
Energy Transfer, 5.875%, 1/15/24	40,000	43	Micron Technology, 4.185%, 2/15/27	11,000	12
Energy Transfer, 6.00%, 6/15/48	35,000	44	Micron Technology, 5.327%, 2/6/29	22,000	26
Energy Transfer, 6.25%, 4/15/49	17,000	22	Mileage Plus Holdings, 6.50%, 6/20/27 (1)	35,000	37
Eni, Series X-R, 4.75%, 9/12/28 (1)	205,000	236	Morgan Stanley, 3.625%, 1/20/27	70,000	76
Equitable Holdings, 4.35%, 4/20/28	40,000	45	Morgan Stanley, VR, 1.593%, 5/4/27 (8)	20,000	20
Extra Space Storage, 2.35%, 3/15/32	60,000	58	Morgan Stanley, VR, 1.928%, 4/28/32 (8)	15,000	14
General Motors Financial, 4.00%, 10/6/26	20,000	22	Morgan Stanley, VR, 3.217%, 4/22/42 (8)	15,000	16
General Motors Financial, 4.30%, 7/13/25	45,000	49	Morgan Stanley, VR, 4.431%, 1/23/30 (8)	25,000	28
General Motors Financial, 4.35%, 4/9/25	22,000	24	Netflix, 6.375%, 5/15/29	55,000	69
General Motors Financial, 5.10%, 1/17/24	20,000	21	NextEra Energy Capital Holdings, 2.44%, 1/15/32	45,000	45
GLP Capital, 3.35%, 9/1/24	10,000	10	NextEra Energy Capital Holdings, 3.00%, 1/15/52	45,000	45
Goldman Sachs Group, 3.50%, 11/16/26	140,000	149	NiSource, 1.70%, 2/15/31	25,000	23
Goldman Sachs Group, VR, 1.542%, 9/10/27 (8)	50,000	49	NiSource, 3.60%, 5/1/30	37,000	40
Goldman Sachs Group, VR, 2.615%, 4/22/32 (8)	185,000	186	NRG Energy, 4.45%, 6/15/29 (1)	25,000	27
Gray Oak Pipeline, 2.00%, 9/15/23 (1)	5,000	5	NXP, 2.70%, 5/1/25 (1)	5,000	5
Gray Oak Pipeline, 2.60%, 10/15/25 (1)	15,000	15	NXP, 3.15%, 5/1/27 (1)	10,000	11
Gray Oak Pipeline, 3.45%, 10/15/27 (1)	5,000	5	NXP, 5.35%, 3/1/26 (1)	20,000	23
Hasbro, 3.55%, 11/19/26	25,000	27	Oracle, 2.30%, 3/25/28	25,000	25
Healthcare Realty Trust, 2.05%, 3/15/31	15,000	14	Pacific Gas & Electric, 2.10%, 8/1/27	20,000	19
Healthcare Realty Trust, 3.625%, 1/15/28	60,000	65	Pacific Gas & Electric, 2.50%, 2/1/31	50,000	47
Healthpeak Properties, 2.875%, 1/15/31	5,000	5	Pacific Gas & Electric, 3.30%, 8/1/40	40,000	37
Healthpeak Properties, 3.50%, 7/15/29	10,000	11	Pacific Gas & Electric, 4.55%, 7/1/30	145,000	157
Highwoods Realty, 3.05%, 2/15/30	65,000	67	PerkinElmer, 1.90%, 9/15/28	35,000	34
Highwoods Realty, 4.125%, 3/15/28	41,000	45	PerkinElmer, 2.25%, 9/15/31	15,000	15
HSBC Holdings, VR, 1.645%, 4/18/26 (8)	205,000	204	PerkinElmer, 3.30%, 9/15/29	19,000	20
Humana, 2.15%, 2/3/32	20,000	19	Perrigo Finance Unlimited, 3.90%, 6/15/30	200,000	202
Humana, 4.875%, 4/1/30	42,000	49	Prologis, 1.25%, 10/15/30	15,000	14
Hyundai Capital America, 1.80%, 10/15/25 (1)	20,000	20			

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
Realty Income, 2.20%, 6/15/28	61,000	61	Volkswagen Group of America		
Realty Income, 2.85%, 12/15/32	50,000	52	Finance, 3.20%, 9/26/26 (1)	205,000	216
Realty Income, 3.10%, 12/15/29	20,000	21	Waste Connections, 2.20%, 1/15/32	30,000	29
Realty Income, 3.40%, 1/15/28	10,000	11	Wells Fargo, 4.30%, 7/22/27	35,000	39
Realty Income, 3.95%, 8/15/27	110,000	122	Wells Fargo, VR, 2.393%, 6/2/28 (8)	115,000	117
Regency Centers, 3.70%, 6/15/30	35,000	38	Wells Fargo, VR, 2.572%, 2/11/31 (8)	225,000	230
Reynolds American, 4.45%, 6/12/25	55,000	59	Wells Fargo, VR, 2.879%, 10/30/30 (8)	100,000	104
Ross Stores, 1.875%, 4/15/31	45,000	43	Westlake Chemical, 1.625%, 7/17/29		
Sabine Pass Liquefaction, 4.50%,			(EUR)	100,000	117
5/15/30	10,000	11	Williams, 5.10%, 9/15/45	45,000	55
Sabine Pass Liquefaction, 5.00%,			Woodside Finance, 3.65%, 3/5/25 (1)	45,000	47
3/15/27	115,000	129	Woodside Finance, 3.70%, 9/15/26 (1)	40,000	43
Sabine Pass Liquefaction, 5.875%,			Woodside Finance, 3.70%, 3/15/28 (1)		
6/30/26	40,000	46	(5)	71,000	76
SBA Tower Trust, 1.84%, 4/15/27 (1)	50,000	50	Total Corporate Bonds (Cost		
SBA Tower Trust, 2.593%,			\$12,499)		12,833
10/15/31 (1)	40,000	41			
Simon Property Group, 2.65%,					
7/15/30	40,000	41			
SMBC Aviation Capital Finance,					
3.55%, 4/15/24 (1)	205,000	214			
T-Mobile USA, 2.05%, 2/15/28	25,000	25			
T-Mobile USA, 2.25%, 11/15/31	140,000	136			
T-Mobile USA, 3.75%, 4/15/27	110,000	119			
Tencent Holdings, 3.595%, 1/19/28	200,000	212			
Transcontinental Gas Pipe Line,					
3.25%, 5/15/30	10,000	10			
Transcontinental Gas Pipe Line,					
4.00%, 3/15/28	15,000	16			
Transcontinental Gas Pipe Line,					
4.60%, 3/15/48	30,000	37			
Transurban Finance, 2.45%,					
3/16/31 (1)	25,000	25			
Transurban Finance, 3.375%,					
3/22/27 (1)	15,000	16			
Trinity Acquisition, 4.40%, 3/15/26	65,000	71			
United Airlines PTT, Series 2019-					
2, Class A, Class A, 2.90%, 5/1/28	13,951	14			
United Airlines PTT, Series 2019-					
2, Class AA, Class AA, 2.70%, 5/1/32	9,356	9			
UnitedHealth Group, 2.00%, 5/15/30	105,000	104			
Verizon Communications, 1.75%,					
1/20/31	70,000	66			
Verizon Communications, 2.10%,					
3/22/28	30,000	30			
Verizon Communications, 2.355%,					
3/15/32 (1)	45,000	44			
Verizon Communications, 2.55%,					
3/21/31	40,000	40			
Verizon Communications, 2.65%,					
11/20/40	77,000	73			
Verizon Communications, 2.875%,					
11/20/50	85,000	80			
Verizon Communications, 4.329%,					
9/21/28	40,000	45			
Verizon Communications, 4.75%,					
11/1/41	15,000	19			
Vistra Operations, 3.55%, 7/15/24 (1)	105,000	108			
Vodafone Group, 4.375%, 5/30/28	54,000	61			
Vodafone Group, 5.25%, 5/30/48	105,000	137			

Total Corporate Bonds (Cost \$12,499) 12,833

EQUITY MUTUAL FUNDS 6.1%

T. Rowe Price Institutional Emerging Markets Equity Fund (2)	214,533	9,274
T. Rowe Price Real Assets Fund - I Class (2)	233,385	3,555
Total Equity Mutual Funds (Cost \$8,186)		12,829

FOREIGN GOVERNMENT OBLIGATIONS & MUNICIPALITIES 0.2%

Equate Petrochemical, 4.25%, 11/3/26	200,000	218
Export-Import Bank of India, 3.875%, 2/1/28	200,000	214
Total Foreign Government Obligations & Municipalities (Cost \$432)		432

NON-U.S. GOVERNMENT MORTGAGE-BACKED SECURITIES 1.8%

Angel Oak Mortgage Trust, Series 2020-5, Class A3, CMO, ARM, 2.041%, 5/25/65 (1)	20,830	21
Angel Oak Mortgage Trust, Series 2020-6, Class A3, CMO, ARM, 1.775%, 5/25/65 (1)	30,889	31
BAMLL Commercial Mortgage Securities Trust, Series 2021-JACX, Class B, ARM, 1M USD LIBOR + 1.45%, 1.56%, 9/15/38 (1)	25,000	25
Bayview Mortgage Fund IVc Trust, Series 2017-RT3, Class A, ARM, 3.50%, 1/28/58 (1)	29,705	30
Bayview Opportunity Master Fund IVa Trust, Series 2017-RT1, Class A1, ARM, 3.00%, 3/28/57 (1)	21,972	22
BBCMS Mortgage Trust, Series 2019-BWAY, Class D, ARM, 1M USD LIBOR + 2.16%, 2.27%, 11/15/34 (1)	25,000	24

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

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(Cost and value in \$000s)			(Cost and value in \$000s)		
Benchmark Mortgage Trust, Series 2018-B1, Class AM, ARM, 3.878%, 1/15/51	25,000	27	Connecticut Avenue Securities, Series 2018-C01, Class 1ED2, CMO, ARM, 1M USD LIBOR + 0.85%, 0.953%, 7/25/30	55,192	55
BINOM Securitization Trust, Series 2021-INV1, Class A1, CMO, ARM, 2.034%, 6/25/56 (1)	100,000	100	CSAIL Commercial Mortgage Trust, Series 2019-C17, Class AS, 3.278%, 9/15/52	30,000	32
BRAVO Residential Funding Trust, Series 2021-NQM3, Class A1, CMO, ARM, 1.699%, 4/25/60 (1)	89,197	89	Ellington Financial Mortgage Trust, Series 2019-2, Class A1, CMO, ARM, 2.739%, 11/25/59 (1)	36,388	37
BX Commercial Mortgage Trust, Series 2021-21M, Class C, ARM, 1M USD LIBOR + 1.177%, 1.287%, 10/15/36 (1)	25,000	25	Ellington Financial Mortgage Trust, Series 2021-2, Class A2, CMO, ARM, 1.085%, 6/25/66 (1)	79,996	78
BX Trust, Series 2021-ARIA, Class B, ARM, 1M USD LIBOR + 1.297%, 1.407%, 10/15/36 (1)	40,000	40	FREMF Mortgage Trust, Series 2018- K731, Class B, ARM, 3.933%, 2/25/25 (1)	65,000	69
BX Trust, Series 2021-ARIA, Class C, ARM, 1M USD LIBOR + 1.646%, 1.756%, 10/15/36 (1)	40,000	40	FREMF Mortgage Trust, Series 2019- K92, Class B, ARM, 4.193%, 5/25/52 (1)	20,000	22
BX Trust, Series 2021-LGCY, Class C, ARM, 1M USD LIBOR + 1.004%, 1.114%, 10/15/23 (1)	30,000	29	FREMF Mortgage Trust, Series 2019- K97, Class B, ARM, 3.764%, 9/25/51 (1)	50,000	54
CIM Trust, Series 2019-INV3, Class A15, CMO, ARM, 3.50%, 8/25/49 (1)	26,849	27	FREMF Mortgage Trust, Series 2019- K98, Class B, ARM, 3.737%, 10/25/52 (1)	25,000	27
CIM Trust, Series 2020-INV1, Class A2, CMO, ARM, 2.50%, 4/25/50 (1)	42,949	43	Galton Funding Mortgage Trust, Series 2018-1, Class A23, CMO, ARM, 3.50%, 11/25/57 (1)	11,371	11
CIM Trust, Series 2021-INV1, Class A29, CMO, ARM, 2.50%, 7/1/51 (1)	94,545	94	Galton Funding Mortgage Trust, Series 2018-2, Class A22, CMO, ARM, 4.00%, 10/25/58 (1)	13,368	13
Citigroup Commercial Mortgage Trust, Series 2014-GC21, Class AS, 4.026%, 5/10/47	35,000	37	Galton Funding Mortgage Trust, Series 2019-H1, Class A1, CMO, ARM, 2.657%, 10/25/59 (1)	570	1
Citigroup Commercial Mortgage Trust, Series 2015-GC27, Class AS, 3.571%, 2/10/48	15,000	15	Galton Funding Mortgage Trust, Series 2019-H1, Class A3, CMO, ARM, 2.964%, 10/25/59 (1)	72,569	73
Citigroup Commercial Mortgage Trust, Series 2017-C4, Class AS, 3.764%, 10/12/50	45,000	48	Goldman Sachs Mortgage Securities Trust, Series 2015-GC28, Class AS, 3.759%, 2/10/48	45,000	47
Citigroup Commercial Mortgage Trust, Series 2017-P7, Class AS, 3.915%, 4/14/50	25,000	27	Great Wolf Trust, Series 2019-WOLF, Class A, ARM, 1M USD LIBOR + 1.034%, 1.144%, 12/15/36 (1)	40,000	40
Cold Storage Trust, Series 2020-ICE5, Class C, ARM, 1M USD LIBOR + 1.65%, 1.76%, 11/15/37 (1)	98,299	98	Great Wolf Trust, Series 2019-WOLF, Class C, ARM, 1M USD LIBOR + 1.633%, 1.743%, 12/15/36 (1)	35,000	35
Commercial Mortgage Trust, Series 2014-UBS6, Class AM, 4.048%, 12/10/47	110,000	116	GS Mortgage Securities Trust, Series 2013-GC16, Class B, ARM, 5.161%, 11/10/46	120,000	125
Commercial Mortgage Trust, Series 2015-CR24, Class AM, ARM, 4.028%, 8/10/48	25,000	27	GS Mortgage-Backed Securities Trust, Series 2021-GR1, Class A4, CMO, ARM, 2.50%, 11/25/51 (1)	94,918	94
Commercial Mortgage Trust, Series 2016-CR28, Class AHR, 3.651%, 2/10/49	27,422	28	Homeward Opportunities Fund I Trust, Series 2020-2, Class A1, CMO, ARM, 1.657%, 5/25/65 (1)	31,988	32
Connecticut Avenue Securities, Series 2017-C02, Class 2ED3, CMO, ARM, 1M USD LIBOR + 1.35%, 1.453%, 9/25/29	5,900	6	Hundred Acre Wood Trust, Series 2021-INV1, Class A27, CMO, ARM, 2.50%, 7/25/51 (1)	93,890	93
Connecticut Avenue Securities, Series 2017-C06, Class 2ED1, CMO, ARM, 1M USD LIBOR + 1.00%, 1.103%, 2/25/30	38,041	38	Independence Plaza Trust, Series 2018-INDP, Class A, 3.763%, 7/10/35 (1)	105,000	109

T. ROWE PRICE MODERATE ALLOCATION PORTFOLIO

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
JPMorgan Chase Commercial Mortgage Securities Trust, Series 2016-JP2, Class AS, 3.056%, 8/15/49	35,000	36	OBX Trust, Series 2021-NQM3, Class A1, CMO, ARM, 1.054%, 7/25/61 (1)	91,884	91
JPMorgan Chase Commercial Mortgage Securities Trust, Series 2018-WPT, Class AFX, 4.248%, 7/5/33 (1)	20,000	21	Sequoia Mortgage Trust, Series 2013-4, Class B1, CMO, ARM, 3.464%, 4/25/43	28,752	29
JPMorgan Mortgage Trust, Series 2019-INV2, Class A3, CMO, ARM, 3.50%, 2/25/50 (1)	8,791	9	Sequoia Mortgage Trust, Series 2017-CH2, Class A19, CMO, ARM, 4.00%, 12/25/47 (1)	10,336	10
JPMorgan Mortgage Trust, Series 2020-5, Class B2, CMO, ARM, 3.623%, 12/25/50 (1)	24,251	25	SG Residential Mortgage Trust, Series 2019-3, Class A1, CMO, ARM, 2.703%, 9/25/59 (1)	8,220	8
JPMorgan Mortgage Trust, Series 2020-INV1, Class A11, CMO, ARM, 1M USD LIBOR + 0.83%, 0.922%, 8/25/50 (1)	10,367	10	Starwood Mortgage Residential Trust, Series 2019-INV1, Class A1, CMO, ARM, 2.61%, 9/27/49 (1)	17,870	18
JPMorgan Mortgage Trust, Series 2020-INV1, Class A3, CMO, ARM, 3.50%, 8/25/50 (1)	13,822	14	Structured Agency Credit Risk Debt Notes, Series 2018-DNA1, Class M2AT, CMO, ARM, 1M USD LIBOR + 1.05%, 1.153%, 7/25/30	38,115	38
JPMorgan Mortgage Trust, Series 2020-LTV1, Class A15, CMO, ARM, 3.50%, 6/25/50 (1)	3,882	4	Structured Agency Credit Risk Debt Notes, Series 2018-DNA2, Class M1, CMO, ARM, 1M USD LIBOR + 0.80%, 0.903%, 12/25/30 (1)	10,665	11
JPMorgan Mortgage Trust, Series 2020-LTV1, Class A3, CMO, ARM, 3.50%, 6/25/50 (1)	7,764	8	Structured Agency Credit Risk Debt Notes, Series 2018-DNA3, Class M1, CMO, ARM, 1M USD LIBOR + 0.75%, 0.853%, 9/25/48 (1)	47	—
JPMorgan Mortgage Trust, Series 2020-LTV1, Class B1A, CMO, ARM, 3.342%, 6/25/50 (1)	29,079	30	Structured Agency Credit Risk Debt Notes, Series 2018-HQA1, Class M2AS, CMO, ARM, 1M USD LIBOR + 1.10%, 1.203%, 9/25/30	31,599	32
MetLife Securitization Trust, Series 2018-1A, Class A, CMO, ARM, 3.75%, 3/25/57 (1)	51,540	53	Structured Agency Credit Risk Debt Notes, Series 2018-HRP2, Class M2, CMO, ARM, 1M USD LIBOR + 1.25%, 1.353%, 2/25/47 (1)	43,285	43
MFA Trust, Series 2021-NQM2, Class A1, CMO, ARM, 1.029%, 11/25/64 (1)	82,117	81	Structured Agency Credit Risk Debt Notes, Series 2020-DNA2, Class M2, CMO, ARM, 1M USD LIBOR + 1.85%, 1.953%, 2/25/50 (1)	52,398	53
Mill City Mortgage Loan Trust, Series 2016-1, Class A1, ARM, 2.50%, 4/25/57 (1)	1,577	2	Structured Agency Credit Risk Debt Notes, Series 2020-DNA5, Class M2, CMO, ARM, SOFR30A + 2.80%, 2.85%, 10/25/50 (1)	35,423	36
Morgan Stanley Bank of America Merrill Lynch Trust, Series 2014-C18, Class 300A, 3.749%, 8/15/31	25,000	26	Structured Agency Credit Risk Debt Notes, Series 2021-HQA3, Class M1, CMO, ARM, SOFR30A + 0.85%, 0.90%, 9/25/41 (1)	40,000	40
Morgan Stanley Bank of America Merrill Lynch Trust, Series 2015-C24, Class AS, ARM, 4.036%, 5/15/48	10,000	10	Structured Agency Credit Risk Debt Notes, Series 2021-HQA4, Class M1, CMO, ARM, SOFR30A + 0.95%, 1.00%, 12/25/41 (1)	55,000	55
Morgan Stanley Bank of America Merrill Lynch Trust, Series 2015-C27, Class AS, 4.068%, 12/15/47	40,000	43	Towd Point Mortgage Trust, Series 2017-1, Class A1, ARM, 2.75%, 10/25/56 (1)	16,303	16
Morgan Stanley Capital I Trust, Series 2015-MS1, Class AS, ARM, 4.031%, 5/15/48	10,000	11	Towd Point Mortgage Trust, Series 2017-1, Class M1, ARM, 3.75%, 10/25/56 (1)	100,000	104
New Orleans Hotel Trust, Series 2019-HNLA, Class B, ARM, 1M USD LIBOR + 1.289%, 1.399%, 4/15/32 (1)	100,000	99	Towd Point Mortgage Trust, Series 2018-3, Class A1, ARM, 3.75%, 5/25/58 (1)	47,332	49
New Residential Mortgage Loan Trust, Series 2021-INV2, Class A4, CMO, ARM, 2.50%, 9/25/51 (1)	98,519	98			
OBX Trust, Series 2020-EXP1, Class 1A8, CMO, ARM, 3.50%, 2/25/60 (1)	40,448	41			
OBX Trust, Series 2020-EXP2, Class A8, CMO, ARM, 3.00%, 5/25/60 (1)	39,345	40			

	Shares/Par	\$ Value		Shares/Par	\$ Value
(Cost and value in \$000s)			(Cost and value in \$000s)		
Verus Securitization Trust, Series 2019-3, Class A3, CMO, STEP, 3.04%, 7/25/59 (1)	57,230	57	Federal National Mortgage Assn., UMBS		
Verus Securitization Trust, Series 2019-INV3, Class A1, CMO, ARM, 2.692%, 11/25/59 (1)	37,747	38	2.00%, 5/1/36 - 12/1/51	226,271	228
Vista Point Securitization Trust, Series 2020-2, Class A1, CMO, ARM, 1.475%, 4/25/65 (1)	49,028	49	2.50%, 1/1/32 - 10/1/51	460,316	473
Wells Fargo Commercial Mortgage Trust, Series 2017-C39, Class B, 4.025%, 9/15/50	125,000	133	3.00%, 6/1/27 - 10/1/51	953,224	1,005
Wells Fargo Commercial Mortgage Trust, Series 2019-JWDR, Class A, ARM, 2.501%, 9/15/31 (1)	100,000	99	3.50%, 11/1/32 - 7/1/50	410,045	436
Total Non-U.S. Government Mortgage-Backed Securities (Cost \$3,799)		3,824	4.00%, 11/1/40 - 12/1/49	328,907	355
U.S. GOVERNMENT & AGENCY MORTGAGE-BACKED SECURITIES 4.7%			4.50%, 10/1/26 - 5/1/50	158,253	175
U.S. Government Agency Obligations 3.5%			5.00%, 3/1/34 - 3/1/49	99,721	112
Federal Home Loan Mortgage			5.50%, 12/1/34 - 9/1/41	69,510	78
2.50%, 4/1/30	19,434	20	6.00%, 4/1/33 - 1/1/41	46,670	54
3.00%, 12/1/42 - 2/1/47	130,594	139	6.50%, 7/1/32 - 5/1/40	25,367	28
3.50%, 8/1/42 - 3/1/44	111,637	122	7.00%, 4/1/32	267	—
4.00%, 8/1/40 - 8/1/45	55,934	61	UMBS, TBA (9)		
4.50%, 6/1/39 - 5/1/42	58,953	66	2.00%, 1/1/52	1,635,000	1,630
5.00%, 1/1/24 - 8/1/40	20,049	24	2.50%, 1/1/52	1,115,000	1,138
6.00%, 8/1/22 - 8/1/38	5,360	6	3.00%, 2/1/52	75,000	78
6.50%, 3/1/32	261	—	4.00%, 2/1/52	145,000	154
7.00%, 6/1/32	600	—	4.50%, 2/1/52	115,000	123
Federal Home Loan Mortgage, ARM					7,215
12M USD LIBOR + 1.785%, 2.035%, 9/1/32	82	—	U.S. Government Obligations 1.2%		
12M USD LIBOR + 1.829%, 2.204%, 2/1/37	2,158	2	Government National Mortgage Assn.		
12M USD LIBOR + 1.842%, 2.17%, 1/1/37	1,444	1	2.50%, 10/20/51 - 12/20/51	481,122	493
Federal Home Loan Mortgage, UMBS			3.00%, 7/15/43 - 7/20/51	433,002	451
2.00%, 1/1/36 - 12/1/51	258,748	261	3.50%, 12/20/42 - 8/20/51	385,544	408
2.50%, 5/1/51 - 8/1/51	71,199	73	4.00%, 7/20/42 - 1/20/48	123,244	133
3.00%, 12/1/46 - 12/1/50	28,225	30	4.50%, 10/20/39 - 3/20/47	72,880	79
3.50%, 11/1/47 - 11/1/50	66,399	72	5.00%, 3/20/34 - 6/20/48	103,264	115
4.00%, 12/1/49 - 2/1/50	76,517	81	5.50%, 10/20/32 - 3/20/49	79,524	88
4.50%, 5/1/50	13,313	14	6.00%, 4/15/36 - 12/20/38	9,920	11
Federal National Mortgage Assn.			6.50%, 3/15/26 - 4/15/26	2,328	2
3.00%, 8/1/43 - 2/1/44	14,693	16	7.00%, 9/20/27	1,596	2
3.50%, 6/1/42 - 1/1/44	112,786	122	8.00%, 4/15/26	132	—
4.00%, 11/1/40	33,566	36	Government National Mortgage Assn., CMO		
Federal National Mortgage Assn., ARM, 12M USD LIBOR + 1.881%, 2.123%, 8/1/36	1,689	2	3.00%, 11/20/47 - 12/20/47	9,151	10
Federal National Mortgage Assn., CMO, IO, 6.50%, 2/25/32	509	—	Government National Mortgage Assn., CMO, IO, 4.50%, 12/20/39	359	—
			Government National Mortgage Assn., TBA (9)		
			2.00%, 1/20/52	335,000	338
			2.50%, 1/20/52	95,000	97
			3.00%, 1/20/52	175,000	181
			3.50%, 1/20/52	116,000	121
					2,529
			Total U.S. Government & Agency Mortgage-Backed Securities (Cost \$9,688)		9,744
			U.S. GOVERNMENT AGENCY OBLIGATIONS (EXCLUDING MORTGAGE-BACKED) 5.4%		
			U.S. Treasury Obligations 5.4%		
			U.S. Treasury Bonds, 1.75%, 8/15/41	530,000	513
			U.S. Treasury Bonds, 1.875%, 11/15/51	390,000	387
			U.S. Treasury Bonds, 2.00%, 11/15/41	1,020,000	1,030

	Shares/Par	\$ Value
(Cost and value in \$000s)		
U.S. Treasury Bonds, 2.00%, 8/15/51	435,000	443
U.S. Treasury Bonds, 2.375%, 5/15/51	370,000	409
U.S. Treasury Notes, 0.125%, 5/15/23	455,000	452
U.S. Treasury Notes, 0.125%, 6/30/23	710,000	705
U.S. Treasury Notes, 0.125%, 1/15/24	285,000	281
U.S. Treasury Notes, 0.125%, 2/15/24 (10)	1,050,000	1,036
U.S. Treasury Notes, 0.25%, 3/15/24	875,000	865
U.S. Treasury Notes, 0.25%, 6/15/24	745,000	734
U.S. Treasury Notes, 0.375%, 7/15/24	405,000	400
U.S. Treasury Notes, 0.375%, 9/15/24	440,000	434
U.S. Treasury Notes, 0.625%, 10/15/24	700,000	694
U.S. Treasury Notes, 0.875%, 9/30/26	1,165,000	1,144
U.S. Treasury Notes, 1.125%, 10/31/26	645,000	641
U.S. Treasury Notes, 1.25%, 11/30/26	1,055,000	1,055
		11,223
Total U.S. Government Agency Obligations (Excluding Mortgage- Backed) (Cost \$11,278)		11,223
SHORT-TERM INVESTMENTS 7.5%		
Money Market Funds 7.5%		
T. Rowe Price Treasury Reserve Fund, 0.06% (2)(11)	15,774,942	15,775
Total Short-Term Investments (Cost \$15,775)		15,775
SECURITIES LENDING COLLATERAL 0.2%		
INVESTMENTS IN A POOLED ACCOUNT THROUGH SECURITIES LENDING PROGRAM WITH JPMORGAN CHASE BANK 0.2%		
Money Market Funds 0.2%		
T. Rowe Price Government Reserve Fund, 0.06% (2)(11)	390,850	391
Total Investments in a Pooled Account through Securities Lending Program with JPMorgan Chase Bank		391
Total Securities Lending Collateral (Cost \$391)		391
Total Investments in Securities 101.9% of Net Assets (Cost \$154,730)	\$	213,210

‡ Shares/Par and Notional Amount are denominated in U.S. dollars unless otherwise noted.

- (1) Security was purchased pursuant to Rule 144A under the Securities Act of 1933 and may be resold in transactions exempt from registration only to qualified institutional buyers. Total value of such securities at period-end amounts to \$8,068 and represents 3.9% of net assets.
- (2) Affiliated Companies
- (3) SEC 30-day yield
- (4) Non-income producing

-
- (5) See Note 4. All or a portion of this security is on loan at December 31, 2021.
- (6) Security cannot be offered for public resale without first being registered under the Securities Act of 1933 and related rules ("restricted security"). Acquisition date represents the day on which an enforceable right to acquire such security is obtained and is presented along with related cost in the security description. The fund has registration rights for certain restricted securities. Any costs related to such registration are borne by the issuer. The aggregate value of restricted securities (excluding 144A holdings) at period end amounts to \$1,445 and represents 0.7% of net assets.
- (7) See Note 2. Level 3 in fair value hierarchy.
- (8) Security is a fix-to-float security, which carries a fixed coupon until a certain date, upon which it switches to a floating rate. Reference rate and spread are provided if the rate is currently floating.
- (9) See Note 4. To-Be-Announced purchase commitment. Total value of such securities at period-end amounts to \$3,860 and represents 1.8% of net assets.
- (10) At December 31, 2021, all or a portion of this security is pledged as collateral and/or margin deposit to cover future funding obligations.
- (11) Seven-day yield
- 1M USD LIBOR One month USD LIBOR (London interbank offered rate)
- 3M USD LIBOR Three month USD LIBOR (London interbank offered rate)
- 12M USD LIBOR Twelve month USD LIBOR (London interbank offered rate)
- ADR American Depositary Receipts
- ARM Adjustable Rate Mortgage (ARM); rate shown is effective rate at period-end. The rates for certain ARMs are not based on a published reference rate and spread but may be determined using a formula based on the rates of the underlying loans.
- AUD Australian Dollar
- CAD Canadian Dollar
- CDI CHES or CREST Depositary Interest
- CHF Swiss Franc
- CLO Collateralized Loan Obligation
- CMO Collateralized Mortgage Obligation
- EC Escrow CUSIP; represents a beneficial interest in a residual pool of assets; the amount and timing of future distributions, if any, is uncertain; when presented, interest rate and maturity date are those of the original security.
- EUR Euro
- FRN Floating Rate Note
- GBP British Pound
- HKD Hong Kong Dollar
- INR Indian Rupee
- IO Interest-only security for which the fund receives interest on notional principal
- ISK Iceland Krona
- JPY Japanese Yen
- KRW South Korean Won
- NOK Norwegian Krone
- PTT Pass-Through Trust
- REIT A domestic Real Estate Investment Trust whose distributions pass-through with original tax character to the shareholder
- SDR Swedish Depositary Receipts
- SEK Swedish Krona
- SGD Singapore Dollar
- SOFR30A 30-day Average SOFR (Secured Overnight Financing Rate)
- STEP Stepped coupon bond for which the coupon rate of interest adjusts on specified date(s); rate shown is effective rate at period-end.
- TBA To-Be-Announced
- TWD Taiwan Dollar
- UMBS Uniform Mortgage-Backed Securities
- USD U.S. Dollar
- VR Variable Rate; rate shown is effective rate at period-end. The rates for certain variable rate securities are not based on a published reference rate and spread but are determined by the issuer or agent and based on current market conditions.

(Amounts in 000s)

SWAPS 0.0%

Description	Notional Amount	\$ Value	Upfront Payments/ \$ (Receipts)	Unrealized \$ Gain/(Loss)
BILATERAL SWAPS 0.0%				
Credit Default Swaps, Protection Sold 0.0%				
JPMorgan Chase, Protection Sold (Relevant Credit: Barclays Bank, A*), Receive 1.00% Quarterly, Pay upon credit default, 6/20/24 (EUR)	10	—	—	—
Total Bilateral Credit Default Swaps, Protection Sold			—	—
Total Bilateral Swaps			—	—

Description	Notional Amount	\$ Value	Initial \$ Value	Unrealized \$ Gain/(Loss)
CENTRALLY CLEARED SWAPS 0.0%				
Credit Default Swaps, Protection Sold 0.0%				
Protection Sold (Relevant Credit: Markit CDX.NA.HY-S37, 5 Year Index), Receive 5.00% Quarterly, Pay upon credit default, 12/20/26	378	36	37	(1)
Protection Sold (Relevant Credit: Markit CDX.NA.IG-S37, 5 Year Index), Receive 1.00% Quarterly, Pay upon credit default, 12/20/26	555	14	13	1
Protection Sold (Relevant Credit: Republic of Chile, A1*), Receive 1.00% Quarterly, Pay upon credit default, 12/20/26	265	4	3	1
Protection Sold (Relevant Credit: Republic of Indonesia, Baa2*), Receive 1.00% Quarterly, Pay upon credit default, 12/20/26	445	5	5	—
Protection Sold (Relevant Credit: United Mexican States, Baa1*), Receive 1.00% Quarterly, Pay upon credit default, 12/20/26	635	2	3	(1)
Total Centrally Cleared Credit Default Swaps, Protection Sold				—
Total Centrally Cleared Swaps				—
Net payments (receipts) of variation margin to date				1
Variation margin receivable (payable) on centrally cleared swaps			\$	1

* Credit ratings as of December 31, 2021. Ratings shown are from Moody's Investors Service and if Moody's does not rate a security, then Standard & Poor's (S&P) is used. Fitch is used for securities that are not rated by either Moody's or S&P.

(Amounts in 000s)

FORWARD CURRENCY EXCHANGE CONTRACTS

Counterparty	Settlement	Receive	Deliver	Unrealized Gain/(Loss)	
Barclays Bank	2/25/22	USD	66 GBP	50 \$	(2)
BNP Paribas	2/25/22	USD	67 SEK	605	—
BNP Paribas	2/25/22	USD	45 SEK	405	—
Citibank	1/21/22	USD	68 AUD	95	(1)
Citibank	2/25/22	USD	90 GBP	68	(1)
Goldman Sachs	1/21/22	USD	110 CAD	140	(1)
Morgan Stanley	2/25/22	USD	38 EUR	33	1
State Street	1/21/22	USD	44 AUD	63	(1)
State Street	1/21/22	USD	87 CAD	110	—
State Street	2/25/22	USD	61 EUR	52	1
State Street	2/25/22	USD	91 EUR	80	—
UBS Investment Bank	2/25/22	USD	25 EUR	21	—
UBS Investment Bank	2/25/22	USD	114 EUR	100	—
Net unrealized gain (loss) on open forward currency exchange contracts				\$	(4)

FUTURES CONTRACTS

(\$000s)

	Expiration Date	Notional Amount	Value and Unrealized Gain (Loss)
Long, 3 U.S. Treasury Long Bond contracts	3/22	481 \$	1
Short, 25 U.S. Treasury Notes ten year contracts	3/22	(3,262)	(6)
Long, 15 Ultra U.S. Treasury Bonds contracts	3/22	2,957	47
Long, 11 Ultra U.S. Treasury Notes ten year contracts	3/22	1,611	23
Long, 10 U.S. Treasury Notes five year contracts	3/22	1,210	—
Long, 8 U.S. Treasury Notes two year contracts	3/22	1,745	(4)
Net payments (receipts) of variation margin to date			(34)
Variation margin receivable (payable) on open futures contracts		\$	27

AFFILIATED COMPANIES

(\$000s)

The fund may invest in certain securities that are considered affiliated companies. As defined by the 1940 Act, an affiliated company is one in which the fund owns 5% or more of the outstanding voting securities, or a company that is under common ownership or control. The following securities were considered affiliated companies for all or some portion of the year ended December 31, 2021. Net realized gain (loss), investment income, change in net unrealized gain/loss, and purchase and sales cost reflect all activity for the period then ended.

Affiliate	Change in Net		Investment
	Net Realized Gain (Loss)	Unrealized Gain/Loss	Income
T. Rowe Price Inflation Protected Bond Fund - I Class, 6.30%	\$ —	\$ —	\$ —
T. Rowe Price Institutional Emerging Markets Bond Fund, 4.37%	—	(505)	344
T. Rowe Price Institutional Emerging Markets Equity Fund	398	(1,456)	69
T. Rowe Price Institutional Floating Rate Fund - Institutional Class, 3.43%	—	5	48
T. Rowe Price Institutional High Yield Fund - Institutional Class, 4.37%	(15)	28	609
T. Rowe Price International Bond Fund - I Class, 1.82%	45	(744)	117
T. Rowe Price Limited Duration Inflation Focused Bond Fund - I Class, 5.77%	22	(32)	79
T. Rowe Price Real Assets Fund - I Class	30	663	71
T. Rowe Price Treasury Reserve Fund, 0.06%	—	—	7
T. Rowe Price Government Reserve Fund, 0.06%	—	—	—++
T. Rowe Price Short-Term Fund	—	—	—++
Totals	\$ 480#	\$ (2,041)	\$ 1,344+

Supplementary Investment Schedule

Affiliate	Value		Purchase Cost	Sales Cost	Value 12/31/21
	12/31/20				
T. Rowe Price Inflation Protected Bond Fund - I Class, 6.30%	\$ 6	\$ —	\$ —	\$ —	6
T. Rowe Price Institutional Emerging Markets Bond Fund, 4.37%	7,828	592	—	—	7,915
T. Rowe Price Institutional Emerging Markets Equity Fund	10,039	1,151	460	—	9,274
T. Rowe Price Institutional Floating Rate Fund - Institutional Class, 3.43%	818	493	—	—	1,316
T. Rowe Price Institutional High Yield Fund - Institutional Class, 4.37%	11,168	1,532	455	—	12,273
T. Rowe Price International Bond Fund - I Class, 1.82%	7,871	1,413	—	—	8,540
T. Rowe Price Limited Duration Inflation Focused Bond Fund - I Class, 5.77%	46	3,623	1,122	—	2,515
T. Rowe Price Real Assets Fund - I Class	2,816	296	220	—	3,555
T. Rowe Price Government Reserve Fund, 0.06%	—	□	□	—	391
T. Rowe Price Treasury Reserve Fund, 0.06%	13,464	□	□	—	15,775
T. Rowe Price Short-Term Fund	193	□	□	—	—
Total				\$	61,560^

Capital gain distributions from mutual funds represented \$272 of the net realized gain (loss).

++ Excludes earnings on securities lending collateral, which are subject to rebates and fees as described in Note 4.

+ Investment income comprised \$1,344 of dividend income and \$0 of interest income.

□ Purchase and sale information not shown for cash management funds.

^ The cost basis of investments in affiliated companies was \$57,118.

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

December 31, 2021

STATEMENT OF ASSETS AND LIABILITIES

(\$000s, except shares and per share amounts)

Assets

Investments in securities, at value (cost \$154,730)	\$	213,210
Receivable for investment securities sold		1,167
Interest and dividends receivable		214
Foreign currency (cost \$30)		30
Variation margin receivable on futures contracts		27
Receivable for shares sold		26
Unrealized gain on forward currency exchange contracts		2
Variation margin receivable on centrally cleared swaps		1
Other assets		106
Total assets		<u>214,783</u>

Liabilities

Payable for investment securities purchased		4,786
Obligation to return securities lending collateral		391
Investment management and administrative fees payable		173
Payable for shares redeemed		104
Unrealized loss on forward currency exchange contracts		6
Other liabilities		27
Total liabilities		<u>5,487</u>

NET ASSETS**\$ 209,296****Net Assets Consist of:**

Total distributable earnings (loss)	\$	60,021
Paid-in capital applicable to 9,248,079 shares of \$0.0001 par value capital stock outstanding; 1,000,000,000 shares of the Corporation authorized		<u>149,275</u>

NET ASSETS**\$ 209,296****NET ASSET VALUE PER SHARE****\$ 22.63**

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

STATEMENT OF OPERATIONS

(\$000s)

	Year Ended 12/31/21
Investment Income (Loss)	
Income	
Dividend (net of foreign taxes of \$88)	\$ 2,742
Interest	776
Securities lending	5
Total income	3,523
Expenses	
Investment management and administrative expense	1,861
Waived / paid by Price Associates	(392)
Net expenses	1,469
Net investment income	2,054
Realized and Unrealized Gain / Loss	
Net realized gain (loss)	
Securities (net of foreign taxes of \$1)	19,637
Futures	36
Swaps	37
Forward currency exchange contracts	23
Foreign currency transactions	(6)
Capital gain distributions from mutual funds	272
Net realized gain	19,999
Change in net unrealized gain / loss	
Securities	(2,461)
Futures	60
Swaps	(24)
Forward currency exchange contracts	(25)
Other assets and liabilities denominated in foreign currencies	(6)
Change in net unrealized gain / loss	(2,456)
Net realized and unrealized gain / loss	17,543
INCREASE IN NET ASSETS FROM OPERATIONS	\$ 19,597

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

STATEMENT OF CHANGES IN NET ASSETS

(\$000s)

	Year Ended		
	12/31/21		12/31/20
Increase (Decrease) in Net Assets			
Operations			
Net investment income	\$ 2,054	\$	2,404
Net realized gain	19,999		6,700
Change in net unrealized gain / loss	(2,456)		16,030
Increase in net assets from operations	19,597		25,134
Distributions to shareholders			
Net earnings	(21,441)		(8,849)
Capital share transactions*			
Shares sold	18,455		22,283
Distributions reinvested	21,441		8,849
Shares redeemed	(29,626)		(31,192)
Increase (decrease) in net assets from capital share transactions	10,270		(60)
Net Assets			
Increase during period	8,426		16,225
Beginning of period	200,870		184,645
End of period	\$ 209,296	\$	200,870
*Share information			
Shares sold	758		1,070
Distributions reinvested	959		401
Shares redeemed	(1,235)		(1,514)
Increase (decrease) in shares outstanding	482		(43)

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

NOTES TO FINANCIAL STATEMENTS

T. Rowe Price Equity Series, Inc. (the corporation) is registered under the Investment Company Act of 1940 (the 1940 Act). The Moderate Allocation Portfolio (the fund) is a diversified, open-end management investment company established by the corporation. The fund seeks the highest total return over time consistent with an emphasis on both capital appreciation and income. Shares of the fund are currently offered only to insurance company separate accounts established for the purpose of funding variable annuity contracts and variable life insurance policies.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation The fund is an investment company and follows accounting and reporting guidance in the Financial Accounting Standards Board (FASB) *Accounting Standards Codification* Topic 946 (ASC 946). The accompanying financial statements were prepared in accordance with accounting principles generally accepted in the United States of America (GAAP), including, but not limited to, ASC 946. GAAP requires the use of estimates made by management. Management believes that estimates and valuations are appropriate; however, actual results may differ from those estimates, and the valuations reflected in the accompanying financial statements may differ from the value ultimately realized upon sale or maturity.

Investment Transactions, Investment Income, and Distributions Investment transactions are accounted for on the trade date basis. Income and expenses are recorded on the accrual basis. Realized gains and losses are reported on the identified cost basis. Premiums and discounts on debt securities are amortized for financial reporting purposes. Paydown gains and losses are recorded as an adjustment to interest income. Inflation adjustments to the principal amount of inflation-indexed bonds are reflected as interest income. Income tax-related interest and penalties, if incurred, are recorded as income tax expense. Dividends received from mutual fund investments are reflected as dividend income; capital gain distributions are reflected as realized gain/loss. Dividend income and capital gain distributions are recorded on the ex-dividend date. Distributions from REITs are initially recorded as dividend income and, to the extent such represent a return of capital or capital gain for tax purposes, are reclassified when such information becomes available. Non-cash dividends, if any, are recorded at the fair market value of the asset received. Distributions to shareholders are recorded on the ex-dividend date. Income distributions, if any, are declared and paid quarterly. A capital gain distribution may also be declared and paid by the fund annually.

Currency Translation Assets, including investments, and liabilities denominated in foreign currencies are translated into U.S. dollar values each day at the prevailing exchange rate, using the mean of the bid and asked prices of such currencies against U.S. dollars as provided by an outside pricing service. Purchases and sales of securities, income, and expenses are translated into U.S. dollars at the prevailing exchange rate on the respective date of such transaction. The effect of changes in foreign currency exchange rates on realized and unrealized security gains and losses is not bifurcated from the portion attributable to changes in market prices.

Capital Transactions Each investor's interest in the net assets of the fund is represented by fund shares. The fund's net asset value (NAV) per share is computed at the close of the New York Stock Exchange (NYSE), normally 4 p.m. ET, each day the NYSE is open for business. However, the NAV per share may be calculated at a time other than the normal close of the NYSE if trading on the NYSE is restricted, if the NYSE closes earlier, or as may be permitted by the SEC. Purchases and redemptions of fund shares are transacted at the next-computed NAV per share, after receipt of the transaction order by T. Rowe Price Associates, Inc., or its agents.

New Accounting Guidance In March 2020, the FASB issued Accounting Standards Update (ASU), ASU 2020-04, Reference Rate Reform (Topic 848) – Facilitation of the Effects of Reference Rate Reform on Financial Reporting, which provides optional, temporary relief with respect to the financial reporting of contracts subject to certain types of modifications due to the planned discontinuation of the London Interbank Offered Rate (LIBOR) and other interbank-offered based reference rates as of the end of 2021. In March 2021, the administrator for LIBOR announced the extension of the publication of a majority of the USD LIBOR settings to June 30, 2023. Management expects that the adoption of the guidance will not have a material impact on the fund's financial statements.

Indemnification In the normal course of business, the fund may provide indemnification in connection with its officers and directors, service providers, and/or private company investments. The fund's maximum exposure under these arrangements is unknown; however, the risk of material loss is currently considered to be remote.

NOTE 2 - VALUATION

Fair Value The fund's financial instruments are valued at the close of the NYSE and are reported at fair value, which GAAP defines as the price 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. The T. Rowe Price Valuation Committee (the Valuation Committee) is an internal committee that has been delegated certain responsibilities by the fund's Board of Directors (the Board) to ensure that financial instruments are appropriately priced at fair value in accordance with GAAP and the 1940 Act. Subject to oversight by the Board, the Valuation Committee develops and oversees pricing-related policies and procedures and approves all fair value determinations. Specifically, the Valuation Committee establishes policies and procedures used in valuing financial instruments, including those which cannot be valued in accordance with normal procedures or using pricing vendors; determines pricing techniques, sources, and persons eligible to effect fair value pricing actions; evaluates the services and performance of the pricing vendors; oversees the pricing process to ensure policies and procedures are being followed; and provides guidance on internal controls and valuation-related matters. The Valuation Committee provides periodic reporting to the Board on valuation matters.

Various valuation techniques and inputs are used to determine the fair value of financial instruments. GAAP establishes the following fair value hierarchy that categorizes the inputs used to measure fair value:

Level 1 – quoted prices (unadjusted) in active markets for identical financial instruments that the fund can access at the reporting date

Level 2 – inputs other than Level 1 quoted prices that are observable, either directly or indirectly (including, but not limited to, quoted prices for similar financial instruments in active markets, quoted prices for identical or similar financial instruments in inactive markets, interest rates and yield curves, implied volatilities, and credit spreads)

Level 3 – unobservable inputs (including the fund's own assumptions in determining fair value)

Observable inputs are developed using market data, such as publicly available information about actual events or transactions, and reflect the assumptions that market participants would use to price the financial instrument. Unobservable inputs are those for which market data are not available and are developed using the best information available about the assumptions that market participants would use to price the financial instrument. GAAP requires valuation techniques to maximize the use of relevant observable inputs and minimize the use of unobservable inputs. When multiple inputs are used to derive fair value, the financial instrument is assigned to the level within the fair value hierarchy based on the lowest-level input that is significant to the fair value of the financial instrument. Input levels are not necessarily an indication of the risk or liquidity associated with financial instruments at that level but rather the degree of judgment used in determining those values.

Valuation Techniques Equity securities, including exchange-traded funds, listed or regularly traded on a securities exchange or in the over-the-counter (OTC) market are valued at the last quoted sale price or, for certain markets, the official closing price at the time the valuations are made. OTC Bulletin Board securities are valued at the mean of the closing bid and asked prices. A security that is listed or traded on more than one exchange is valued at the quotation on the exchange determined to be the primary market for such security. Listed securities not traded on a particular day are valued at the mean of the closing bid and asked prices for domestic securities and the last quoted sale or closing price for international securities.

The last quoted prices of non-U.S. equity securities may be adjusted to reflect the fair value of such securities at the close of the NYSE, if the fund determines that developments between the close of a foreign market and the close of the NYSE will affect the value of some or all of its portfolio securities. Each business day, the fund uses information from outside pricing services to evaluate and, if appropriate, decide whether it is necessary to adjust quoted prices to reflect fair value by reviewing a variety of factors, including developments in foreign markets, the performance of U.S. securities markets, and the performance of instruments trading in U.S. markets that represent foreign securities and baskets of foreign securities. The fund uses outside pricing services to provide it with quoted prices and information to evaluate or adjust those prices. The fund cannot predict how often it will use quoted prices and how often it will determine it necessary to adjust those prices to reflect fair value.

Debt securities generally are traded in the over-the-counter (OTC) market and are valued at prices furnished by independent pricing services or by broker dealers who make markets in such securities. When valuing securities, the independent pricing services consider the yield or price of bonds of comparable quality, coupon, maturity, and type, as well as prices quoted by dealers who make markets in such securities.

Investments in mutual funds are valued at the mutual fund's closing NAV per share on the day of valuation. Futures contracts are valued at closing settlement prices. Forward currency exchange contracts are valued using the prevailing forward exchange rate. Swaps are valued at prices furnished by an independent pricing service or independent swap dealers. Assets and liabilities other than financial instruments, including short-term receivables and payables, are carried at cost, or estimated realizable value, if less, which approximates fair value.

Investments for which market quotations or market-based valuations are not readily available or deemed unreliable are valued at fair value as determined in good faith by the Valuation Committee, in accordance with fair valuation policies and procedures. The objective of any fair value pricing determination is to arrive at a price that could reasonably be expected from a current sale. Financial instruments fair valued by the Valuation Committee are primarily private placements, restricted securities, warrants, rights, and other securities that are not publicly traded. Factors used in determining fair value vary by type of investment and may include market or investment specific considerations. The Valuation Committee typically will afford greatest weight to actual prices in arm's length transactions, to the extent they represent orderly transactions between market participants, transaction information can be reliably obtained, and prices are deemed representative of fair value. However, the Valuation Committee may also consider other valuation methods such as market-based valuation multiples; a discount or premium from market value of a similar, freely traded security of the same issuer; discounted cash flows; yield to maturity; or some combination. Fair value determinations are reviewed on a regular basis and updated as information becomes available, including actual purchase and sale transactions of the investment. Because any fair value determination involves a significant amount of judgment, there is a degree of subjectivity inherent in such pricing decisions, and fair value prices determined by the Valuation Committee could differ from those of other market participants.

Valuation Inputs The following table summarizes the fund's financial instruments, based on the inputs used to determine their fair values on December 31, 2021 (for further detail by category, please refer to the accompanying Portfolio of Investments):

(\$000s)	Level 1	Level 2	Level 3	Total Value
Assets				
Fixed Income Securities ¹	\$ —	\$ 40,976	\$ —	\$ 40,976
Bond Mutual Funds	32,565	—	—	32,565
Common Stocks	82,728	27,239	172	110,139
Convertible Preferred Stocks	—	85	450	535
Equity Mutual Funds	12,829	—	—	12,829
Short-Term Investments	15,775	—	—	15,775
Securities Lending Collateral	391	—	—	391
Total Securities	144,288	68,300	622	213,210
Swaps*	—	2	—	2
Forward Currency Exchange Contracts	—	2	—	2
Futures Contracts*	71	—	—	71
Total	\$ 144,359	\$ 68,304	\$ 622	\$ 213,285
Liabilities				
Swaps*	\$ —	\$ 2	\$ —	\$ 2
Forward Currency Exchange Contracts	—	6	—	6
Futures Contracts*	10	—	—	10
Total	\$ 10	\$ 8	\$ —	\$ 18

¹ Includes Asset-Backed Securities, Corporate Bonds, Foreign Government Obligations & Municipalities, Non-U.S. Government Mortgage-Backed Securities, U.S. Government & Agency Mortgage-Backed Securities and U.S. Government Agency Obligations (Excluding Mortgage-Backed).

* The fair value presented includes cumulative gain (loss) on open futures contracts and centrally cleared swaps; however, the net value reflected on the accompanying Portfolio of Investments is only the unsettled variation margin receivable (payable) at that date.

NOTE 3 - DERIVATIVE INSTRUMENTS

During the year ended December 31, 2021, the fund invested in derivative instruments. As defined by GAAP, a derivative is a financial instrument whose value is derived from an underlying security price, foreign exchange rate, interest rate, index of prices or rates, or other variable; it requires little or no initial investment and permits or requires net settlement. The fund invests in derivatives only if the expected risks and rewards are consistent with its investment objectives, policies, and overall risk profile, as described in its prospectus and Statement of Additional Information. The fund may use derivatives for a variety of purposes and may use them to establish both long and short positions within the fund's portfolio. Potential uses include to hedge against declines in principal value, increase yield, invest in an asset with greater efficiency and at a lower cost than is possible through direct investment, to enhance return, or to adjust credit exposure. The risks associated with the use of derivatives are different from, and potentially much greater than, the risks associated with investing directly in the instruments on which the derivatives are based. The fund at all times maintains sufficient cash reserves, liquid assets, or other SEC-permitted asset types to cover its settlement obligations under open derivative contracts.

The fund values its derivatives at fair value and recognizes changes in fair value currently in its results of operations. Accordingly, the fund does not follow hedge accounting, even for derivatives employed as economic hedges. Generally, the fund accounts for its derivatives on a gross basis. It does not offset the fair value of derivative liabilities against the fair value of derivative assets on its financial statements, nor does it offset the fair value of derivative instruments against the right to reclaim or obligation to return collateral. The following table summarizes the fair value of the fund's derivative instruments held as of December 31, 2021, and the related location on the accompanying Statement of Assets and Liabilities, presented by primary underlying risk exposure:

(\$000s)	Location on Statement of Assets and Liabilities	Fair Value*
Assets		
Interest rate derivatives	Futures	\$ 71
Foreign exchange derivatives	Forwards	2
Credit derivatives	Bilateral Swaps and Premiums, Centrally Cleared Swaps	2
Total		\$ 75
Liabilities		
Interest rate derivatives	Futures	\$ 10
Foreign exchange derivatives	Forwards	6
Credit derivatives	Centrally Cleared Swaps	2
Total		\$ 18

* The fair value presented includes cumulative gain (loss) on open futures contracts and centrally cleared swaps; however, the value reflected on the accompanying Statement of Assets and Liabilities is only the unsettled variation margin receivable (payable) at that date.

Additionally, the amount of gains and losses on derivative instruments recognized in fund earnings during the year ended December 31, 2021, and the related location on the accompanying Statement of Operations is summarized in the following table by primary underlying risk exposure:

(\$000s)	Location of Gain (Loss) on Statement of Operations				
	Futures	Forward Currency Exchange Contracts	Swaps	Total	
Realized Gain (Loss)					
Interest rate derivatives	\$ 36	\$ —	\$ —	\$	36
Foreign exchange derivatives	—	23	—		23
Credit derivatives	—	—	37		37
Total	\$ 36	\$ 23	\$ 37	\$	96
Change in Unrealized Gain (Loss)					
Interest rate derivatives	\$ 60	\$ —	\$ —	\$	60
Foreign exchange derivatives	—	(25)	—		(25)
Credit derivatives	—	—	(24)		(24)
Total	\$ 60	\$ (25)	\$ (24)	\$	11

Counterparty Risk and Collateral The fund invests in derivatives in various markets, which expose it to differing levels of counterparty risk. Counterparty risk on exchange-traded and centrally cleared derivative contracts, such as futures, exchange-traded options, and centrally cleared swaps, is minimal because the clearinghouse provides protection against counterparty defaults. For futures and centrally cleared swaps, the fund is required to deposit collateral in an amount specified by the clearinghouse and the clearing firm (margin requirement), and the margin requirement must be maintained over the life of the contract. Each clearinghouse and clearing firm, in its sole discretion, may adjust the margin requirements applicable to the fund.

Derivatives, such as bilateral swaps, forward currency exchange contracts, and OTC options, that are transacted and settle directly with a counterparty (bilateral derivatives) may expose the fund to greater counterparty risk. To mitigate this risk, the fund has entered into master netting arrangements (MNAs) with certain counterparties that permit net settlement under specified conditions and, for certain counterparties, also require the exchange of collateral to cover mark-to-market exposure. MNAs may be in the form of International Swaps and Derivatives Association master agreements (ISDAs) or foreign exchange letter agreements (FX letters).

MNAs provide the ability to offset amounts the fund owes a counterparty against amounts the counterparty owes the fund (net settlement). Both ISDAs and FX letters generally allow termination of transactions and net settlement upon the occurrence of contractually specified events, such as failure to pay or bankruptcy. In addition, ISDAs specify other events, the occurrence of which would allow one of the parties to terminate. For example, a downgrade in credit rating of a counterparty below a specified rating would allow the fund to terminate, while a decline in the fund's net assets of more than a specified percentage would allow the counterparty to terminate. Upon termination, all transactions with that counterparty would be liquidated and a net termination amount settled. ISDAs typically include collateral agreements whereas FX letters do not. Collateral requirements are determined daily based on the net aggregate unrealized gain or loss on all bilateral derivatives with a counterparty, subject to minimum transfer amounts that typically range from \$100,000 to \$250,000. Any additional collateral required due to changes in security values is typically transferred the next business day.

Collateral may be in the form of cash or debt securities issued by the U.S. government or related agencies, although other securities may be used depending on the terms outlined in the applicable MNA. Cash posted by the fund is reflected as cash deposits in the accompanying financial statements and generally is restricted from withdrawal by the fund; securities posted by the fund are so noted in the accompanying Portfolio of Investments; both remain in the fund's assets. Collateral pledged by counterparties is not included in the fund's assets because the fund does not obtain effective control over those assets. For bilateral derivatives, collateral posted or received by the fund is held in a segregated account at the fund's custodian. While typically not sold in the same manner as equity or fixed income securities, exchange-traded or centrally cleared derivatives may be closed out only on the exchange or clearinghouse where the contracts were cleared, and OTC and bilateral derivatives may be unwound with counterparties or transactions assigned to other counterparties to allow the fund to exit the transaction. This ability is subject to the liquidity of underlying positions. As of December 31, 2021, no collateral was pledged by either the fund or counterparties for bilateral derivatives. As of December 31, 2021, securities valued at \$599,000 had been posted by the fund for exchange-traded and/or centrally cleared derivatives.

Forward Currency Exchange Contracts The fund is subject to foreign currency exchange rate risk in the normal course of pursuing its investment objectives. It uses forward currency exchange contracts (forwards) primarily to protect its non-U.S. dollar-denominated securities from adverse currency movements. A forward involves an obligation to purchase or sell a fixed amount of a specific currency on a future date at a price set at the time of the contract. Although certain forwards may be settled by exchanging only the net gain or loss on the contract, most forwards are settled with the exchange of the underlying currencies in accordance with the specified terms. Forwards are valued at the unrealized gain or loss on the contract, which reflects the net amount the fund either is entitled to receive or obligated to deliver, as measured by the difference between the forward exchange rates at the date of entry into the contract and the forward rates at the reporting date. Appreciated forwards are reflected as assets and depreciated forwards are reflected as liabilities on the accompanying Statement of Assets and Liabilities. Risks related to the use of forwards include the possible failure of counterparties to meet the terms of the agreements; that anticipated currency movements will not occur, thereby reducing the fund's total return; and the potential for losses in excess of the fund's initial investment. During the year ended December 31, 2021, the volume of the fund's activity in forwards, based on underlying notional amounts, was generally less than 1% of net assets.

Futures Contracts The fund is subject to interest rate risk in the normal course of pursuing its investment objectives and uses futures contracts to help manage such risk. The fund may enter into futures contracts to manage exposure to interest rates, security prices, foreign currencies, and credit quality; as an efficient means of adjusting exposure to all or part of a target market; to enhance income; as a cash management tool; or to adjust credit exposure. A futures contract provides for the future sale by one party and purchase by another of a specified amount of a specific underlying financial instrument at an agreed-upon price, date, time, and place. The fund currently invests only in exchange-traded futures, which generally are standardized as to maturity date, underlying financial instrument, and other contract terms. Payments are made or received by the fund each day to settle daily fluctuations in the value of the contract (variation margin), which reflect changes in the value of the underlying financial instrument. Variation margin is recorded as unrealized gain or loss until the contract is closed. The value of a futures contract included in net assets is the amount of unsettled variation margin; net variation margin receivable is reflected as an asset and net variation margin payable is reflected as a liability on the accompanying Statement of Assets and Liabilities. Risks related to the use of futures contracts include possible illiquidity of the futures markets, contract prices that can be highly volatile and imperfectly correlated to movements in hedged security values and/or interest rates, and potential losses in excess of the fund's initial investment. During the year ended December 31, 2021, the volume of the fund's activity in futures, based on underlying notional amounts, was generally between 2% and 6% of net assets.

Swaps The fund is subject to credit risk in the normal course of pursuing its investment objectives and uses swap contracts to help manage such risk. The fund may use swaps in an effort to manage both long and short exposure to changes in interest rates, inflation rates, and credit quality; to adjust overall exposure to certain markets; to enhance total return or protect the value of portfolio securities; to serve as a cash management tool; or to adjust credit exposure. Swap agreements can be settled either directly with the counterparty (bilateral swap) or through a central clearinghouse (centrally cleared swap). Fluctuations in the fair value of a contract are reflected in unrealized gain or loss and are reclassified to realized gain or loss upon contract termination or cash settlement. Net periodic receipts or payments required by a contract increase or decrease, respectively, the value of the contract until the contractual payment date, at which time such amounts are reclassified from unrealized to realized gain or loss. For bilateral swaps, cash payments are made or received by the fund on a periodic basis in accordance with contract terms; unrealized gain on contracts and premiums paid are reflected as assets and unrealized loss on contracts and premiums received are reflected as liabilities on the accompanying Statement of Assets and Liabilities. For bilateral swaps, premiums paid or received are amortized over the life of the swap and are recognized as realized gain or loss in the Statement of Operations. For centrally cleared swaps, payments are made or received by the fund each day to settle the daily

fluctuation in the value of the contract (variation margin). Accordingly, the value of a centrally cleared swap included in net assets is the unsettled variation margin; net variation margin receivable is reflected as an asset and net variation margin payable is reflected as a liability on the accompanying Statement of Assets and Liabilities.

Credit default swaps are agreements where one party (the protection buyer) agrees to make periodic payments to another party (the protection seller) in exchange for protection against specified credit events, such as certain defaults and bankruptcies related to an underlying credit instrument, or issuer or index of such instruments. Upon occurrence of a specified credit event, the protection seller is required to pay the buyer the difference between the notional amount of the swap and the value of the underlying credit, either in the form of a net cash settlement or by paying the gross notional amount and accepting delivery of the relevant underlying credit. For credit default swaps where the underlying credit is an index, a specified credit event may affect all or individual underlying securities included in the index and will be settled based upon the relative weighting of the affected underlying security(ies) within the index. Generally, the payment risk for the seller of protection is inversely related to the current market price or credit rating of the underlying credit or the market value of the contract relative to the notional amount, which are indicators of the markets' valuation of credit quality. As of December 31, 2021, the notional amount of protection sold by the fund totaled \$2,289,000 (1.1% of net assets), which reflects the maximum potential amount the fund could be required to pay under such contracts. Risks related to the use of credit default swaps include the possible inability of the fund to accurately assess the current and future creditworthiness of underlying issuers, the possible failure of a counterparty to perform in accordance with the terms of the swap agreements, potential government regulation that could adversely affect the fund's swap investments, and potential losses in excess of the fund's initial investment.

During the year ended December 31, 2021, the volume of the fund's activity in swaps, based on underlying notional amounts, was generally between 0% and 3% of net assets.

NOTE 4 - OTHER INVESTMENT TRANSACTIONS

Consistent with its investment objective, the fund engages in the following practices to manage exposure to certain risks and/or to enhance performance. The investment objective, policies, program, and risk factors of the fund are described more fully in the fund's prospectus and Statement of Additional Information.

Emerging and Frontier Markets The fund invests, either directly or through investments in other T. Rowe Price funds, in securities of companies located in, issued by governments of, or denominated in or linked to the currencies of emerging and frontier market countries. Emerging markets, and to a greater extent frontier markets, generally have economic structures that are less diverse and mature, and political systems that are less stable, than developed countries. These markets may be subject to greater political, economic, and social uncertainty and differing regulatory environments that may potentially impact the fund's ability to buy or sell certain securities or repatriate proceeds to U.S. dollars. Such securities are often subject to greater price volatility, less liquidity, and higher rates of inflation than U.S. securities. Investing in frontier markets is significantly riskier than investing in other countries, including emerging markets.

Restricted Securities The fund invests in securities that are subject to legal or contractual restrictions on resale. Prompt sale of such securities at an acceptable price may be difficult and may involve substantial delays and additional costs.

Collateralized Loan Obligations The fund invests in collateralized loan obligations (CLOs) which are entities backed by a diversified pool of syndicated bank loans. The cash flows of the CLO can be split into multiple segments, called "tranches" or "classes", which will vary in risk profile and yield. The riskiest segments, which are the subordinate or "equity" tranches, bear the greatest risk of loss from defaults in the underlying assets of the CLO and serve to protect the other, more senior, tranches. Senior tranches will typically have higher credit ratings and lower yields than the securities underlying the CLO. Despite the protection from the more junior tranches, senior tranches can experience substantial losses.

Mortgage-Backed Securities The fund invests in mortgage-backed securities (MBS or pass-through certificates) that represent an interest in a pool of specific underlying mortgage loans and entitle the fund to the periodic payments of principal and interest from those mortgages. MBS may be issued by government agencies or corporations, or private issuers. Most MBS issued by government agencies are guaranteed; however, the degree of protection differs based on the issuer. The fund also invests in stripped MBS, created when a traditional MBS is split into an interest-only (IO) and a principal-only (PO) strip. MBS, including IOs and POs, are sensitive to

changes in economic conditions that affect the rate of prepayments and defaults on the underlying mortgages; accordingly, the value, income, and related cash flows from MBS may be more volatile than other debt instruments. IOs also risk loss of invested principal from faster-than-anticipated prepayments.

TBA Purchase, Sale Commitments and Forward Settling Mortgage Obligations The fund enters into to-be-announced (TBA) purchase or sale commitments (collectively, TBA transactions), pursuant to which it agrees to purchase or sell, respectively, mortgage-backed securities for a fixed unit price, with payment and delivery at a scheduled future date beyond the customary settlement period for such securities. With TBA transactions, the particular securities to be received or delivered by the fund are not identified at the trade date; however, the securities must meet specified terms, including rate and mortgage term, and be within industry-accepted “good delivery” standards. The fund may enter into TBA transactions with the intention of taking possession of or relinquishing the underlying securities, may elect to extend the settlement by “rolling” the transaction, and/or may use TBA transactions to gain or reduce interim exposure to underlying securities. Until settlement, the fund maintains liquid assets sufficient to settle its commitment to purchase a TBA or, in the case of a sale commitment, the fund maintains an entitlement to the security to be sold.

To mitigate counterparty risk, the fund has entered into Master Securities Forward Transaction Agreements (MSFTA) with counterparties that provide for collateral and the right to offset amounts due to or from those counterparties under specified conditions. Subject to minimum transfer amounts, collateral requirements are determined and transfers made based on the net aggregate unrealized gain or loss on all TBA commitments and other forward settling mortgage obligations with a particular counterparty (collectively, MSFTA Transactions). At any time, the fund’s risk of loss from a particular counterparty related to its MSFTA Transactions is the aggregate unrealized gain on appreciated MSFTA Transactions in excess of unrealized loss on depreciated MSFTA Transactions and collateral received, if any, from such counterparty. As of December 31, 2021, no collateral was pledged by the fund or counterparties for MSFTA Transactions.

Private Investments Issued by Special Purpose Acquisition Companies Special purpose acquisition companies (SPACs) are shell companies that have no operations but are formed to raise capital with the intention of merging with or acquiring a company with the proceeds of the SPAC’s initial public offering (IPO). The fund may enter into a contingent commitment with a SPAC to purchase private investments in public equity (PIPE) if and when the SPAC completes its merger or acquisition. The fund maintains liquid assets sufficient to settle its commitment to purchase the PIPE. However, if the commitment expires, then no shares are purchased. Purchased PIPE shares will be restricted from trading until the registration statement for the shares is declared effective. Upon registration, the shares can be freely sold; however, in certain circumstances, the issuer may have the right to temporarily suspend trading of the shares in the first year after the merger or acquisition. The securities issued by a SPAC may be considered illiquid, more difficult to value, and/or be subject to restrictions on resale.

LIBOR Transition The fund may invest in instruments that are tied to reference rates, including LIBOR. On March 5, 2021, the ICE Benchmark Administration Limited, the administrator of LIBOR, announced its intention to cease publishing a majority of the USD LIBOR settings immediately after publication on June 30, 2023, with the remaining USD LIBOR settings to end immediately after publication on December 31, 2021. There remains uncertainty regarding the future utilization of LIBOR and the nature of any replacement rate. Any potential effects of the transition away from LIBOR on the fund, or on certain instruments in which the fund invests, cannot yet be determined. The transition process may result in, among other things, an increase in volatility or illiquidity of markets for instruments that currently rely on LIBOR, a reduction in the value of certain instruments held by the fund, or a reduction in the effectiveness of related fund transactions such as hedges. Any such effects could have an adverse impact on the fund’s performance.

Securities Lending The fund may lend its securities to approved borrowers to earn additional income. Its securities lending activities are administered by a lending agent in accordance with a securities lending agreement. Security loans generally do not have stated maturity dates, and the fund may recall a security at any time. The fund receives collateral in the form of cash or U.S. government securities. Collateral is maintained over the life of the loan in an amount not less than the value of loaned securities; any additional collateral required due to changes in security values is delivered to the fund the next business day. Cash collateral is invested in accordance with investment guidelines approved by fund management. Additionally, the lending agent indemnifies the fund against losses resulting from borrower default. Although risk is mitigated by the collateral and indemnification, the fund could experience a delay in recovering its securities and a possible loss of income or value if the borrower fails to return the securities, collateral investments decline in value, and the lending agent fails to perform. Securities lending revenue consists of earnings on invested collateral and borrowing fees, net of any rebates to the borrower, compensation to the lending agent, and other administrative costs.

In accordance with GAAP, investments made with cash collateral are reflected in the accompanying financial statements, but collateral received in the form of securities is not. At December 31, 2021, the value of loaned securities was \$376,000; the value of cash collateral and related investments was \$391,000.

Other Purchases and sales of portfolio securities other than short-term and U.S. government securities aggregated \$74,443,000 and \$89,941,000, respectively, for the year ended December 31, 2021. Purchases and sales of U.S. government securities aggregated \$83,259,000 and \$77,154,000, respectively, for the year ended December 31, 2021.

NOTE 5 - FEDERAL INCOME TAXES

Generally, no provision for federal income taxes is required since the fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code and distribute to shareholders all of its taxable income and gains. Distributions determined in accordance with federal income tax regulations may differ in amount or character from net investment income and realized gains for financial reporting purposes.

The fund files U.S. federal, state, and local tax returns as required. The fund's tax returns are subject to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return but which can be extended to six years in certain circumstances. Tax returns for open years have incorporated no uncertain tax positions that require a provision for income taxes.

Financial reporting records are adjusted for permanent book/tax differences to reflect tax character but are not adjusted for temporary differences. The permanent book/tax adjustments have no impact on results of operations or net assets and relate primarily to the character of foreign capital gains taxes.

Distributions during the years ended December 31, 2021 and December 31, 2020, were characterized for tax purposes as follows:

(\$000s)		
	December 31, 2021	December 31, 2020
Ordinary income	\$ 5,550	\$ 2,922
Long-term capital gain	15,891	5,927
Total distributions	<u>\$ 21,441</u>	<u>\$ 8,849</u>

At December 31, 2021, the tax-basis cost of investments, including derivatives, and components of net assets were as follows:

(\$000s)		
Cost of investments		\$ 156,604
Unrealized appreciation		\$ 60,275
Unrealized depreciation		(3,551)
Net unrealized appreciation (depreciation)		<u>56,724</u>
Undistributed ordinary income		273
Undistributed long-term capital gain		3,030
Late-year ordinary loss deferrals		(6)
Paid-in capital		149,275
Net assets		<u>\$ 209,296</u>

The difference between book-basis and tax-basis net unrealized appreciation (depreciation) is attributable to the deferral of losses from wash sales and the realization of gains/losses on passive foreign investment companies and/or certain open derivative contracts for tax purposes. In accordance with federal tax laws applicable to investment companies, net specified losses realized between November 1 and December 31 are not recognized for tax purposes until the subsequent year (late-year ordinary loss deferrals); however, such losses are recognized for financial reporting purposes in the year realized.

NOTE 6 - FOREIGN TAXES

The fund is subject to foreign income taxes imposed by certain countries in which it invests. Additionally, capital gains realized upon disposition of securities issued in or by certain foreign countries are subject to capital gains tax imposed by those countries. All taxes are computed in accordance with the applicable foreign tax law, and, to the extent permitted, capital losses are used to offset capital gains. Taxes attributable to income are accrued by the fund as a reduction of income. Current and deferred tax expense attributable to capital gains is reflected as a component of realized or change in unrealized gain/loss on securities in the accompanying financial statements. To the extent that the fund has country specific capital loss carryforwards, such carryforwards are applied against net unrealized gains when determining the deferred tax liability. Any deferred tax liability incurred by the fund is included in either Other liabilities or Deferred tax liability on the accompanying Statement of Assets and Liabilities.

NOTE 7 - RELATED PARTY TRANSACTIONS

The fund is managed by T. Rowe Price Associates, Inc. (Price Associates), a wholly owned subsidiary of T. Rowe Price Group, Inc. (Price Group). The investment management and administrative agreement between the fund and Price Associates provides for an all-inclusive annual fee equal to 0.90% of the fund's average daily net assets. The fee is computed daily and paid monthly. The all-inclusive fee covers investment management services and ordinary, recurring operating expenses but does not cover interest expense; expenses related to borrowing, taxes, and brokerage; or nonrecurring expenses. Effective July 1, 2018, Price Associates has contractually agreed, at least through April 30, 2022 to waive a portion of its management fee in order to limit the fund's management fee to 0.85% of the fund's average daily net assets. Thereafter, this agreement automatically renews for one-year terms unless terminated or modified by the fund's Board. Fees waived and expenses paid under this agreement are not subject to reimbursement to Price Associates by the fund. The total management fees waived were \$103,000 for the year ended December 31, 2021.

The fund may invest its cash reserves in certain open-end management investment companies managed by Price Associates and considered affiliates of the fund: the T. Rowe Price Government Reserve Fund or the T. Rowe Price Treasury Reserve Fund, organized as money market funds, or the T. Rowe Price Short-Term Fund, a short-term bond fund (collectively, the Price Reserve Funds). The Price Reserve Funds are offered as short-term investment options to mutual funds, trusts, and other accounts managed by Price Associates or its affiliates and are not available for direct purchase by members of the public. Cash collateral from securities lending, if any, is invested in the T. Rowe Price Government Reserve Fund; prior to December 13, 2021, the cash collateral from securities lending was invested in the T. Rowe Price Short-Term Fund. The Price Reserve Funds pay no investment management fees.

The fund may also invest in certain other T. Rowe Price funds (Price Funds) as a means of gaining efficient and cost-effective exposure to certain markets. The fund does not invest for the purpose of exercising management or control; however, investments by the fund may represent a significant portion of an underlying Price Fund's net assets. Each underlying Price Fund is an open-end management investment company managed by Price Associates and is considered an affiliate of the fund. To ensure that the fund does not incur duplicate management fees (paid by the underlying Price Fund(s) and the fund), Price Associates has agreed to permanently waive a portion of its management fee charged to the fund in an amount sufficient to fully offset that portion of management fees paid by each underlying Price Fund related to the fund's investment therein. Annual management fee rates and amounts waived related to investments in the underlying Price Fund(s) for the year ended December 31, 2021, are as follows:

(\$000s)	Effective Management Fee Rate	Management Fee Waived
T. Rowe Price Inflation Protected Bond Fund - I Class	0.17%	\$ —
T. Rowe Price Institutional Emerging Markets Bond Fund	0.70%	55
T. Rowe Price Institutional Emerging Markets Equity Fund	1.10%	105
T. Rowe Price Institutional Floating Rate Fund - Institutional Class	0.55%	7
T. Rowe Price Institutional High Yield Fund - Institutional Class	0.50%	58
T. Rowe Price International Bond Fund - I Class	0.48%	39
T. Rowe Price Limited Duration Inflation Focused Bond Fund - I Class	0.25%	4
T. Rowe Price Real Assets Fund - I Class	0.63%	21
Total Management Fee Waived		\$ 289

The fund may participate in securities purchase and sale transactions with other funds or accounts advised by Price Associates (cross trades), in accordance with procedures adopted by the fund's Board and Securities and Exchange Commission rules, which require, among other things, that such purchase and sale cross trades be effected at the independent current market price of the security. During the year ended December 31, 2021, the fund had no purchases or sales cross trades with other funds or accounts advised by Price Associates.

Price Associates has voluntarily agreed to reimburse the fund from its own resources on a monthly basis for the cost of investment research embedded in the cost of the fund's securities trades. This agreement may be rescinded at any time. For the year ended December 31, 2021, this reimbursement amounted to \$3,000, which is included in Net realized gain (loss) on Securities in the Statement of Operations.

NOTE 8 - OTHER MATTERS

Unpredictable events such as environmental or natural disasters, war, terrorism, pandemics, outbreaks of infectious diseases, and similar public health threats may significantly affect the economy and the markets and issuers in which a fund invests. Certain events may cause instability across global markets, including reduced liquidity and disruptions in trading markets, while some events may affect certain geographic regions, countries, sectors, and industries more significantly than others, and exacerbate other pre-existing political, social, and economic risks. The fund's performance could be negatively impacted if the value of a portfolio holding were harmed by such events. Since 2020, a novel strain of coronavirus (COVID-19) has resulted in disruptions to global business activity and caused significant volatility and declines in global financial markets. The duration of this outbreak or others and their effects cannot be determined with certainty.

Report of Independent Registered Public Accounting Firm

**To the Board of Directors of T. Rowe Price Equity Series, Inc.
and Shareholders of T. Rowe Price Moderate Allocation Portfolio**

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the portfolio of investments, of T. Rowe Price Moderate Allocation Portfolio (one of the portfolios constituting T. Rowe Price Equity Series, Inc., referred to hereafter as the “Fund”) as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodians, transfer agent and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP
Baltimore, Maryland
February 8, 2022

We have served as the auditor of one or more investment companies in the T. Rowe Price group of investment companies since 1973.

TAX INFORMATION (UNAUDITED) FOR THE TAX YEAR ENDED 12/31/21

We are providing this information as required by the Internal Revenue Code. The amounts shown may differ from those elsewhere in this report because of differences between tax and financial reporting requirements.

The fund's distributions to shareholders included:

- \$3,531,000 from short-term capital gains
- \$15,891,000 from long-term capital gains, subject to a long-term capital gains tax rate of not greater than 20%

For taxable non-corporate shareholders, \$1,405,000 of the fund's income represents qualified dividend income subject to a long-term capital gains tax rate of not greater than 20%.

For corporate shareholders, \$629,000 of the fund's income qualifies for the dividends-received deduction.

For individuals and certain trusts and estates which are entitled to claim a deduction of up to 20% of their combined qualified real estate investment trust (REIT) dividends, \$31,000 of the fund's income qualifies as qualified real estate investment trust (REIT) dividends.

INFORMATION ON PROXY VOTING POLICIES, PROCEDURES, AND RECORDS

A description of the policies and procedures used by T. Rowe Price funds to determine how to vote proxies relating to portfolio securities is available in each fund's Statement of Additional Information. You may request this document by calling 1-800-225-5132 or by accessing the SEC's website, sec.gov.

The description of our proxy voting policies and procedures is also available on our corporate website. To access it, please visit the following Web page:

<https://www.troweprice.com/corporate/en/utility/policies.html>

Scroll down to the section near the bottom of the page that says, "Proxy Voting Policies." Click on the Proxy Voting Policies link in the shaded box.

Each fund's most recent annual proxy voting record is available on our website and through the SEC's website. To access it through T. Rowe Price, visit the website location shown above, and scroll down to the section near the bottom of the page that says, "Proxy Voting Records." Click on the Proxy Voting Records link in the shaded box.

HOW TO OBTAIN QUARTERLY PORTFOLIO HOLDINGS

The fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The fund's reports on Form N-PORT are available electronically on the SEC's website (sec.gov). In addition, most T. Rowe Price funds disclose their first and third fiscal quarter-end holdings on **troweprice.com**.

APPROVAL OF INVESTMENT SUBADVISORY AGREEMENT

At a meeting held on July 27, 2021 (July Meeting), the fund's Board of Directors (Board) considered the initial approval of an investment subadvisory agreement (Subadvisory Agreement) between T. Rowe Price Associates, Inc. (Advisor), and T. Rowe Price Investment Management, Inc. (Subadvisor), with respect to the fund. The Subadvisory Agreement, which will become effective on March 7, 2022, authorizes the Subadvisor to have investment discretion with respect to all or a portion of the fund's portfolio. The Board noted that the Subadvisory Agreement will be substantially similar to other subadvisory agreements that are in place for other T. Rowe Price funds that delegate investment management responsibilities to affiliated investment advisers. The Advisor will retain oversight responsibilities with respect to the fund. However, there will be information barriers between investment personnel of the Advisor and Subadvisor that restrict the sharing of certain information, such as investment research, trading, and proxy voting.

At the July Meeting, the Board reviewed materials relevant to its consideration of the proposed Subadvisory Agreement. Each year, the Board considers the continuation of the investment management agreement (Advisory Contract) between the fund and the Advisor. The fund's Advisory Contract was most recently approved by the Board at a meeting held on March 8–9, 2021 (March Meeting). A discussion of the basis for the Board's approval of the Advisory Contract is included in the fund's semiannual shareholder report for the period ended June 30, 2021. The factors considered by the Board at the July meeting in connection with approval of the proposed Subadvisory Agreement were substantially similar to the factors considered at the March Meeting in connection with the approval to continue the Advisory Contract. However, at the July Meeting, the Board also considered that the Subadvisor will have its own investment platform and investment management leadership, all of whom will transition from the Advisor to the Subadvisor, and the Advisor and Subadvisor will implement information barriers restricting the sharing of investment information and voting activity. The independent directors were assisted in their evaluation of the Subadvisory Contract by independent legal counsel from whom they received separate legal advice and with whom they met separately.

Following discussion at the July Meeting, the Board, including all of the fund's independent directors, approved the Subadvisory Contract between the Advisor and Subadvisor on behalf of the fund. No single factor was considered in isolation or to be determinative to the decision. Rather, the Board concluded, in light of a weighting and balancing of all factors considered, that it was in the best interests of the fund and its shareholders for the Board to approve the Subadvisory Contract effective March 7, 2022.

LIQUIDITY RISK MANAGEMENT PROGRAM

In accordance with Rule 22e-4 (Liquidity Rule) under the Investment Company Act of 1940, as amended, the fund has established a liquidity risk management program (Liquidity Program) reasonably designed to assess and manage the fund's liquidity risk, which generally represents the risk that the fund would not be able to meet redemption requests without significant dilution of remaining investors' interests in the fund. The fund's Board of Directors (Board) has appointed the fund's investment advisor, T. Rowe Price Associates, Inc. (Price Associates), as the administrator of the Liquidity Program. As administrator, Price Associates is responsible for overseeing the day-to-day operations of the Liquidity Program and, among other things, is responsible for assessing, managing, and reviewing with the Board at least annually the liquidity risk of each T. Rowe Price fund. Price Associates has delegated oversight of the Liquidity Program to a Liquidity Risk Committee (LRC), which is a cross-functional committee composed of personnel from multiple departments within Price Associates.

The Liquidity Program's principal objectives include supporting the T. Rowe Price funds' compliance with limits on investments in illiquid assets and mitigating the risk that the fund will be unable to timely meet its redemption obligations. The Liquidity Program also includes a number of elements that support the management and assessment of liquidity risk, including an annual assessment of factors that influence the fund's liquidity and the periodic classification and reclassification of a fund's investments into categories that reflect the LRC's assessment of their relative liquidity under current market conditions. Under the Liquidity Program, every investment held by the fund is classified at least monthly into one of four liquidity categories based on estimations of the investment's ability to be sold during designated time frames in current market conditions without significantly changing the investment's market value.

As required by the Liquidity Rule, at a meeting held on July 27, 2021, the Board was presented with an annual assessment prepared by the LRC, on behalf of Price Associates, that addressed the operation of the Liquidity Program and assessed its adequacy and effectiveness of implementation, including any material changes to the Liquidity Program and the determination of each fund's Highly Liquid Investment Minimum (HLIM). The annual assessment included consideration of the following factors, as applicable: the fund's investment strategy and liquidity of portfolio investments during normal and reasonably foreseeable stressed conditions, including whether the investment strategy is appropriate for an open-end fund, the extent to which the strategy involves a relatively concentrated portfolio or large positions in particular issuers, and the use of borrowings for investment purposes and derivatives; short-term and long-term cash flow projections covering both normal and reasonably foreseeable stressed conditions; and holdings of cash and cash equivalents, as well as available borrowing arrangements.

For the fund and other T. Rowe Price funds, the annual assessment incorporated a report related to a fund's holdings, shareholder and portfolio concentration, any borrowings during the period, cash flow projections, and other relevant data for the period of April 1, 2020, through March 31, 2021. The report described the methodology for classifying a fund's investments (including derivative transactions) into one of four liquidity categories, as well as the percentage of a fund's investments assigned to each category. It also explained the methodology for establishing a fund's HLIM and noted that the LRC reviews the HLIM assigned to each fund no less frequently than annually.

During the period covered by the annual assessment, the LRC has concluded, and reported to the Board, that the Liquidity Program continues to operate adequately and effectively and is reasonably designed to assess and manage the fund's liquidity risk.

ABOUT THE PORTFOLIO'S DIRECTORS AND OFFICERS

Your fund is overseen by a Board of Directors (Board) that meets regularly to review a wide variety of matters affecting or potentially affecting the fund, including performance, investment programs, compliance matters, advisory fees and expenses, service providers, and business and regulatory affairs. The Board elects the fund's officers, who are listed in the final table. At least 75% of the Board's members are considered to be independent, i.e., not "interested persons" as defined in Section 2(a)(19) of the 1940 Act, of the Boards of T. Rowe Price Associates, Inc. (T. Rowe Price), and its affiliates; "interested" directors and officers are employees of T. Rowe Price. The business address of each director and officer is 100 East Pratt Street, Baltimore, Maryland 21202. The Statement of Additional Information includes additional information about the fund directors and is available without charge by calling a T. Rowe Price representative at 1-800-638-5660.

INDEPENDENT DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
Teresa Bryce Bazemore (1959) 2018 [204]	President and Chief Executive Officer, Federal Home Loan Bank of San Francisco (2021 to present); President, Radian Guaranty (2008 to 2017); Chief Executive Officer, Bazemore Consulting LLC (2018 to 2021); Director, Chimera Investment Corporation (2017 to 2021); Director, First Industrial Realty Trust (2020 to present); Director, Federal Home Loan Bank of Pittsburgh (2017 to 2019)
Ronald J. Daniels (1959) 2018 [204]	President, The Johns Hopkins University ^(b) and Professor, Political Science Department, The Johns Hopkins University (2009 to present); Director, Lyndhurst Holdings (2015 to present); Director, BridgeBio Pharma, Inc. (2020 to present)
Bruce W. Duncan (1951) 2013 [204]	President, Chief Executive Officer, and Director, CyrusOne, Inc. (2020 to 2021); Chief Executive Officer and Director (2009 to 2016), Chair of the Board (2016 to 2020), and President (2009 to 2016), First Industrial Realty Trust, owner and operator of industrial properties; Chair of the Board (2005 to 2016) and Director (1999 to 2016), Starwood Hotels & Resorts, a hotel and leisure company; Member, Investment Company Institute Board of Governors (2017 to 2019); Member, Independent Directors Council Governing Board (2017 to 2019); Senior Advisor, KKR (2018 to present); Director, Boston Properties (2016 to present); Director, Marriott International, Inc. (2016 to 2020)
Robert J. Gerrard, Jr. (1952) 2012 [204]	Advisory Board Member, Pipeline Crisis/Winning Strategies, a collaborative working to improve opportunities for young African Americans (1997 to 2016); Chair of the Board, all funds (July 2018 to present)
Paul F. McBride (1956) 2013 [204]	Advisory Board Member, Vizzia Technologies (2015 to present); Board Member, Dunbar Armored (2012 to 2018)
Cecilia E. Rouse, Ph.D. ^(c) (1963) 2012 [0]	Dean, Princeton School of Public and International Affairs (2012 to present); Professor and Researcher, Princeton University (1992 to present); Director of Education Studies Committee, MDRC, a nonprofit education and social policy research organization (2011 to 2020); Member, National Academy of Education (2010 to present); Board Member, National Bureau of Economic Research (2011 to present); Board Member of the Council on Foreign Relations (2018 to present); Board Member, The Pennington School (2017 to present); Board Member, the University of Rhode Island (2020 to present); Chair of Committee on the Status of Minority Groups in the Economic Profession of the American Economic Association (2012 to 2018); Vice President (2015 to 2016) and Board Member (2018 to present), American Economic Association
John G. Schreiber ^(d) (1946) 2001 [0]	Owner/President, Centaur Capital Partners, Inc., a real estate investment company (1991 to present); Cofounder, Partner, and Cochair of the Investment Committee, Blackstone Real Estate Advisors, L.P. (1992 to 2015); Director, Blackstone Mortgage Trust, a real estate finance company (2012 to 2016); Director and Chair of the Board, Brixmor Property Group, Inc. (2013 to present); Director, Hilton Worldwide (2007 to present); Director, Hudson Pacific Properties (2014 to 2016); Director, Invitation Homes (2014 to 2017); Director, JMB Realty Corporation (1980 to present)
Kellye Walker ^(e) (1966) 2021 [204]	Executive Vice President and Chief Legal Officer, Eastman Chemical Company (April 2020 to present); Executive Vice President and Chief Legal Officer, Huntington Ingalls Industries, Inc. (NYSE: HII) (January 2015 to March 2020); Director, Lincoln Electric Company (October 2020 to present)

^(a)All information about the independent directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

^(b)William J. Stromberg, chair of the Board, director, and chief executive officer of T. Rowe Price Group, Inc., the parent company of the Price Funds' investment advisor, has served on the Board of Trustees of Johns Hopkins University since 2014.

^(c)Effective March 4, 2021, Dr. Rouse resigned from her role as independent director of the Price Funds.

^(d)Effective December 31, 2021, Mr. Schreiber resigned from his role as independent director of the Price Funds.

^(e)Effective November 8, 2021, Ms. Walker was elected as independent director of the Price Funds.

INTERESTED DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
David Oestreicher (1967) 2018 [204]	General Counsel, Vice President, and Secretary, T. Rowe Price Group, Inc.; Chair of the Board, Chief Executive Officer, President, and Secretary, T. Rowe Price Trust Company; Director, Vice President, and Secretary, T. Rowe Price, T. Rowe Price Investment Services, Inc., T. Rowe Price Retirement Plan Services, Inc., and T. Rowe Price Services, Inc.; Director and Secretary, T. Rowe Price Investment Management, Inc. (Price Investment Management); Vice President and Secretary, T. Rowe Price International (Price International); Vice President, T. Rowe Price Hong Kong (Price Hong Kong), T. Rowe Price Japan (Price Japan), and T. Rowe Price Singapore (Price Singapore); Principal Executive Officer and Executive Vice President, all funds
Robert W. Sharps, CFA, CPA (1971) 2017 [204]	Director and Vice President, T. Rowe Price; President, T. Rowe Price Group, Inc.; Director, Price Investment Management; Vice President, T. Rowe Price Trust Company; President, Equity Series

^(a)All information about the interested directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

OFFICERS

Name (Year of Birth) Position Held With Equity Series	Principal Occupation(s)
Ziad Bakri, M.D., CFA (1980) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Brian W.H. Berghuis, CFA (1958) Executive Vice President	Vice President, Price Investment Management, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Alan S. Dupski, CPA (1982) Principal Financial Officer, Vice President, and Treasurer	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Alexa M. Gagliardi (1988) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Trust Company
John R. Gilner (1961) Chief Compliance Officer	Chief Compliance Officer and Vice President, T. Rowe Price; Vice President, T. Rowe Price Group, Inc., and T. Rowe Price Investment Services, Inc.
Gary J. Greb (1961) Vice President	Vice President, T. Rowe Price, Price International, and T. Rowe Price Trust Company
Paul Greene II (1978) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Paul J. Krug, CPA (1964) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
John D. Linehan, CFA (1965) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Fran M. Pollack-Matz (1961) Vice President and Secretary	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Investment Services, Inc., and T. Rowe Price Services, Inc.
Shannon H. Rauser (1987) Assistant Secretary	Assistant Vice President, T. Rowe Price
Charles M. Shriver, CFA (1967) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., Price International, and T. Rowe Price Trust Company
Toby M. Thompson, CAIA, CFA (1971) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., Price International, and T. Rowe Price Trust Company

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

OFFICERS (CONTINUED)

Name (Year of Birth) Position Held With Equity Series	Principal Occupation(s)
John F. Wakeman (1962) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Megan Warren (1968) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Retirement Plan Services, Inc., T. Rowe Price Services, Inc., and T. Rowe Price Trust Company; formerly, Executive Director, JPMorgan Chase (to 2017)
Justin P. White (1981) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

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ANNUAL REPORT

December 31, 2021

T. ROWE PRICE

International Stock Portfolio

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HIGHLIGHTS

- The portfolio generated a positive return but underperformed its benchmark, the MSCI All Country World Index ex USA Net, and its Lipper peer group average in the 12 months ended December 31, 2021.
- Adverse stock selection in the consumer discretionary and financials sectors weighed on relative performance, while stock selection in the communication services and utilities sectors contributed.
- We are finding the best relative valuations in the information technology, financials, health care, and consumer discretionary sectors, as reflected in our large allocations shown in the Sector Diversification table on page 2.
- Looking ahead to 2022, we expect to see more market volatility and sentiment shifts.

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Dear Investor

Major stock and bond indexes produced mixed results during 2021 as strong corporate earnings growth and a recovering economy contended with worries about inflation, new coronavirus variants, and less accommodative central banks. Most developed market stock benchmarks finished the year with positive returns, although gains slowed in the second half of the year, while fixed income returns faced headwinds from rising interest rates.

Large-cap U.S. growth stocks delivered the strongest returns, but solid results were common in many developed markets. However, emerging markets stock benchmarks struggled amid a significant equity market downturn in China.

The large-cap S&P 500 Index returned almost 29%, marking its third straight year of positive returns. Robust results were widespread across the benchmark—according to Bloomberg data, 2021 marked the first year that all of the S&P 500 sectors recorded double-digit gains. The energy sector, which was the worst performer in 2020, was the leader in 2021 amid a sharp increase in oil prices, and real estate stocks also rebounded from a down year as strong demand led to rising rents. Financial and information technology stocks also produced excellent returns and outperformed the broad market.

In the fixed income market, rising Treasury yields weighed on performance, but below investment-grade corporate bonds delivered solid results as they benefited from improving fundamentals and investor demand for higher-yielding securities. (Bond prices and yields move in opposite directions.)

A robust increase in corporate earnings growth appeared to be a significant performance driver during the year. According to FactSet, overall earnings for the S&P 500 rose 89% in the second quarter of 2021 versus the year before, the fastest pace since 2009, and while third-quarter earnings slowed, they continued to beat expectations at an impressive pace. Despite the significant rally in the S&P 500 during 2021, the index's price/earnings ratio actually fell over that period as earnings rose faster than stock prices. Although economic growth showed signs of slowing at times, data remained generally positive through the end of the period. The unemployment rate, which started the year at 6.7%, fell to 3.9% by December, and job openings reached a record high.

However, optimism surrounding strong earnings and employment gains was tempered by inflation concerns. Prices surged as the release of pent-up demand and supply chain disruptions contributed to higher inflation around the globe. In the U.S., the 6.8% increase in the consumer price index for the 12-month period ended in November was the highest level since 1982, a factor that may have contributed to a decline in consumer sentiment late in the year.

Meanwhile, central banks began to move away from the extremely accommodative policies they instituted in response to the initial wave of the coronavirus. The Federal Reserve began trimming its purchases of Treasuries and agency mortgage-backed securities in November, and policymakers indicated that they could soon start raising short-term interest rates.

How markets respond to the normalization of monetary policy is an open question. While fading stimulus might pose some challenges for investors, I believe it could contribute to a return of price sensitivity in global markets, which bodes well for selective investors focused on fundamentals.

Elevated valuations, higher inflation, and the continuing struggle to control the pandemic also pose potential challenges for financial markets in 2022. However, on the positive side, household wealth gains, pent-up consumer demand, and a potential boom in capital expenditures could sustain growth even as monetary policy turns less supportive. In this environment, our investment teams will remain focused on using fundamental research to identify companies that can add value to your portfolio over the long term.

Thank you for your continued confidence in T. Rowe Price.

Sincerely,



Robert Sharps
President and CEO

INVESTMENT OBJECTIVE

The portfolio seeks long-term growth of capital through investments primarily in the common stocks of established, non-U.S. companies.

FUND COMMENTARY**How did the fund perform in the past 12 months?**

The International Stock Portfolio returned 1.32% in the 12 months ended December 31, 2021. The portfolio underperformed its benchmark, the MSCI All Country World Index ex USA Net, and the Lipper Variable Annuity Underlying International Multi-Cap Growth Funds Average. *(Past performance cannot guarantee future results.)*

PERFORMANCE COMPARISON

Periods Ended 12/31/21	Total Return	
	6 Months	12 Months
International Stock Portfolio	-5.38%	1.32%
MSCI All Country World Index ex USA Net	-1.22	7.82
Lipper Variable Annuity Underlying International Multi-Cap Growth Funds Average	0.35	7.96

What factors influenced the fund's performance?

At the portfolio level, stock selection was the primary driver of relative underperformance, though allocation decisions also worked against us. Stock selection and our overweight allocation to the consumer discretionary sector, which was one of the worst-performing sectors within the benchmark, hurt relative returns. Our position in Magazine Luiza fell, notably in the back half of the year, as the Brazilian omnichannel retailer faced headwinds from tough comparison data, increased competition, and pressure across the broader Brazilian market. We believe that Magazine Luiza's management is best in class and continue to think the company is a strong, durable grower that is capable of sustaining above-average growth in the e-commerce and marketplace retail industry. (Please refer to the portfolio of investments for a complete list of holdings and the amount each represents in the portfolio.)

Within financials, security selection and, to a lesser extent, our underweight to one of the top-performing sectors in the benchmark detracted from relative performance. AIA Group is an Asian insurer with a wholly owned business in mainland China and significant presence in other fast-growing nations in Southeast Asia. The persistence of the pandemic-related

lockdowns in many of its Asian end markets curtailed economic activity and demand for insurance during the period. In our view, we think AIA Group's solid balance sheet and high-quality, captive advisory network, which is supported by a strong technology and analytics platform, will help the company weather the lockdowns and positions the firm well to benefit from the easing of restrictions as the pandemic wanes.

Our stock choices in the industrials and business services sector, along with an underweight allocation, also hampered relative results. Thales is a global aerospace and defense company that specializes in electrical systems. The significant decline in air travel due to the coronavirus pandemic, and fears for what that means for aircraft suppliers like Thales, pressured shares over the year. Our long-term thesis on Thales remains intact, however. We continue to believe that the growth outlook for Thales remains solid with its space business set up to improve significantly, defense growing well, and aerospace showing signs of inflection.

SECTOR DIVERSIFICATION

	Percent of Net Assets	
	6/30/21	12/31/21
Information Technology	15.2%	16.5%
Financials	16.0	16.5
Health Care	14.2	15.0
Consumer Discretionary	16.9	14.7
Industrials and Business Services	8.6	10.3
Consumer Staples	11.2	10.2
Communication Services	7.6	8.3
Materials	5.4	4.5
Energy	1.7	1.1
Utilities	0.9	1.1
Real Estate	0.0	0.0
Other and Reserves	2.3	1.8
Total	100.0%	100.0%

Historical weightings reflect current industry/sector classifications.

The portfolio benefited from a large position in NAVER, which was our best contributor in the communication services sector. South Korea's leading internet conglomerate posted strong revenue and income gains and noted that it continued to invest in new e-commerce, financial technology, and cloud initiatives. These investments are an expected development for our thesis, and they help position NAVER to benefit from the accelerated pace of the shift to e-commerce and livestreaming taking place in Japan and South Korea, two of the world's most "online" nations. We continue to think the market underestimates the sustainability of NAVER's growth and maintained our position here.

How is the fund positioned?

The International Stock Portfolio's sector positioning is the result of bottom-up stock selection. While we may occasionally have a qualitative macroeconomic view that modestly influences sector and industry weightings, they are predominantly a residual of our bottom-up stock selection process. This process has proven to be extremely durable and style-consistent.

Our regional allocations modestly shifted over the past 12 months. Developed Europe (46% of portfolio assets at the end of 2021) remained our largest exposure, as it continued to offer the best opportunities to buy durable growth companies with attractive risk/reward characteristics. We modestly trimmed our holdings in the Pacific ex Japan region to 24% of assets and are now slightly overweight in Japan (15%). We have maintained significant exposure to emerging markets because we are finding solid growth companies trading at reasonable valuations. Additionally, we have exposure through developed market-domiciled holdings that generate a portion of their revenues and income from operations in emerging markets.

The information technology (IT) sector represented our largest absolute allocation at the end of the reporting period and is one of the portfolio's most significant overweights. The powerful long-run trends that we believe drive value creation in the technology sector remain and, in some cases, have been accelerated by the ongoing pandemic. We initiated a position in Canada-based IT services provider Shopify early in the year. The company provides a cloud-based (online) commerce platform for small and medium-sized merchants. Shopify's opportunity set appears to have a long growth runway into a larger pool of diversified merchants that want to sell their goods and services online.

We modestly added to our overweight in the health care sector. We view it as one of the more defensive sectors of the market, yet it boasts growth rates that exceed several other, more expensive areas of the market. The sector lagged within the benchmark for the year, which provided us with opportunities to add positions that offered an attractive blend of risk/reward characteristics—a combination of strong fundamentals and earnings growth at compelling valuations. Our largest health care addition was UK-based AstraZeneca. The multinational pharmaceutical manufacturer continued to report strong results. The company is in the early stages of a new product cycle that should deliver above-average revenue growth over the coming decade. Its opportunistic purchase of Alexion Pharmaceuticals is expected to boost growth and cash flow and further diversifies the company's portfolio into rare diseases and immunology.

What is portfolio management's outlook?

International equity markets trended higher for the year, overcoming concerns about the dampening effects of the ongoing pandemic, rising inflation, and higher interest rates. Investor sentiment remained generally positive, buoyed by the rollout of coronavirus vaccines, ongoing monetary stimulus, and expectations that the global economy would benefit from a release of pent-up demand. Market leadership vacillated during the period, spurred by a rotation toward segments that had been beaten down in the initial phase of the pandemic.

The past few months have brought several negative surprises, including the rapid spread of the delta strain of the coronavirus, the emergence of the particularly contagious omicron variant, and a regulatory crackdown in China. There are some challenges on the horizon, including dealing with the withdrawal of extraordinary monetary accommodation in the U.S. and other developed markets. How today's elevated bond and equity valuations will respond to the normalization of monetary policy is an open question, but past tightening episodes have not always sparked market corrections. A carefully communicated and slow rise in interest rates in the coming years could allow the bull market to continue.

At present, we believe that international equity market valuations remain somewhat expensive, and the high-growth, momentum trade has continued its dominance. This is especially true in our investment universe, as markets have continued to reward stocks with extremely visible growth, which has lifted their multiples significantly. Developed markets growth outside this highest echelon has lagged, while in emerging markets, the rally in the materials and energy sectors has been a tailwind for value stocks. In Europe, high-quality growth stocks' multiples have expanded dramatically, while less flashy names in the consumer discretionary sector and elsewhere have been heavily punished for even a hint of disappointing growth. In other words, investors looking for growth at a reasonable price (GARP), like us, have been caught between these two opposing forces in the market.

Looking ahead into 2022, we expect to see more market volatility and sentiment shifts. Although we think there remains some runway left in the post-pandemic rebound trade, we note that the pandemic is not over and yet signs of flagging economic growth abound. As a result, we think volatility will persist, and the risk for markets to be disappointed is on the rise. We are constructive on emerging markets despite the short-term pressure. We believe supply chain disruptions, regulatory uncertainty in some markets, and COVID should improve in emerging markets as we look forward. Thus, our long-term growth outlook remains intact,

and we are more apt to add to than to trim some of our positions going forward. We are more constructive on markets like Thailand and the Philippines, which have experienced stricter pandemic lockdowns and where we think stocks could rally in any sustained reopening scenario there. In our view, the best relative valuations are in the information technology, financials, health care, and consumer discretionary sectors, and these represent the portfolio's largest sector weights.

As always, we are building this portfolio from the bottom up, picking the stocks we think offer the most compelling upside potential. While we take the macroenvironment into account, our philosophy and process remain squarely centered on fundamental stock selection.

The views expressed reflect the opinions of T. Rowe Price as of the date of this report and are subject to change based on changes in market, economic, or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

RISKS OF INTERNATIONAL INVESTING

Funds that invest overseas generally carry more risk than funds that invest strictly in U.S. assets. Risks can result from varying stages of economic and political development; differing regulatory environments, trading days, and accounting standards; and higher transaction costs of non-U.S. markets. Non-U.S. investments are also subject to currency risk, or a decline in the value of a foreign currency versus the U.S. dollar, which reduces the dollar value of securities denominated in that currency. These risks are generally greater for investments in emerging markets.

BENCHMARK INFORMATION

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TWENTY-FIVE LARGEST HOLDINGS

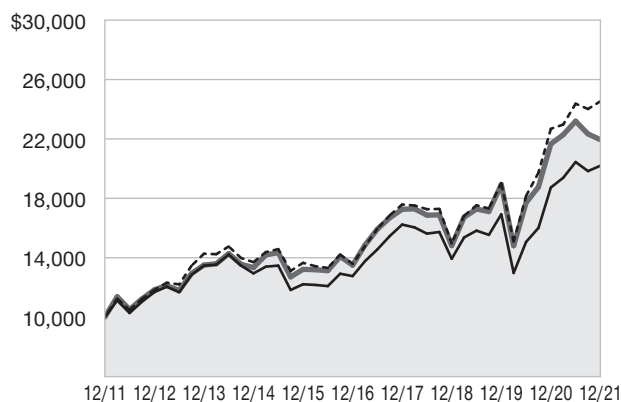
Company	Country	Percent of Net Assets 12/31/21
Taiwan Semiconductor Manufacturing	Taiwan	4.1%
Prosus	Netherlands	2.7
Nestle	Switzerland	2.7
ASML Holding	Netherlands	2.7
Thales	France	2.0
Housing Development Finance	India	1.9
Sanofi	France	1.8
Lonza Group	Switzerland	1.7
Akzo Nobel	Netherlands	1.7
Nippon Telegraph & Telephone	Japan	1.7
AIA Group	Hong Kong	1.7
NAVER	South Korea	1.7
London Stock Exchange	United Kingdom	1.6
Samsung Electronics	South Korea	1.6
Julius Baer	Switzerland	1.6
EssilorLuxottica	France	1.6
AstraZeneca	United Kingdom	1.6
Otsuka Holdings	Japan	1.5
Alibaba Group Holding	China	1.4
Tmx	Canada	1.3
Jeronimo Martins	Portugal	1.3
Linde	United States	1.3
Bank Central Asia	Indonesia	1.2
Deutsche Boerse	Germany	1.2
Canadian Pacific Railway	Canada	1.2
Total		44.8%

Note: The information shown does not reflect any exchange-traded funds (ETFs), cash reserves, or collateral for securities lending that may be held in the portfolio.

GROWTH OF \$10,000

This chart shows the value of a hypothetical \$10,000 investment in the portfolio over the past 10 fiscal year periods or since inception (for portfolios lacking 10-year records). The result is compared with benchmarks, which include a broad-based market index and may also include a peer group average or index. Market indexes do not include expenses, which are deducted from portfolio returns as well as mutual fund averages and indexes.

INTERNATIONAL STOCK PORTFOLIO



As of 12/31/21

— International Stock Portfolio	\$21,949
- - - MSCI All Country World Index ex USA Net	20,196
- - - Lipper Variable Annuity Underlying International Multi-Cap Growth Funds Average	24,536

AVERAGE ANNUAL COMPOUND TOTAL RETURN

Periods Ended 12/31/21	1 Year	5 Years	10 Years
International Stock Portfolio	1.32%	10.21%	8.18%

The fund's performance information represents only past performance and is not necessarily an indication of future results. Current performance may be lower or higher than the performance data cited. Share price, principal value, and return will vary, and you may have a gain or loss when you sell your shares. For the most recent month-end performance, please contact a T. Rowe Price representative at 1-800-469-6587 (financial advisors, or customers who have an advisor, should call 1-800-638-8790). Total returns do not include charges imposed by your insurance company's separate account. If these had been included, performance would have been lower.

This table shows how the portfolio would have performed each year if its actual (or cumulative) returns for the periods shown had been earned at a constant rate. Average annual total return figures include changes in principal value, reinvested dividends, and capital gain distributions. When assessing performance, investors should consider both short- and long-term returns.

FUND EXPENSE EXAMPLE

As a mutual fund shareholder, you may incur two types of costs: (1) transaction costs, such as redemption fees or sales loads, and (2) ongoing costs, including management fees, distribution and service (12b-1) fees, and other fund expenses. The following example is intended to help you understand your ongoing costs (in dollars) of investing in 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 most recent six-month period and held for the entire period.

Actual Expenses

The first line of the following table (Actual) provides information about actual account values and actual expenses. You may use the information on this line, together with your account balance, 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 on the first line under the heading "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The information on the second line of the table (Hypothetical) is based on hypothetical account values and expenses derived from the fund's actual expense ratio and an assumed 5% per year rate of return before expenses (not the fund's actual return). You may compare the ongoing costs of investing in the fund with other funds by contrasting this 5% hypothetical example and the 5% hypothetical examples that appear in the shareholder reports of the other funds. 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 should also be aware that the expenses shown in the table highlight only your ongoing costs and do not reflect any transaction costs, such as redemption fees or sales loads. Therefore, 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. To the extent a fund charges transaction costs, however, the total cost of owning that fund is higher.

INTERNATIONAL STOCK PORTFOLIO

	Beginning Account Value 7/1/21	Ending Account Value 12/31/21	Expenses Paid During Period* 7/1/21 to 12/31/21
Actual	\$1,000.00	\$946.20	\$4.66
Hypothetical (assumes 5% return before expenses)	1,000.00	1,020.42	4.84

*Expenses are equal to the fund's annualized expense ratio for the 6-month period (0.95%), multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal half year (184), and divided by the days in the year (365) to reflect the half-year period.

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

	Year Ended 12/31/21	12/31/20	12/31/19	12/31/18	12/31/17
NET ASSET VALUE					
Beginning of period	\$ 17.08	\$ 15.62	\$ 13.04	\$ 17.35	\$ 14.27
Investment activities					
Net investment income ⁽¹⁾⁽²⁾	0.11	0.08	0.34 ⁽³⁾	0.21	0.17
Net realized and unrealized gain/loss	0.09	2.17	3.27	(2.67)	3.80
Total from investment activities	0.20	2.25	3.61	(2.46)	3.97
Distributions					
Net investment income	(0.11)	(0.09)	(0.37)	(0.23)	(0.19)
Net realized gain	(1.16)	(0.70)	(0.66)	(1.62)	(0.70)
Total distributions	(1.27)	(0.79)	(1.03)	(1.85)	(0.89)
NET ASSET VALUE					
End of period	\$ 16.01	\$ 17.08	\$ 15.62	\$ 13.04	\$ 17.35
Ratios/Supplemental Data					
Total return⁽²⁾⁽⁴⁾	1.32%	14.45%	27.77%	(14.20)%	27.88%
Ratios to average net assets: ⁽²⁾					
Gross expenses before waivers/payments by Price Associates ⁽⁵⁾	1.05%	1.05%	1.05%	1.00%	1.05%
Net expenses after waivers/payments by Price Associates	0.95%	0.95%	0.95%	1.00%	1.05%
Net investment income	0.59%	0.56%	2.31% ⁽³⁾	1.28%	1.04%
Portfolio turnover rate	29.1%	30.6%	33.8%	36.3%	34.0%
Net assets, end of period (in thousands)	\$ 291,749	\$ 300,544	\$ 295,743	\$ 271,207	\$ 382,759

⁽¹⁾ Per share amounts calculated using average shares outstanding method.⁽²⁾ See Note 7 for details of expense-related arrangements with Price Associates.⁽³⁾ Reflects special dividends which amounted to \$0.16 per share and 1.07% of average net assets.⁽⁴⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable.⁽⁵⁾ See Note 7. Prior to 12/31/19, the gross expense ratios presented are net of a management fee waiver in effect during the period, as applicable.

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

T. ROWE PRICE INTERNATIONAL STOCK PORTFOLIO

December 31, 2021

PORTFOLIO OF INVESTMENTS†

(Cost and value in \$000s)

AUSTRIA 0.5%

Common Stocks 0.5%

Erste Group Bank	28,472	1,335
Total Austria (Cost \$857)		1,335

BRAZIL 1.6%

Common Stocks 1.6%

Magazine Luiza	669,354	859
Rede D'Or Sao Luiz	136,328	1,107
Suzano (1)	166,224	1,795
XP, Class A (USD) (1)	34,468	991
Total Brazil (Cost \$6,608)		4,752

CANADA 5.2%

Common Stocks 5.2%

Canadian Pacific Railway (USD) (2)	48,000	3,453
Constellation Software	670	1,243
Definity Financial (1)	13,503	315
Shopify, Class A (USD) (1)	1,970	2,714
Sun Life Financial	46,253	2,575
TELUS International CDA (1)	27,881	921
TMX Group	38,041	3,857
Total Canada (Cost \$13,492)		15,078

CAYMAN ISLANDS 0.3%

Convertible Preferred Stocks 0.3%

ByteDance, Series E, Acquisition Date: 7/8/19, Cost \$293 (USD) (1) (3)(4)	5,954	727
Total Cayman Islands (Cost \$293)		727

CHINA 7.2%

Common Stocks 4.1%

58.com (USD) (1)(3)	65,164	—
Alibaba Group Holding, ADR (USD) (1)	34,161	4,058
Baidu, ADR (USD) (1)	11,653	1,734
China Mengniu Dairy (HKD)	17,000	96
DiDi Global, Acquisition Date: 10/19/15, Cost \$343 (USD) (1)(4)	12,518	237
JD Health International (HKD) (1)	98,350	776
Kanzhun, ADR (USD) (1)(2)	9,101	318
Tencent Holdings (HKD)	49,000	2,859
Trip.com Group, ADR (USD) (1)	43,900	1,081
Wuxi Biologics Cayman (HKD) (1)	72,000	852
		12,011

Shares \$ Value

(Cost and value in \$000s)

Common Stocks - China A Shares 3.1%

BTG Hotels Group, A Shares (CNH) (1)	310,291	1,275
Gree Electric Appliances of Zhuhai, A Shares (CNH)	415,484	2,418
Kweichow Moutai, A Shares (CNH)	6,070	1,951
NARI Technology, A Shares (CNH)	345,400	2,172
Shandong Pharmaceutical Glass, A Shares (CNH)	186,700	1,287
		9,103
Total China (Cost \$14,058)		21,114

DENMARK 0.5%

Common Stocks 0.5%

Chr Hansen Holding	3,923	309
Genmab (1)	3,143	1,255
Total Denmark (Cost \$1,399)		1,564

FRANCE 8.3%

Common Stocks 8.3%

Air Liquide	8,004	1,396
Alstom	32,730	1,162
Dassault Aviation	30,820	3,333
EssilorLuxottica	21,888	4,659
Kering	1,480	1,188
LVMH Moet Hennessy Louis Vuitton	1,627	1,345
Sanofi	52,175	5,235
Thales	69,927	5,949
Total France (Cost \$21,439)		24,267

GERMANY 5.7%

Common Stocks 5.5%

Bayer	10,526	562
Beiersdorf	21,305	2,184
Deutsche Boerse	20,911	3,492
Deutsche Telekom	159,322	2,944
Evotec (1)	47,573	2,296
Knorr-Bremse	14,860	1,468
MorphoSys (1)(2)	15,040	570
Shop Apotheke Europe (1)	5,413	696
TeamViewer (1)	47,957	643
Zalando (1)	14,644	1,180
		16,035
Preferred Stocks 0.2%		
Sartorius	1,049	709
		709
Total Germany (Cost \$16,716)		16,744

	Shares	\$ Value
(Cost and value in \$000s)		

HONG KONG 1.7%**Common Stocks 1.7%**

AIA Group	498,800	5,034
Total Hong Kong (Cost \$1,587)		5,034

INDIA 4.8%**Common Stocks 4.8%**

Axis Bank (1)	311,255	2,834
Housing Development Finance	156,898	5,430
Kotak Mahindra Bank	43,867	1,057
Maruti Suzuki India	16,291	1,620
NTPC	1,884,851	3,145
Total India (Cost \$8,170)		14,086

INDONESIA 1.9%**Common Stocks 1.9%**

Bank Central Asia	6,943,500	3,556
Sarana Menara Nusantara	26,843,800	2,117
Total Indonesia (Cost \$1,954)		5,673

ITALY 1.7%**Common Stocks 1.7%**

Banca Mediolanum	239,384	2,360
DiaSorin	9,411	1,790
Ermenegildo Zegna, Acquisition Date: 7/19/21, Cost \$699 (USD) (1) (4)	69,884	696
Total Italy (Cost \$3,747)		4,846

JAPAN 14.7%**Common Stocks 14.7%**

Chugai Pharmaceutical	16,100	525
Daiichi Sankyo	61,800	1,573
Daikin Industries	2,900	657
Disco	4,100	1,253
Fujitsu General	89,600	2,129
Hikari Tsushin	5,800	893
Hoshizaki	19,800	1,490
Kansai Paint	41,800	909
Murata Manufacturing	35,000	2,792
Nippon Telegraph & Telephone	185,500	5,073
NTT Data	88,200	1,892
Otsuka Holdings	116,500	4,238
Outsourcing	98,300	1,326
Pan Pacific International Holdings	58,200	802
Persol Holdings	85,200	2,477
Seven & i Holdings	73,300	3,224
Shimadzu	35,100	1,483
Shiseido	9,000	502
Sony Group	26,600	3,359

	Shares	\$ Value
(Cost and value in \$000s)		

Stanley Electric	61,600	1,547
Suzuki Motor	38,400	1,481
Z Holdings	582,800	3,363

Total Japan (Cost \$32,876) **42,988**

NETHERLANDS 8.4%**Common Stocks 8.4%**

Adyen (1)	309	811
Akzo Nobel	46,196	5,075
ASML Holding	9,720	7,786
Koninklijke Philips	73,560	2,723
Prosus	96,650	8,005

Total Netherlands (Cost \$15,163) **24,400**

PHILIPPINES 0.3%**Common Stocks 0.3%**

SM Investments	50,535	935
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Total Philippines (Cost \$826) **935**

PORTUGAL 2.4%**Common Stocks 2.4%**

Galp Energia	332,477	3,226
Jeronimo Martins	166,195	3,800

Total Portugal (Cost \$6,992) **7,026**

SOUTH AFRICA 1.0%**Common Stocks 1.0%**

Capitec Bank Holdings	15,082	1,930
Naspers, N Shares	7,064	1,096

Total South Africa (Cost \$2,073) **3,026**

SOUTH KOREA 3.9%**Common Stocks 3.9%**

LG Household & Health Care	1,728	1,595
NAVER	15,747	4,998
Samsung Electronics	71,459	4,693

Total South Korea (Cost \$4,152) **11,286**

SPAIN 0.8%**Common Stocks 0.8%**

Amadeus IT Group, Class A (1)	25,396	1,719
Fluidra	18,961	756

Total Spain (Cost \$1,869) **2,475**

SWEDEN 2.0%**Common Stocks 2.0%**

Assa Abloy, B Shares	51,680	1,575
Essity, Class B	40,684	1,327

	Shares	\$ Value
(Cost and value in \$000s)		
Olink Holding, ADR (USD) (1)(2)	16,627	303
Swedbank, A Shares	124,764	2,507
Total Sweden (Cost \$3,929)		5,712
SWITZERLAND 8.6%		
Common Stocks 8.6%		
Alcon	35,083	3,094
Barry Callebaut	637	1,546
Julius Baer Group	69,835	4,670
Lonza Group	6,125	5,100
Nestle	56,404	7,875
PolyPeptide Group (1)	5,193	778
Roche Holding	4,651	1,930
Total Switzerland (Cost \$12,949)		24,993
TAIWAN 4.1%		
Common Stocks 4.1%		
Taiwan Semiconductor Manufacturing	535,000	11,835
Total Taiwan (Cost \$1,478)		11,835
THAILAND 0.6%		
Common Stocks 0.6%		
CP ALL	974,300	1,728
Total Thailand (Cost \$1,339)		1,728
UNITED ARAB EMIRATES 0.5%		
Common Stocks 0.5%		
Network International Holdings (GBP) (1)	396,815	1,573
Total United Arab Emirates (Cost \$2,067)		1,573
UNITED KINGDOM 7.0%		
Common Stocks 7.0%		
AstraZeneca, ADR (USD)	78,711	4,585
boohoo Group (1)	439,611	737
Bridgepoint Group (1)	111,348	749
Burberry Group	57,583	1,421
Deliveroo (1)	224,607	641
Hargreaves Lansdown	32,717	601
London Stock Exchange Group	51,133	4,810
Smith & Nephew	181,617	3,170
THG (1)	144,562	449
Unilever (EUR)	61,966	3,322
Total United Kingdom (Cost \$19,425)		20,485

	Shares	\$ Value
(Cost and value in \$000s)		
UNITED STATES 4.4%		
Common Stocks 4.4%		
Accenture, Class A	2,400	995
Canva, Acquisition Date: 8/16/21 - 11/4/21, Cost \$470 (1)(3)(4)	276	470
Linde (EUR)	10,596	3,677
Mastercard, Class A	5,700	2,048
NXP Semiconductors	10,426	2,375
Waste Connections	23,545	3,209
		12,774
Convertible Preferred Stocks 0.0%		
Canva, Series A, Acquisition Date: 11/4/21, Cost \$27 (1)(3)(4)	16	27
		27
Total United States (Cost \$6,914)		12,801
SHORT-TERM INVESTMENTS 1.6%		
Money Market Funds 1.6%		
T. Rowe Price Government Reserve Fund, 0.06% (5)(6)	4,558,665	4,559
Total Short-Term Investments (Cost \$4,559)		4,559
SECURITIES LENDING COLLATERAL 1.3%		
INVESTMENTS IN A POOLED ACCOUNT THROUGH SECURITIES LENDING PROGRAM WITH JPMORGAN CHASE BANK 1.3%		
Money Market Funds 1.3%		
T. Rowe Price Government Reserve Fund, 0.06% (5)(6)	3,715,459	3,715
Total Investments in a Pooled Account through Securities Lending Program with JPMorgan Chase Bank		3,715
Total Securities Lending Collateral (Cost \$3,715)		3,715
Total Investments in Securities		
101.0% of Net Assets (Cost \$210,646)		\$ 294,757

‡ Country classifications are generally based on MSCI categories or another unaffiliated third party data provider; Shares are denominated in the currency of the country presented unless otherwise noted.

(1) Non-income producing

(2) See Note 4. All or a portion of this security is on loan at December 31, 2021.

(3) See Note 2. Level 3 in fair value hierarchy.

(4) Security cannot be offered for public resale without first being registered under the Securities Act of 1933 and related rules ("restricted security"). Acquisition date represents the day on which an enforceable right to acquire such security is obtained and is presented along with related cost in the security description. The fund has registration rights for certain restricted securities. Any costs related to such registration are borne by the issuer. The aggregate value of restricted securities (excluding 144A holdings) at period end amounts to \$2,157 and represents 0.7% of net assets.

(5) Seven-day yield

(6) Affiliated Companies

ADR American Depositary Receipts

CNH Offshore China Renminbi

EUR Euro

GBP British Pound

HKD Hong Kong Dollar

USD U.S. Dollar

AFFILIATED COMPANIES

(\$000s)

The fund may invest in certain securities that are considered affiliated companies. As defined by the 1940 Act, an affiliated company is one in which the fund owns 5% or more of the outstanding voting securities, or a company that is under common ownership or control. The following securities were considered affiliated companies for all or some portion of the year ended December 31, 2021. Net realized gain (loss), investment income, change in net unrealized gain/loss, and purchase and sales cost reflect all activity for the period then ended.

Affiliate	Change in Net		
	Net Realized Gain (Loss)	Unrealized Gain/Loss	Investment Income
T. Rowe Price Government Reserve Fund, 0.06%	\$ —	\$ —	\$ 3++
T. Rowe Price Short-Term Fund	—	—	—++
Totals	\$ —#	\$ —	\$ 3+

Supplementary Investment Schedule

Affiliate	Value 12/31/20	Purchase Cost	Sales Cost	Value 12/31/21
T. Rowe Price Government Reserve Fund, 0.06%	\$ 6,476	□	□	\$ 8,274
T. Rowe Price Short-Term Fund	3,036	□	□	—
Total			\$	8,274^

Capital gain distributions from mutual funds represented \$0 of the net realized gain (loss).

++ Excludes earnings on securities lending collateral, which are subject to rebates and fees as described in Note 4.

+ Investment income comprised \$3 of dividend income and \$0 of interest income.

□ Purchase and sale information not shown for cash management funds.

^ The cost basis of investments in affiliated companies was \$8,274.

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

December 31, 2021

STATEMENT OF ASSETS AND LIABILITIES

(\$000s, except shares and per share amounts)

Assets

Investments in securities, at value (cost \$210,646)	\$	294,757
Foreign currency (cost \$463)		466
Dividends receivable		188
Receivable for investment securities sold		82
Receivable for shares sold		41
Other assets		492
Total assets		<u>296,026</u>

Liabilities

Obligation to return securities lending collateral		3,715
Investment management and administrative fees payable		311
Payable for investment securities purchased		88
Payable for shares redeemed		64
Other liabilities		99
Total liabilities		<u>4,277</u>

NET ASSETS**\$ 291,749****Net Assets Consist of:**

Total distributable earnings (loss)	\$	83,710
Paid-in capital applicable to 18,227,925 shares of \$0.0001 par value capital stock outstanding; 1,000,000,000 shares of the Corporation authorized		<u>208,039</u>

NET ASSETS**\$ 291,749****NET ASSET VALUE PER SHARE****\$ 16.01**

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

STATEMENT OF OPERATIONS

(\$000s)

	Year Ended 12/31/21
Investment Income (Loss)	
Income	
Dividend (net of foreign taxes of \$639)	\$ 4,710
Securities lending	35
Total income	4,745
Expenses	
Investment management and administrative expense	3,237
Waived / paid by Price Associates	(308)
Net expenses	2,929
Net investment income	1,816
Realized and Unrealized Gain / Loss	
Net realized gain (loss)	
Securities	21,879
Options written	25
Foreign currency transactions	(40)
Net realized gain	21,864
Change in net unrealized gain / loss	
Securities (net of increase in deferred foreign taxes of \$123)	(19,422)
Options written	19
Other assets and liabilities denominated in foreign currencies	(25)
Change in net unrealized gain / loss	(19,428)
Net realized and unrealized gain / loss	2,436
INCREASE IN NET ASSETS FROM OPERATIONS	\$ 4,252

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

STATEMENT OF CHANGES IN NET ASSETS

(\$000s)

	Year Ended 12/31/21	12/31/20
Increase (Decrease) in Net Assets		
Operations		
Net investment income	\$ 1,816	\$ 1,482
Net realized gain	21,864	13,034
Change in net unrealized gain / loss	(19,428)	22,572
Increase in net assets from operations	4,252	37,088
Distributions to shareholders		
Net earnings	(21,384)	(13,333)
Capital share transactions*		
Shares sold	18,673	16,169
Distributions reinvested	21,384	13,333
Shares redeemed	(31,720)	(48,456)
Increase (decrease) in net assets from capital share transactions	8,337	(18,954)
Net Assets		
Increase (decrease) during period	(8,795)	4,801
Beginning of period	300,544	295,743
End of period	\$ 291,749	\$ 300,544
*Share information		
Shares sold	1,047	1,090
Distributions reinvested	1,368	788
Shares redeemed	(1,782)	(3,213)
Increase (decrease) in shares outstanding	633	(1,335)

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

NOTES TO FINANCIAL STATEMENTS

T. Rowe Price International Series, Inc. (the corporation) is registered under the Investment Company Act of 1940 (the 1940 Act). The International Stock Portfolio (the fund) is a diversified, open-end management investment company established by the corporation. The fund seeks long-term growth of capital through investments primarily in the common stocks of established, non-U.S. companies. Shares of the fund are currently offered only to insurance company separate accounts established for the purpose of funding variable annuity contracts and variable life insurance policies.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation The fund is an investment company and follows accounting and reporting guidance in the Financial Accounting Standards Board (FASB) *Accounting Standards Codification* Topic 946 (ASC 946). The accompanying financial statements were prepared in accordance with accounting principles generally accepted in the United States of America (GAAP), including, but not limited to, ASC 946. GAAP requires the use of estimates made by management. Management believes that estimates and valuations are appropriate; however, actual results may differ from those estimates, and the valuations reflected in the accompanying financial statements may differ from the value ultimately realized upon sale or maturity.

Investment Transactions, Investment Income, and Distributions Investment transactions are accounted for on the trade date basis. Income and expenses are recorded on the accrual basis. Realized gains and losses are reported on the identified cost basis. Income tax-related interest and penalties, if incurred, are recorded as income tax expense. Dividends received from mutual fund investments are reflected as dividend income; capital gain distributions are reflected as realized gain/loss. Dividend income and capital gain distributions are recorded on the ex-dividend date. Non-cash dividends, if any, are recorded at the fair market value of the asset received. Distributions to shareholders are recorded on the ex-dividend date. Income distributions, if any, are declared and paid annually. A capital gain distribution may also be declared and paid by the fund annually.

Currency Translation Assets, including investments, and liabilities denominated in foreign currencies are translated into U.S. dollar values each day at the prevailing exchange rate, using the mean of the bid and asked prices of such currencies against U.S. dollars as provided by an outside pricing service. Purchases and sales of securities, income, and expenses are translated into U.S. dollars at the prevailing exchange rate on the respective date of such transaction. The effect of changes in foreign currency exchange rates on realized and unrealized security gains and losses is not bifurcated from the portion attributable to changes in market prices.

Capital Transactions Each investor's interest in the net assets of the fund is represented by fund shares. The fund's net asset value (NAV) per share is computed at the close of the New York Stock Exchange (NYSE), normally 4 p.m. ET, each day the NYSE is open for business. However, the NAV per share may be calculated at a time other than the normal close of the NYSE if trading on the NYSE is restricted, if the NYSE closes earlier, or as may be permitted by the SEC. Purchases and redemptions of fund shares are transacted at the next-computed NAV per share, after receipt of the transaction order by T. Rowe Price Associates, Inc., or its agents.

Indemnification In the normal course of business, the fund may provide indemnification in connection with its officers and directors, service providers, and/or private company investments. The fund's maximum exposure under these arrangements is unknown; however, the risk of material loss is currently considered to be remote.

NOTE 2 - VALUATION

Fair Value The fund's financial instruments are valued at the close of the NYSE and are reported at fair value, which GAAP defines as the price 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. The T. Rowe Price Valuation Committee (the Valuation Committee) is an internal committee that has been delegated certain responsibilities by the fund's Board of Directors (the Board) to ensure that financial instruments are appropriately priced at fair value in accordance with GAAP and the 1940 Act. Subject to oversight by the Board, the Valuation Committee develops and oversees pricing-related policies and procedures and approves all fair value determinations. Specifically, the Valuation Committee establishes policies and procedures used in valuing financial instruments, including those which cannot be valued in accordance with normal procedures or using pricing vendors; determines pricing techniques, sources, and persons eligible to effect fair value pricing

actions; evaluates the services and performance of the pricing vendors; oversees the pricing process to ensure policies and procedures are being followed; and provides guidance on internal controls and valuation-related matters. The Valuation Committee provides periodic reporting to the Board on valuation matters.

Various valuation techniques and inputs are used to determine the fair value of financial instruments. GAAP establishes the following fair value hierarchy that categorizes the inputs used to measure fair value:

Level 1 – quoted prices (unadjusted) in active markets for identical financial instruments that the fund can access at the reporting date

Level 2 – inputs other than Level 1 quoted prices that are observable, either directly or indirectly (including, but not limited to, quoted prices for similar financial instruments in active markets, quoted prices for identical or similar financial instruments in inactive markets, interest rates and yield curves, implied volatilities, and credit spreads)

Level 3 – unobservable inputs (including the fund's own assumptions in determining fair value)

Observable inputs are developed using market data, such as publicly available information about actual events or transactions, and reflect the assumptions that market participants would use to price the financial instrument. Unobservable inputs are those for which market data are not available and are developed using the best information available about the assumptions that market participants would use to price the financial instrument. GAAP requires valuation techniques to maximize the use of relevant observable inputs and minimize the use of unobservable inputs. When multiple inputs are used to derive fair value, the financial instrument is assigned to the level within the fair value hierarchy based on the lowest-level input that is significant to the fair value of the financial instrument. Input levels are not necessarily an indication of the risk or liquidity associated with financial instruments at that level but rather the degree of judgment used in determining those values.

Valuation Techniques Equity securities, including exchange-traded funds, listed or regularly traded on a securities exchange or in the over-the-counter (OTC) market are valued at the last quoted sale price or, for certain markets, the official closing price at the time the valuations are made. OTC Bulletin Board securities are valued at the mean of the closing bid and asked prices. A security that is listed or traded on more than one exchange is valued at the quotation on the exchange determined to be the primary market for such security. Listed securities not traded on a particular day are valued at the mean of the closing bid and asked prices for domestic securities and the last quoted sale or closing price for international securities.

The last quoted prices of non-U.S. equity securities may be adjusted to reflect the fair value of such securities at the close of the NYSE, if the fund determines that developments between the close of a foreign market and the close of the NYSE will affect the value of some or all of its portfolio securities. Each business day, the fund uses information from outside pricing services to evaluate and, if appropriate, decide whether it is necessary to adjust quoted prices to reflect fair value by reviewing a variety of factors, including developments in foreign markets, the performance of U.S. securities markets, and the performance of instruments trading in U.S. markets that represent foreign securities and baskets of foreign securities. The fund uses outside pricing services to provide it with quoted prices and information to evaluate or adjust those prices. The fund cannot predict how often it will use quoted prices and how often it will determine it necessary to adjust those prices to reflect fair value.

Investments in mutual funds are valued at the mutual fund's closing NAV per share on the day of valuation. Assets and liabilities other than financial instruments, including short-term receivables and payables, are carried at cost, or estimated realizable value, if less, which approximates fair value.

Investments for which market quotations or market-based valuations are not readily available or deemed unreliable are valued at fair value as determined in good faith by the Valuation Committee, in accordance with fair valuation policies and procedures. The objective of any fair value pricing determination is to arrive at a price that could reasonably be expected from a current sale. Financial instruments fair valued by the Valuation Committee are primarily private placements, restricted securities, warrants, rights, and other securities that are not publicly traded. Factors used in determining fair value vary by type of investment and may include market or investment specific considerations. The Valuation Committee typically will afford greatest weight to actual prices in arm's length transactions, to the extent they represent orderly transactions between market participants, transaction information can be reliably obtained, and prices are deemed representative of fair value. However, the Valuation Committee may also consider other valuation methods such as market-based valuation multiples; a discount or premium from market value of a similar, freely traded security of the same issuer; discounted cash flows; yield to maturity; or some combination. Fair value determinations are reviewed on a regular basis

and updated as information becomes available, including actual purchase and sale transactions of the investment. Because any fair value determination involves a significant amount of judgment, there is a degree of subjectivity inherent in such pricing decisions, and fair value prices determined by the Valuation Committee could differ from those of other market participants.

Valuation Inputs The following table summarizes the fund's financial instruments, based on the inputs used to determine their fair values on December 31, 2021 (for further detail by category, please refer to the accompanying Portfolio of Investments):

(\$000s)	Level 1	Level 2	Level 3	Total Value
Assets				
Common Stocks	\$ 27,864	\$ 256,686	\$ 470	\$ 285,020
Convertible Preferred Stocks	—	—	754	754
Preferred Stocks	—	709	—	709
Short-Term Investments	4,559	—	—	4,559
Securities Lending Collateral	3,715	—	—	3,715
Total	\$ 36,138	\$ 257,395	\$ 1,224	\$ 294,757

NOTE 3 - DERIVATIVE INSTRUMENTS

During the year ended December 31, 2021, the fund invested in derivative instruments. As defined by GAAP, a derivative is a financial instrument whose value is derived from an underlying security price, foreign exchange rate, interest rate, index of prices or rates, or other variable; it requires little or no initial investment and permits or requires net settlement. The fund invests in derivatives only if the expected risks and rewards are consistent with its investment objectives, policies, and overall risk profile, as described in its prospectus and Statement of Additional Information. The fund may use derivatives for a variety of purposes and may use them to establish both long and short positions within the fund's portfolio. Potential uses include to hedge against declines in principal value, increase yield, invest in an asset with greater efficiency and at a lower cost than is possible through direct investment, to enhance return, or to adjust credit exposure. The risks associated with the use of derivatives are different from, and potentially much greater than, the risks associated with investing directly in the instruments on which the derivatives are based. The fund at all times maintains sufficient cash reserves, liquid assets, or other SEC-permitted asset types to cover its settlement obligations under open derivative contracts.

The fund values its derivatives at fair value and recognizes changes in fair value currently in its results of operations. Accordingly, the fund does not follow hedge accounting, even for derivatives employed as economic hedges. Generally, the fund accounts for its derivatives on a gross basis. It does not offset the fair value of derivative liabilities against the fair value of derivative assets on its financial statements, nor does it offset the fair value of derivative instruments against the right to reclaim or obligation to return collateral. As of December 31, 2021, the fund held no derivative instruments.

The amount of gains and losses on derivative instruments recognized in fund earnings during the year ended December 31, 2021, and the related location on the accompanying Statement of Operations is summarized in the following table by primary underlying risk exposure:

(\$000s)	Location of Gain (Loss) on Statement of Operations	Options Written
Realized Gain (Loss)		
Equity derivatives		\$ 25
Total		\$ 25

(\$000s)	Location of Gain (Loss) on Statement of Operations	Options Written
Change in Unrealized Gain (Loss)		
Equity derivatives		\$ 19
Total		\$ 19

Options The fund is subject to equity price risk in the normal course of pursuing its investment objectives and uses options to help manage such risk. The fund may use options to manage exposure to security prices, interest rates, foreign currencies, and credit quality; as an efficient means of adjusting exposure to all or a part of a target market; to enhance income; as a cash management tool; or to adjust credit exposure. Options are included in net assets at fair value, options purchased are included in Investments in Securities, and Options written are separately reflected as a liability on the accompanying Statement of Assets and Liabilities. Premiums on unexercised, expired options are recorded as realized gains or losses; premiums on exercised options are recorded as an adjustment to the proceeds from the sale or cost of the purchase. The difference between the premium and the amount received or paid in a closing transaction is also treated as realized gain or loss. In return for a premium paid, call and put options give the holder the right, but not the obligation, to purchase or sell, respectively, a security at a specified exercise price. Risks related to the use of options include possible illiquidity of the options markets; trading restrictions imposed by an exchange or counterparty; possible failure of counterparties to meet the terms of the agreements; movements in the underlying asset values and, for options written, the potential for losses to exceed any premium received by the fund. During the year ended December 31, 2021, the volume of the fund's activity in options, based on underlying notional amounts, was generally less than 1% of net assets.

NOTE 4 - OTHER INVESTMENT TRANSACTIONS

Consistent with its investment objective, the fund engages in the following practices to manage exposure to certain risks and/or to enhance performance. The investment objective, policies, program, and risk factors of the fund are described more fully in the fund's prospectus and Statement of Additional Information.

Emerging and Frontier Markets The fund invests, either directly or through investments in other T. Rowe Price funds, in securities of companies located in, issued by governments of, or denominated in or linked to the currencies of emerging and frontier market countries. Emerging markets, and to a greater extent frontier markets, generally have economic structures that are less diverse and mature, and political systems that are less stable, than developed countries. These markets may be subject to greater political, economic, and social uncertainty and differing regulatory environments that may potentially impact the fund's ability to buy or sell certain securities or repatriate proceeds to U.S. dollars. Such securities are often subject to greater price volatility, less liquidity, and higher rates of inflation than U.S. securities. Investing in frontier markets is significantly riskier than investing in other countries, including emerging markets.

Restricted Securities The fund invests in securities that are subject to legal or contractual restrictions on resale. Prompt sale of such securities at an acceptable price may be difficult and may involve substantial delays and additional costs.

Securities Lending The fund may lend its securities to approved borrowers to earn additional income. Its securities lending activities are administered by a lending agent in accordance with a securities lending agreement. Security loans generally do not have stated maturity dates, and the fund may recall a security at any time. The fund receives collateral in the form of cash or U.S. government securities. Collateral is maintained over the life of the loan in an amount not less than the value of loaned securities; any additional collateral required due to changes in security values is delivered to the fund the next business day. Cash collateral is invested in accordance with investment guidelines approved by fund management. Additionally, the lending agent indemnifies the fund against losses resulting from borrower default. Although risk is mitigated by the collateral and indemnification, the fund could experience a delay in recovering its securities and a possible loss of income or value if the borrower fails to return the securities, collateral investments decline in value, and the lending agent fails to perform. Securities lending revenue consists of earnings on invested collateral and borrowing fees, net of any rebates to the borrower, compensation to the lending agent, and other administrative costs.

In accordance with GAAP, investments made with cash collateral are reflected in the accompanying financial statements, but collateral received in the form of securities is not. At December 31, 2021, the value of loaned securities was \$3,624,000; the value of cash collateral and related investments was \$3,715,000.

Other Purchases and sales of portfolio securities other than short-term securities aggregated \$86,782,000 and \$95,933,000, respectively, for the year ended December 31, 2021.

NOTE 5 - FEDERAL INCOME TAXES

Generally, no provision for federal income taxes is required since the fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code and distribute to shareholders all of its taxable income and gains. Distributions determined in accordance with federal income tax regulations may differ in amount or character from net investment income and realized gains for financial reporting purposes.

The fund files U.S. federal, state, and local tax returns as required. The fund's tax returns are subject to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return but which can be extended to six years in certain circumstances. Tax returns for open years have incorporated no uncertain tax positions that require a provision for income taxes.

Financial reporting records are adjusted for permanent book/tax differences to reflect tax character but are not adjusted for temporary differences.

Distributions during the years ended December 31, 2021 and December 31, 2020, were characterized for tax purposes as follows:

(\$000s)		
	December 31, 2021	December 31, 2020
Ordinary income	\$ 8,030	\$ 2,531
Long-term capital gain	13,354	10,802
Total distributions	<u>\$ 21,384</u>	<u>\$ 13,333</u>

At December 31, 2021, the tax-basis cost of investments and components of net assets were as follows:

(\$000s)	
Cost of investments	<u>\$ 214,363</u>
Unrealized appreciation	\$ 93,531
Unrealized depreciation	(13,275)
Net unrealized appreciation (depreciation)	<u>80,256</u>
Undistributed ordinary income	158
Undistributed long-term capital gain	3,722
Capital loss carryforwards	(389)
Late-year ordinary loss deferrals	(37)
Paid-in capital	208,039
Net assets	<u>\$ 291,749</u>

The difference between book-basis and tax-basis net unrealized appreciation (depreciation) is attributable to the deferral of losses from wash sales and the realization of gains/losses on passive foreign investment companies for tax purposes. The fund intends to retain realized gains to the extent of available capital loss carryforwards. Net realized capital losses may be carried forward indefinitely to offset future realized capital gains. In accordance with federal tax laws applicable to investment companies, net specified losses realized between November 1 and December 31 are not recognized for tax purposes until the subsequent year (late-year ordinary loss deferrals); however, such losses are recognized for financial reporting purposes in the year realized.

NOTE 6 - FOREIGN TAXES

The fund is subject to foreign income taxes imposed by certain countries in which it invests. Additionally, capital gains realized upon disposition of securities issued in or by certain foreign countries are subject to capital gains tax imposed by those countries. All taxes are computed in accordance with the applicable foreign tax law, and, to the extent permitted, capital losses are used to offset capital gains. Taxes attributable to income are accrued by the fund as a reduction of income. Current and deferred tax expense attributable to capital gains is reflected as a component of realized or change in unrealized gain/loss on securities in the accompanying financial statements. To the extent that the fund has country specific capital loss carryforwards, such carryforwards are applied against net unrealized gains when determining the deferred tax liability. Any deferred tax liability incurred by the fund is included in either Other liabilities or Deferred tax liability on the accompanying Statement of Assets and Liabilities.

NOTE 7 - RELATED PARTY TRANSACTIONS

The fund is managed by T. Rowe Price Associates, Inc. (Price Associates), a wholly owned subsidiary of T. Rowe Price Group, Inc. (Price Group). Price Associates has entered into a sub-advisory agreement(s) with one or more of its wholly owned subsidiaries, to provide investment advisory services to the fund. The investment management and administrative agreement between the fund and Price Associates provides for an all-inclusive annual fee equal to 1.05% of the fund's average daily net assets. The fee is computed daily and paid monthly. The all-inclusive fee covers investment management services and ordinary, recurring operating expenses but does not cover interest expense; expenses related to borrowing, taxes, and brokerage; or nonrecurring expenses. Effective July 1, 2018, Price Associates has contractually agreed, at least through April 30, 2022 to waive a portion of its management fee in order to limit the fund's management fee to 0.95% of the fund's average daily net assets. Thereafter, this agreement automatically renews for one-year terms unless terminated or modified by the fund's Board. Fees waived and expenses paid under this agreement are not subject to reimbursement to Price Associates by the fund. The total management fees waived were \$308,000 for the year ended December 31, 2021.

The fund may invest its cash reserves in certain open-end management investment companies managed by Price Associates and considered affiliates of the fund: the T. Rowe Price Government Reserve Fund or the T. Rowe Price Treasury Reserve Fund, organized as money market funds, or the T. Rowe Price Short-Term Fund, a short-term bond fund (collectively, the Price Reserve Funds). The Price Reserve Funds are offered as short-term investment options to mutual funds, trusts, and other accounts managed by Price Associates or its affiliates and are not available for direct purchase by members of the public. Cash collateral from securities lending, if any, is invested in the T. Rowe Price Government Reserve Fund; prior to December 13, 2021, the cash collateral from securities lending was invested in the T. Rowe Price Short-Term Fund. The Price Reserve Funds pay no investment management fees.

The fund may participate in securities purchase and sale transactions with other funds or accounts advised by Price Associates (cross trades), in accordance with procedures adopted by the fund's Board and Securities and Exchange Commission rules, which require, among other things, that such purchase and sale cross trades be effected at the independent current market price of the security. During the year ended December 31, 2021, the fund had no purchases or sales cross trades with other funds or accounts advised by Price Associates.

Price Associates has voluntarily agreed to reimburse the fund from its own resources on a monthly basis for the cost of investment research embedded in the cost of the fund's securities trades. This agreement may be rescinded at any time. For the year ended December 31, 2021, this reimbursement amounted to \$6,000, which is included in Net realized gain (loss) on Securities in the Statement of Operations.

NOTE 8 - OTHER MATTERS

Unpredictable events such as environmental or natural disasters, war, terrorism, pandemics, outbreaks of infectious diseases, and similar public health threats may significantly affect the economy and the markets and issuers in which a fund invests. Certain events may cause instability across global markets, including reduced liquidity and disruptions in trading markets, while some events may affect certain geographic regions, countries, sectors, and industries more significantly than others, and exacerbate other pre-existing political, social, and economic risks. The fund's performance could be negatively impacted if the value of a portfolio holding were

harmed by such events. Since 2020, a novel strain of coronavirus (COVID-19) has resulted in disruptions to global business activity and caused significant volatility and declines in global financial markets. The duration of this outbreak or others and their effects cannot be determined with certainty.

Report of Independent Registered Public Accounting Firm

**To the Board of Directors of T. Rowe Price International Series, Inc.
and Shareholders of T. Rowe Price International Stock Portfolio**

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the portfolio of investments, of T. Rowe Price International Stock Portfolio (constituting T. Rowe Price International Series, Inc., referred to hereafter as the “Fund”) as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP
Baltimore, Maryland
February 8, 2022

We have served as the auditor of one or more investment companies in the T. Rowe Price group of investment companies since 1973.

TAX INFORMATION (UNAUDITED) FOR THE TAX YEAR ENDED 12/31/21

We are providing this information as required by the Internal Revenue Code. The amounts shown may differ from those elsewhere in this report because of differences between tax and financial reporting requirements.

The fund's distributions to shareholders included:

- \$6,255,000 from short-term capital gains
- \$13,354,000 from long-term capital gains, subject to a long-term capital gains tax rate of not greater than 20%

For taxable non-corporate shareholders, \$3,773,000 of the fund's income represents qualified dividend income subject to a long-term capital gains tax rate of not greater than 20%.

For corporate shareholders, \$90,000 of the fund's income qualifies for the dividends-received deduction.

The fund will pass through foreign source income of \$3,937,000 and foreign taxes paid of \$513,000.

INFORMATION ON PROXY VOTING POLICIES, PROCEDURES, AND RECORDS

A description of the policies and procedures used by T. Rowe Price funds to determine how to vote proxies relating to portfolio securities is available in each fund's Statement of Additional Information. You may request this document by calling 1-800-225-5132 or by accessing the SEC's website, sec.gov.

The description of our proxy voting policies and procedures is also available on our corporate website. To access it, please visit the following Web page:

<https://www.troweprice.com/corporate/en/utility/policies.html>

Scroll down to the section near the bottom of the page that says, "Proxy Voting Policies." Click on the Proxy Voting Policies link in the shaded box.

Each fund's most recent annual proxy voting record is available on our website and through the SEC's website. To access it through T. Rowe Price, visit the website location shown above, and scroll down to the section near the bottom of the page that says, "Proxy Voting Records." Click on the Proxy Voting Records link in the shaded box.

HOW TO OBTAIN QUARTERLY PORTFOLIO HOLDINGS

The fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The fund's reports on Form N-PORT are available electronically on the SEC's website (sec.gov). In addition, most T. Rowe Price funds disclose their first and third fiscal quarter-end holdings on **troweprice.com**.

LIQUIDITY RISK MANAGEMENT PROGRAM

In accordance with Rule 22e-4 (Liquidity Rule) under the Investment Company Act of 1940, as amended, the fund has established a liquidity risk management program (Liquidity Program) reasonably designed to assess and manage the fund's liquidity risk, which generally represents the risk that the fund would not be able to meet redemption requests without significant dilution of remaining investors' interests in the fund. The fund's Board of Directors (Board) has appointed the fund's investment advisor, T. Rowe Price Associates, Inc. (Price Associates), as the administrator of the Liquidity Program. As administrator, Price Associates is responsible for overseeing the day-to-day operations of the Liquidity Program and, among other things, is responsible for assessing, managing, and reviewing with the Board at least annually the liquidity risk of each T. Rowe Price fund. Price Associates has delegated oversight of the Liquidity Program to a Liquidity Risk Committee (LRC), which is a cross-functional committee composed of personnel from multiple departments within Price Associates.

The Liquidity Program's principal objectives include supporting the T. Rowe Price funds' compliance with limits on investments in illiquid assets and mitigating the risk that the fund will be unable to timely meet its redemption obligations. The Liquidity Program also includes a number of elements that support the management and assessment of liquidity risk, including an annual assessment of factors that influence the fund's liquidity and the periodic classification and reclassification of a fund's investments into categories that reflect the LRC's assessment of their relative liquidity under current market conditions. Under the Liquidity Program, every investment held by the fund is classified at least monthly into one of four liquidity categories based on estimations of the investment's ability to be sold during designated time frames in current market conditions without significantly changing the investment's market value.

As required by the Liquidity Rule, at a meeting held on July 27, 2021, the Board was presented with an annual assessment prepared by the LRC, on behalf of Price Associates, that addressed the operation of the Liquidity Program and assessed its adequacy and effectiveness of implementation, including any material changes to the Liquidity Program and the determination of each fund's Highly Liquid Investment Minimum (HLIM). The annual assessment included consideration of the following factors, as applicable: the fund's investment strategy and liquidity of portfolio investments during normal and reasonably foreseeable stressed conditions, including whether the investment strategy is appropriate for an open-end fund, the extent to which the strategy involves a relatively concentrated portfolio or large positions in particular issuers, and the use of borrowings for investment purposes and derivatives; short-term and long-term cash flow projections covering both normal and reasonably foreseeable stressed conditions; and holdings of cash and cash equivalents, as well as available borrowing arrangements.

For the fund and other T. Rowe Price funds, the annual assessment incorporated a report related to a fund's holdings, shareholder and portfolio concentration, any borrowings during the period, cash flow projections, and other relevant data for the period of April 1, 2020, through March 31, 2021. The report described the methodology for classifying a fund's investments (including derivative transactions) into one of four liquidity categories, as well as the percentage of a fund's investments assigned to each category. It also explained the methodology for establishing a fund's HLIM and noted that the LRC reviews the HLIM assigned to each fund no less frequently than annually.

During the period covered by the annual assessment, the LRC has concluded, and reported to the Board, that the Liquidity Program continues to operate adequately and effectively and is reasonably designed to assess and manage the fund's liquidity risk.

ABOUT THE PORTFOLIO'S DIRECTORS AND OFFICERS

Your fund is overseen by a Board of Directors (Board) that meets regularly to review a wide variety of matters affecting or potentially affecting the fund, including performance, investment programs, compliance matters, advisory fees and expenses, service providers, and business and regulatory affairs. The Board elects the fund's officers, who are listed in the final table. At least 75% of the Board's members are considered to be independent, i.e., not "interested persons" as defined in Section 2(a)(19) of the 1940 Act, of the Boards of T. Rowe Price Associates, Inc. (T. Rowe Price), and its affiliates; "interested" directors and officers are employees of T. Rowe Price. The business address of each director and officer is 100 East Pratt Street, Baltimore, Maryland 21202. The Statement of Additional Information includes additional information about the fund directors and is available without charge by calling a T. Rowe Price representative at 1-800-638-5660.

INDEPENDENT DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
Teresa Bryce Bazemore (1959) 2018 [204]	President and Chief Executive Officer, Federal Home Loan Bank of San Francisco (2021 to present); President, Radian Guaranty (2008 to 2017); Chief Executive Officer, Bazemore Consulting LLC (2018 to 2021); Director, Chimera Investment Corporation (2017 to 2021); Director, First Industrial Realty Trust (2020 to present); Director, Federal Home Loan Bank of Pittsburgh (2017 to 2019)
Ronald J. Daniels (1959) 2018 [204]	President, The Johns Hopkins University ^(b) and Professor, Political Science Department, The Johns Hopkins University (2009 to present); Director, Lyndhurst Holdings (2015 to present); Director, BridgeBio Pharma, Inc. (2020 to present)
Bruce W. Duncan (1951) 2013 [204]	President, Chief Executive Officer, and Director, CyrusOne, Inc. (2020 to 2021); Chief Executive Officer and Director (2009 to 2016), Chair of the Board (2016 to 2020), and President (2009 to 2016), First Industrial Realty Trust, owner and operator of industrial properties; Chair of the Board (2005 to 2016) and Director (1999 to 2016), Starwood Hotels & Resorts, a hotel and leisure company; Member, Investment Company Institute Board of Governors (2017 to 2019); Member, Independent Directors Council Governing Board (2017 to 2019); Senior Advisor, KKR (2018 to present); Director, Boston Properties (2016 to present); Director, Marriott International, Inc. (2016 to 2020)
Robert J. Gerrard, Jr. (1952) 2012 [204]	Advisory Board Member, Pipeline Crisis/Winning Strategies, a collaborative working to improve opportunities for young African Americans (1997 to 2016); Chair of the Board, all funds (July 2018 to present)
Paul F. McBride (1956) 2013 [204]	Advisory Board Member, Vizzia Technologies (2015 to present); Board Member, Dunbar Armored (2012 to 2018)
Cecilia E. Rouse, Ph.D. ^(c) (1963) 2012 [0]	Dean, Princeton School of Public and International Affairs (2012 to present); Professor and Researcher, Princeton University (1992 to present); Director of Education Studies Committee, MDRC, a nonprofit education and social policy research organization (2011 to 2020); Member, National Academy of Education (2010 to present); Board Member, National Bureau of Economic Research (2011 to present); Board Member of the Council on Foreign Relations (2018 to present); Board Member, The Pennington School (2017 to present); Board Member, the University of Rhode Island (2020 to present); Chair of Committee on the Status of Minority Groups in the Economic Profession of the American Economic Association (2012 to 2018); Vice President (2015 to 2016) and Board Member (2018 to present), American Economic Association
John G. Schreiber ^(d) (1946) 2001	Owner/President, Centaur Capital Partners, Inc., a real estate investment company (1991 to present); Cofounder, Partner, and Cochair of the Investment Committee, Blackstone Real Estate Advisors, L.P. (1992 to 2015); Director, Blackstone Mortgage Trust, a real estate finance company (2012 to 2016); Director and Chair of the Board, Brixmor Property Group, Inc. (2013 to present); Director, Hilton Worldwide (2007 to present); Director, Hudson Pacific Properties (2014 to 2016); Director, Invitation Homes (2014 to 2017); Director, JMB Realty Corporation (1980 to present)
Kellye Walker ^(e) (1966) 2021 [204]	Executive Vice President and Chief Legal Officer, Eastman Chemical Company (April 2020 to present); Executive Vice President and Chief Legal Officer, Huntington Ingalls Industries, Inc. (NYSE: HII) (January 2015 to March 2020); Director, Lincoln Electric Company (October 2020 to present)

^(a)All information about the independent directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

^(b)William J. Stromberg, chair of the Board, director, and chief executive officer of T. Rowe Price Group, Inc., the parent company of the Price Funds' investment advisor, has served on the Board of Trustees of Johns Hopkins University since 2014.

^(c)Effective March 4, 2021, Dr. Rouse resigned from her role as independent director of the Price Funds.

^(d)Effective December 31, 2021, Mr. Schreiber resigned from his role as independent director of the Price Funds.

^(e)Effective November 8, 2021, Ms. Walker was elected as independent director of the Price Funds.

INTERESTED DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
David Oestreicher (1967) 2018 [204]	General Counsel, Vice President, and Secretary, T. Rowe Price Group, Inc.; Chair of the Board, Chief Executive Officer, President, and Secretary, T. Rowe Price Trust Company; Director, Vice President, and Secretary, T. Rowe Price, T. Rowe Price Investment Services, Inc., T. Rowe Price Retirement Plan Services, Inc., and T. Rowe Price Services, Inc.; Director and Secretary, T. Rowe Price Investment Management, Inc. (Price Investment Management); Vice President and Secretary, T. Rowe Price International (Price International); Vice President, T. Rowe Price Hong Kong (Price Hong Kong), T. Rowe Price Japan (Price Japan), and T. Rowe Price Singapore (Price Singapore); Principal Executive Officer and Executive Vice President, all funds
Robert W. Sharps, CFA, CPA (1971) 2017 [204]	Director and Vice President, T. Rowe Price; President, T. Rowe Price Group, Inc.; Director, Price Investment Management; Vice President, T. Rowe Price Trust Company

^(a)All information about the interested directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

OFFICERS

Name (Year of Birth) Position Held With International Series	Principal Occupation(s)
Harishankar Balkrishna (1983) Vice President	Vice President, T. Rowe Price Group, Inc., and Price International
Sheena L. Barbosa (1983) Vice President	Vice President, Price Hong Kong and T. Rowe Price Group, Inc.
Richard N. Clattenburg, CFA (1979) Executive Vice President	Vice President, Price Singapore, T. Rowe Price, T. Rowe Price Group, Inc., Price International, and T. Rowe Price Trust Company
Alan S. Dupski, CPA (1982) Principal Financial Officer, Vice President, and Treasurer	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
John R. Gilner (1961) Chief Compliance Officer	Chief Compliance Officer and Vice President, T. Rowe Price; Vice President, T. Rowe Price Group, Inc., and T. Rowe Price Investment Services, Inc.
Gary J. Greb (1961) Vice President	Vice President, T. Rowe Price, Price International, and T. Rowe Price Trust Company
Jai Kapadia (1982) Vice President	Vice President, Price Hong Kong and T. Rowe Price Group, Inc.
Paul J. Krug, CPA (1964) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Tobias Fabian Mueller, CFA (1980) Vice President	Vice President, T. Rowe Price Group, Inc., and Price International
Oluwaseun Oyegunle, CFA (1984) Vice President	Vice President, T. Rowe Price Group, Inc., and Price International
Fran M. Pollack-Matz (1961) Vice President and Secretary	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Investment Services, Inc., and T. Rowe Price Services, Inc.
Shannon H. Rauser (1987) Assistant Secretary	Assistant Vice President, T. Rowe Price
Sebastian Schrott (1977) Vice President	Vice President, T. Rowe Price Group, Inc., and Price International
Bin Shen, CFA (1987) Vice President	Vice President, T. Rowe Price Group, Inc., and Price International

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

OFFICERS (CONTINUED)

Name (Year of Birth) Position Held With International Series	Principal Occupation(s)
Justin Thomson (1968) President	Director, Price Hong Kong; Vice President, T. Rowe Price Group, Inc.; Director and Vice President, Price International
Megan Warren (1968) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Retirement Plan Services, Inc., T. Rowe Price Services, Inc., and T. Rowe Price Trust Company; formerly, Executive Director, JPMorgan Chase (to 2017)
Ernest C. Yeung, CFA (1979) Vice President	Director and Vice President, Price Hong Kong; Vice President, T. Rowe Price Group, Inc.

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

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T.RowePrice®

100 East Pratt Street
Baltimore, MD 21202

Call 1-800-225-5132 to request a prospectus or summary prospectus; each includes investment objectives, risks, fees, expenses, and other information that you should read and consider carefully before investing.



ANNUAL REPORT

December 31, 2021

T. ROWE PRICE

Mid-Cap Growth Portfolio

For more insights from T. Rowe Price investment professionals,
go to **[troweprice.com](https://www.troweprice.com)**.

HIGHLIGHTS

- The Mid-Cap Growth Portfolio outperformed the Russell Midcap Growth Index and its Lipper peer group average for the 12 months ended December 31, 2021.
- On a relative basis, the communication services and consumer discretionary sectors added value, while stock selection in health care detracted from performance.
- In the midst of much uncertainty, we've maintained our time-tested, disciplined approach and found compelling opportunities in a variety of industries.
- While there are signs that we may have begun a correction in the most expensive, growth-at-any-price stocks, we believe that we are likely still in the early innings and that it will not proceed in a straight line. Regardless of the environment, our focus remains on owning quality companies with durable growth prospects and prudent balance sheets.

Go Paperless

Sign up for e-delivery of your statements, confirmations, and prospectuses or shareholder reports.



TO ENROLL:

If you invest directly with T. Rowe Price, go to **troweprice.com/paperless**.

If you invest through an investment advisor, a bank, or a brokerage firm, please contact that organization and ask if it can provide electronic documentation.

It's fast—receive your statements and confirmations faster than U.S. mail.

It's convenient—access your important account documents whenever you need them.

It's secure—we protect your online accounts using “True Identity” to confirm new accounts and make verification faster and more secure.

It can save you money—where applicable, T. Rowe Price passes on the cost savings to fund holders.*

Log in to your account at **troweprice.com** for more information.

*Certain mutual fund accounts that are assessed an annual account service fee can also save money by switching to e-delivery.

Dear Investor

Major stock and bond indexes produced mixed results during 2021 as strong corporate earnings growth and a recovering economy contended with worries about inflation, new coronavirus variants, and less accommodative central banks. Most developed market stock benchmarks finished the year with positive returns, although gains slowed in the second half of the year, while fixed income returns faced headwinds from rising interest rates.

Large-cap U.S. growth stocks delivered the strongest returns, but solid results were common in many developed markets. However, emerging markets stock benchmarks struggled amid a significant equity market downturn in China.

The large-cap S&P 500 Index returned almost 29%, marking its third straight year of positive returns. Robust results were widespread across the benchmark—according to Bloomberg data, 2021 marked the first year that all of the S&P 500 sectors recorded double-digit gains. The energy sector, which was the worst performer in 2020, was the leader in 2021 amid a sharp increase in oil prices, and real estate stocks also rebounded from a down year as strong demand led to rising rents. Financial and information technology stocks also produced excellent returns and outperformed the broad market.

In the fixed income market, rising Treasury yields weighed on performance, but below investment-grade corporate bonds delivered solid results as they benefited from improving fundamentals and investor demand for higher-yielding securities. (Bond prices and yields move in opposite directions.)

A robust increase in corporate earnings growth appeared to be a significant performance driver during the year. According to FactSet, overall earnings for the S&P 500 rose 89% in the second quarter of 2021 versus the year before, the fastest pace since 2009, and while third-quarter earnings slowed, they continued to beat expectations at an impressive pace. Despite the significant rally in the S&P 500 during 2021, the index's price/earnings ratio actually fell over that period as earnings rose faster than stock prices. Although economic growth showed signs of slowing at times, data remained generally positive through the end of the period. The unemployment rate, which started the year at 6.7%, fell to 3.9% by December, and job openings reached a record high.

However, optimism surrounding strong earnings and employment gains was tempered by inflation concerns. Prices surged as the release of pent-up demand and supply chain disruptions contributed to higher inflation around the globe. In the U.S., the 6.8% increase in the consumer price index for the 12-month period ended in November was the highest level since 1982, a factor that may have contributed to a decline in consumer sentiment late in the year.

Meanwhile, central banks began to move away from the extremely accommodative policies they instituted in response to the initial wave of the coronavirus. The Federal Reserve began trimming its purchases of Treasuries and agency mortgage-backed securities in November, and policymakers indicated that they could soon start raising short-term interest rates.

How markets respond to the normalization of monetary policy is an open question. While fading stimulus might pose some challenges for investors, I believe it could contribute to a return of price sensitivity in global markets, which bodes well for selective investors focused on fundamentals.

Elevated valuations, higher inflation, and the continuing struggle to control the pandemic also pose potential challenges for financial markets in 2022. However, on the positive side, household wealth gains, pent-up consumer demand, and a potential boom in capital expenditures could sustain growth even as monetary policy turns less supportive. In this environment, our investment teams will remain focused on using fundamental research to identify companies that can add value to your portfolio over the long term.

Thank you for your continued confidence in T. Rowe Price.

Sincerely,



Robert Sharps
President and CEO

INVESTMENT OBJECTIVE

The portfolio seeks to provide long-term capital appreciation by investing in mid-cap stocks with potential for above-average earnings growth.

PORTFOLIO COMMENTARY

How did the portfolio perform in the past 12 months?

The Mid-Cap Growth Portfolio returned 14.85% for the 12 months ended December 31, 2021. The portfolio outperformed the Russell Midcap Growth Index, which returned 12.73%, and the Lipper Variable Annuity Underlying Mid-Cap Growth Funds Average, which rose 13.32%. (Returns for the Mid-Cap Growth Portfolio–II varied slightly due to its different fee structure. *Past performance cannot guarantee future results.*)

PERFORMANCE COMPARISON

Periods Ended 12/31/21	Total Return	
	6 Months	12 Months
Mid-Cap Growth Portfolio	4.71%	14.85%
Mid-Cap Growth Portfolio–II	4.58	14.57
Russell Midcap Growth Index	2.07	12.73
Lipper Variable Annuity Underlying Mid-Cap Growth Funds Average	3.98	13.32

What factors influenced the portfolio's performance?

While performance leadership in our universe seesawed between the richly valued aggressive growers and the more valuation-sensitive durable growth companies for much of the year, 2021 concluded with a strong run by quality and durable growers. The return to a valuation-minded environment boosted our performance versus the benchmark, the composition of which currently places a greater emphasis on highflying growth names. On a relative basis, the communication services and consumer discretionary sectors added value, while stock selection in health care detracted from performance.

Communication services is a small sector allocation within the portfolio; both stock choices and an underweight allocation lifted relative returns. Our holding in powerhouse sports brand Liberty Media Formula One Corp, which controls the exclusive commercialization of the immensely popular F1 motorsport races, performed extremely well as vaccinations enabled the return of in-person sporting events. Liberty controls a rare asset with high barriers to entry that generates strong free cash flow, and we believe there is room for significant improvement in monetization under an experienced Liberty management team. (Please refer to the portfolio of investments for a complete list of holdings and the amount each represents in the portfolio.)

Stock choices in consumer discretionary, a more significant area of investment, also boosted relative results. Our stake in electric vehicle equipment manufacturer Rivian Automotive, initiated when the company was private, benefited performance. Shares spiked following the company's recent initial public offering. Rivian benefits from the powerful secular trend of electrification. Peloton Interactive sold off on a decline in daily average users as loosened COVID-19 restrictions drew more people out of their homes. Not owning the company for much of the period aided relative performance. We used the pullback in the price to build a position late in the period. Longer term, we believe that Peloton has the potential to grow the number of connected fitness subscribers through its proprietary software, creating a unique and engaging exercise experience.

On the negative side, health care detracted from relative performance due to stock selection. Shares of Teleflex declined on fears that elective and noncritical medical visits and procedures would be canceled or postponed due to the coronavirus. A July proposal to cut Medicare and Medicaid reimbursement for Urolift procedures, used in the treatment of benign prostatic hypertrophy, also pressured shares. Toward the end of the period, it was determined that the reimbursement reduction was less than anticipated, which should remove some of the overhang. Teleflex is a long-term holding, and we maintain conviction in the company's thoughtful management team, their capital allocation decisions, and the quality of the company's diverse product portfolio.

How is the portfolio positioned?

We've not made any significant changes to the portfolio's positioning. The current environment has echoes of 1999, a past period of exuberance; and while we're beginning to see some air come out of certain inflated market segments, valuations remain extremely elevated in others. We recognize that, much like 1999–2000, it may be difficult to say when the froth has dissipated. In the midst of much uncertainty, we've maintained our time-tested, disciplined approach. We like the companies that we hold and sought to opportunistically increase existing positions, as well as to add new names that fit our investment criteria. We found such opportunities across various sectors, from larger sector allocations like information technology and consumer discretionary to smaller weightings like consumer staples. Selling activity, on the other hand, was largely motivated by runups in performance.

We have maintained a sizable underweight to information technology (IT) stocks in recent years, though the sector accounts for a large allocation in absolute terms. Our underweight stems from our view that certain segments, such as cloud software companies, have become expensive as low interest rates have spurred investors to bid up aggressive growth names. However, we believe that several secular trends

will underpin long-term growth for select tech companies, and connected TV and advertising fit that bill. We bought shares of The Trade Desk, the world's largest independent demand-side platform (DSP). Advertisers use the company's software platform to programmatically purchase ad inventory across different channels (display, video, in-app) and devices. Within the massive programmatic advertising market, we believe that The Trade Desk should continue to grow its market share as the DSP industry becomes a two-horse race, pitting Trade Desk against Google. On the sales side, we took advantage of strong performance from longtime holding Atlassian, initiated back in the spring of 2014 as a private investment before the company subsequently went public in December of 2015. The company is a leading provider of on-premises and cloud-based workflow and collaboration software for enterprises. Shares climbed on accelerated subscription revenue growth, cloud migration success, and strong subscription retention rates, and we reduced our position on strength.

Our approach toward consumer discretionary is selective in a sector that has faced persistent headwinds in recent years. We focus on companies with strong brands and innovative management teams that are capable of navigating an uneven recovery and taking share from competitors. We believe that Bright Horizons Family Solutions belongs in this category. The company is a work-site child-care services company that operates in the U.S. and Europe. Its share price has been pressured by the ongoing global disruption of operations brought about by the coronavirus pandemic. The perception that a shift to a work-from-home/hybrid work model would decrease demand for on-site child-care has weighed on the stock, but we believe the growing complexity in child-care given new work dynamics benefits an industry leader like Bright Horizons, especially its fast-growing backup care segment. We increased our position.

Within the consumer discretionary sector, we also found new opportunities, such as Deckers Outdoor, a California-based designer and distributor of lifestyle and performance footwear, apparel, and accessories whose portfolio of brands includes UGG and HOKA. The shift toward work-from-home and health and fitness trends accelerated brand momentum. We believe outsized growth will be supported via international opportunities, the expansion of product portfolios, and a favorable footwear backdrop. On the other hand, we reduced our position in auto technology supplier Aptiv. The company was a strong performer over the past year, boosted by growing demand for electric and hybrid vehicles and a sustained recovery in China's car market.

Consumer staples is a very small allocation in the portfolio, where it's more challenging to find names that fit our investment criteria, but within that sector our preferences for brand strength and an innovative culture were met by our holding in Boston Beer. The company is a leading U.S. craft

brewer with several popular brands, including over 50 beers with Samuel Adams and other popular craft beer brands, flavored malt beverages under the Twisted Tea brand, hard cider beverages under the Angry Orchard brand, and Truly hard seltzers. While the share price has been pressured by a deceleration in hard seltzer sales, we believe expectations have been reasonably reset, with a solid foundation for more steady growth ahead, and we opportunistically increased our position.

SECTOR DIVERSIFICATION

	Percent of Net Assets	
	6/30/21	12/31/21
Health Care	25.8%	24.4%
Information Technology	19.8	21.0
Industrials and Business Services	16.9	17.3
Consumer Discretionary	15.4	16.3
Financials	6.2	6.1
Materials	5.7	6.0
Communication Services	4.2	3.0
Consumer Staples	2.1	2.3
Utilities	1.3	0.3
Energy	0.1	0.1
Real Estate	0.0	0.1
Other and Reserves	2.5	3.1
Total	100.0%	100.0%

Historical weightings reflect current industry/sector classifications.

What is portfolio management's outlook?

Even though the coronavirus pandemic continued, major U.S. stock indexes climbed in 2021, extending the brisk rebound that started in March 2020. Many indexes repeatedly reached record highs throughout the year. Equities advanced as the economy reopened and recovered—facilitated by the rollout of coronavirus vaccines and some federal fiscal relief—and as corporations reported robust earnings growth. Elevated inflation stemming in part from shortages of some goods and materials and global supply chain disruptions, the emergence of variants of the coronavirus, and the Federal Reserve's decision to taper its monthly asset purchases starting in November were among the factors that occasionally weighed on the financial markets.

Within our investment universe, we saw performance leadership ping-pong between aggressive and durable growth names in 2021. Volatility continued in the final quarter, with many mid- and small-cap benchmarks falling into a technical correction, before rebounding into year-end. The dominance of expensive and aggressive growth names once again gave way to quality and durable growth companies in the final weeks of the year. While we are in the midst of a correction in the most

expensive, growth-at-any-price stocks, we expect the path to be volatile as global markets face more uncertain prospects in 2022, including the potential for persistent inflation, a shift toward monetary tightening, and new coronavirus variants. Regardless of the environment, our focus remains on owning quality companies with durable growth prospects and prudent balance sheets. We pay careful attention to risk and valuation relative to growth prospects and believe this disciplined approach will continue to serve clients well over the long term.

The views expressed reflect the opinions of T. Rowe Price as of the date of this report and are subject to change based on changes in market, economic, or other conditions. These views are not intended to be a forecast of future events and are no guarantee of future results.

RISKS OF INVESTING IN THE FUND**PRINCIPAL RISKS**

As with any fund, there is no guarantee that the fund will achieve its objective(s). The fund's share price fluctuates, which means you could lose money by investing in the fund. The principal risks of investing in this fund, which may be even greater during periods of market disruption or volatility, are summarized as follows:

Market conditions. The value of the fund's investments may decrease, sometimes rapidly or unexpectedly, due to factors affecting an issuer held by the fund, particular industries, or the overall securities markets. A variety of factors can increase the volatility of the fund's holdings and markets generally, including political or regulatory developments, recessions, inflation, rapid interest rate changes, war or acts of terrorism, natural disasters, and outbreaks of infectious illnesses or other widespread public health issues. Certain events may cause instability across global markets, including reduced liquidity and disruptions in trading markets, while some events may affect certain geographic regions, countries, sectors, and industries more significantly than others. These adverse developments may cause broad declines in market value due to short-term market movements or for significantly longer periods during more prolonged market downturns.

Mid-cap stocks. Investments in securities issued by mid-cap companies are likely to be more volatile than investments in securities issued by larger companies. Medium-sized companies may have less experienced management, narrower product lines, and less capital reserves and liquidity than larger companies and are therefore more sensitive to economic, market, and industry changes.

Growth investing. The fund's growth approach to investing could cause it to underperform other stock funds that employ a different investment style. Growth stocks tend to be more volatile than certain other types of stocks, and their prices may fluctuate more dramatically than the overall stock market. A stock with growth characteristics can have sharp price declines due to decreases in current or expected earnings and may lack dividends that can help cushion its share price in a declining market.

BENCHMARK INFORMATION

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TWENTY-FIVE LARGEST HOLDINGS

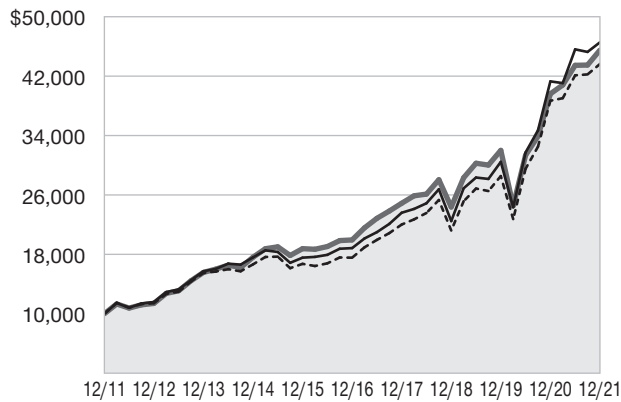
	Percent of Net Assets 12/31/21
Hologic	2.7%
Microchip Technology	2.6
Catalent	2.4
Marvell Technology	2.4
Textron	2.4
Ball	2.4
Ingersoll-Rand	2.2
Rivian Automotive	2.0
Teleflex	1.9
Agilent Technologies	1.9
Bruker	1.7
J.B. Hunt Transport Services	1.7
Hilton Worldwide Holdings	1.6
Avantor	1.6
Burlington Stores	1.6
Keysight Technologies	1.5
KLA	1.4
Cooper Companies	1.4
KKR	1.3
TransUnion	1.3
Dollar General	1.2
Fortinet	1.2
Tradeweb Markets	1.1
Entegris	1.1
IDEX	1.1
Total	43.7%

Note: The information shown does not reflect any exchange-traded funds (ETFs), cash reserves, or collateral for securities lending that may be held in the portfolio.

GROWTH OF \$10,000

This chart shows the value of a hypothetical \$10,000 investment in the portfolio over the past 10 fiscal year periods or since inception (for portfolios lacking 10-year records). The result is compared with benchmarks, which include a broad-based market index and may also include a peer group average or index. Market indexes do not include expenses, which are deducted from portfolio returns as well as mutual fund averages and indexes.

MID-CAP GROWTH PORTFOLIO



As of 12/31/21

— Mid-Cap Growth Portfolio	\$45,504
--- Russell Midcap Growth Index	46,550
--- Lipper Variable Annuity Underlying Mid-Cap Growth Funds Average	43,626

Note: Performance for the II Class will vary due to its differing fee structure. See the Average Annual Compound Total Return table.

AVERAGE ANNUAL COMPOUND TOTAL RETURN

Periods Ended 12/31/21	1 Year	5 Years	10 Years
Mid-Cap Growth Portfolio	14.85%	17.94%	16.36%
Mid-Cap Growth Portfolio-II	14.57	17.64	16.07

The fund's performance information represents only past performance and is not necessarily an indication of future results. Current performance may be lower or higher than the performance data cited. Share price, principal value, and return will vary, and you may have a gain or loss when you sell your shares. For the most recent month-end performance, please contact a T. Rowe Price representative at 1-800-469-6587 (financial advisors, or customers who have an advisor, should call 1-800-638-8790). Returns do not reflect taxes that the shareholder may pay on distributions or the redemption of shares. Total returns do not include charges imposed by your insurance company's separate account. If these had been included, performance would have been lower.

This table shows how the portfolio would have performed each year if its actual (or cumulative) returns for the periods shown had been earned at a constant rate. Average annual total return figures include changes in principal value, reinvested dividends, and capital gain distributions. When assessing performance, investors should consider both short- and long-term returns.

FUND EXPENSE EXAMPLE

As a mutual fund shareholder, you may incur two types of costs: (1) transaction costs, such as redemption fees or sales loads, and (2) ongoing costs, including management fees, distribution and service (12b-1) fees, and other fund expenses. The following example is intended to help you understand your ongoing costs (in dollars) of investing in 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 most recent six-month period and held for the entire period.

Shares of the fund are currently offered only through certain insurance companies as an investment medium for both variable annuity contracts and variable life insurance policies. Please note that the fund has two classes of shares: the original share class and the II Class. II Class shares are sold through financial intermediaries, which are compensated for distribution, shareholder servicing, and/or certain administrative services under a Board-approved Rule 12b-1 plan.

Actual Expenses

The first line of the following table (Actual) provides information about actual account values and actual expenses. You may use the information on this line, together with your account balance, 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 on the first line under the heading "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The information on the second line of the table (Hypothetical) is based on hypothetical account values and expenses derived from the fund's actual expense ratio and an assumed 5% per year rate of return before expenses (not the fund's actual return). You may compare the ongoing costs of investing in the fund with other funds by contrasting this 5% hypothetical example and the 5% hypothetical examples that appear in the shareholder reports of the other funds. 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 should also be aware that the expenses shown in the table highlight only your ongoing costs and do not reflect any transaction costs, such as redemption fees or sales loads. Therefore, 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. To the extent a fund charges transaction costs, however, the total cost of owning that fund is higher.

FUND EXPENSE EXAMPLE (CONTINUED)

MID-CAP GROWTH PORTFOLIO			
	Beginning Account Value 7/1/21	Ending Account Value 12/31/21	Expenses Paid During Period* 7/1/21 to 12/31/21
Mid-Cap Growth Portfolio			
Actual	\$1,000.00	\$1,047.10	\$4.33
Hypothetical (assumes 5% return before expenses)	1,000.00	1,020.97	4.28
Mid-Cap Growth Portfolio-II			
Actual	1,000.00	1,045.80	5.62
Hypothetical (assumes 5% return before expenses)	1,000.00	1,019.71	5.55

*Expenses are equal to the fund's annualized expense ratio for the 6-month period, multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal half year (184), and divided by the days in the year (365) to reflect the half-year period. The annualized expense ratio of the Mid-Cap Growth Portfolio was 0.84%, and the Mid-Cap Growth Portfolio-II was 1.09%.

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

Mid-Cap Growth Portfolio Class

	Year Ended				
	12/31/21	12/31/20	12/31/19	12/31/18	12/31/17
NET ASSET VALUE					
Beginning of period	\$ 33.47	\$ 28.88	\$ 23.70	\$ 28.25	\$ 25.57
Investment activities					
Net investment income (loss) ⁽¹⁾⁽²⁾	(0.14)	(0.05)	0.03	0.01	(0.04)
Net realized and unrealized gain/loss	4.98	6.92	7.36	(0.54)	6.39
Total from investment activities	4.84	6.87	7.39	(0.53)	6.35
Distributions					
Net investment income	-	-	(0.04)	-	-
Net realized gain	(3.84)	(2.28)	(2.17)	(4.02)	(3.67)
Total distributions	(3.84)	(2.28)	(2.21)	(4.02)	(3.67)
NET ASSET VALUE					
End of period	\$ 34.47	\$ 33.47	\$ 28.88	\$ 23.70	\$ 28.25

Ratios/Supplemental Data

Total return⁽²⁾⁽³⁾	14.85%	23.80%	31.29%	(2.03)%	24.77%
Ratios to average net assets: ⁽²⁾					
Gross expenses before waivers/payments by Price Associates ⁽⁴⁾	0.85%	0.85%	0.85%	0.85%	0.85%
Net expenses after waivers/payments by Price Associates	0.84%	0.84%	0.84%	0.85%	0.85%
Net investment income (loss)	(0.39)%	(0.18)%	0.12%	0.05%	(0.13)%
Portfolio turnover rate	18.8%	26.1%	22.1%	24.6%	24.7%
Net assets, end of period (in thousands)	\$ 576,739	\$ 536,629	\$ 474,038	\$ 379,884	\$ 411,412

⁽¹⁾ Per share amounts calculated using average shares outstanding method.⁽²⁾ See Note 6 for details of expense-related arrangements with Price Associates.⁽³⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable.⁽⁴⁾ See Note 6. Prior to 12/31/19, the gross expense ratios presented are net of a management fee waiver in effect during the period, as applicable.

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

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

Mid-Cap Growth Portfolio - II Class

	Year Ended				
	12/31/21	12/31/20	12/31/19	12/31/18	12/31/17
NET ASSET VALUE					
Beginning of period	\$ 31.63	\$ 27.41	\$ 22.58	\$ 27.11	\$ 24.65
Investment activities					
Net investment loss ⁽¹⁾⁽²⁾	(0.22)	(0.12)	(0.03)	(0.06)	(0.11)
Net realized and unrealized gain/loss	4.70	6.55	7.00	(0.52)	6.15
Total from investment activities	4.48	6.43	6.97	(0.58)	6.04
Distributions					
Net realized gain	(3.79)	(2.21)	(2.14)	(3.95)	(3.58)
NET ASSET VALUE					
End of period	\$ 32.32	\$ 31.63	\$ 27.41	\$ 22.58	\$ 27.11

Ratios/Supplemental Data

Total return⁽²⁾⁽³⁾	14.57%	23.47%	30.98%	(2.30)%	24.44%
Ratios to average net assets: ⁽²⁾					
Gross expenses before waivers/payments by Price Associates ⁽⁴⁾	1.10%	1.10%	1.10%	1.10%	1.10%
Net expenses after waivers/payments by Price Associates	1.09%	1.09%	1.09%	1.10%	1.10%
Net investment loss	(0.64)%	(0.43)%	(0.13)%	(0.20)%	(0.38)%
Portfolio turnover rate	18.8%	26.1%	22.1%	24.6%	24.7%
Net assets, end of period (in thousands)	\$ 71,773	\$ 61,897	\$ 56,450	\$ 44,782	\$ 52,926

⁽¹⁾ Per share amounts calculated using average shares outstanding method.⁽²⁾ See Note 6 for details of expense-related arrangements with Price Associates.⁽³⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable.⁽⁴⁾ See Note 6. Prior to 12/31/19, the gross expense ratios presented are net of a management fee waiver in effect during the period, as applicable.

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

December 31, 2021

PORTFOLIO OF INVESTMENTS†**Shares \$ Value**

(Cost and value in \$000s)

COMMON STOCKS 96.4%**COMMUNICATION SERVICES 2.9%****Entertainment 2.0%**

Liberty Media-Liberty Formula One, Class C (1)	74,900	4,737
Playtika Holding (1)	49,800	861
Spotify Technology (1)	23,200	5,429
Zynga, Class A (1)	343,400	2,198
		13,225

Interactive Media & Services 0.9%

IAC/InterActiveCorp (1)	21,000	2,745
Match Group (1)	16,900	2,235
Vimeo (1)	60,273	1,082
		6,062
Total Communication Services		19,287

CONSUMER**DISCRETIONARY 16.0%****Auto Components 0.3%**

Aptiv (1)	12,700	2,095
		2,095

Automobiles 2.0%

Rivian Automotive, Acquisition Date: 12/23/19 - 7/10/20, Cost \$1,428 (1)(2)	118,456	11,668
Rivian Automotive, Class A (1)	12,796	1,327
		12,995

Diversified Consumer Services 1.1%

Bright Horizons Family Solutions (1)	18,900	2,379
Clear Secure, Class A (1)	10,303	323
Terminix Global Holdings (1)	102,700	4,645
		7,347

Hotels, Restaurants & Leisure 5.0%

Chipotle Mexican Grill (1)	3,600	6,294
Domino's Pizza	8,300	4,684
DraftKings, Class A (1)	41,000	1,126
Hilton Worldwide Holdings (1)	66,600	10,389
MGM Resorts International	111,900	5,022
Vail Resorts	14,100	4,623
		32,138

Internet & Direct Marketing**Retail 1.2%**

Deliveroo (GBP) (1)	384,400	1,097
DoorDash, Class A (1)	6,000	893
Etsy (1)	19,900	4,357
Farfetch, Class A (1)	42,699	1,428
		7,775

Leisure Products 0.1%

Peloton Interactive, Class A (1)	18,647	667
		667

Multiline Retail 2.0%

Dollar General	34,300	8,089
Dollar Tree (1)	36,200	5,087
		13,176

Shares \$ Value

(Cost and value in \$000s)

Specialty Retail 3.6%

Bath & Body Works	29,300	2,045
Burlington Stores (1)	35,000	10,203
Five Below (1)	10,700	2,214
O'Reilly Automotive (1)	7,600	5,367
Ross Stores	29,600	3,383
Warby Parker, Class A (1)	5,162	240
		23,452

Textiles, Apparel & Luxury**Goods 0.7%**

Deckers Outdoor (1)	4,300	1,575
Lululemon Athletica (1)	3,300	1,292
On Holding, Class A (1)	6,336	239
VF	20,800	1,523
		4,629

Total Consumer Discretionary

104,274

CONSUMER STAPLES 2.3%**Beverages 0.4%**

Boston Beer, Class A (1)	5,335	2,695
		2,695

Food & Staples Retailing 1.0%

Casey's General Stores	34,300	6,769
		6,769

Food Products 0.4%

TreeHouse Foods (1)	58,400	2,367
		2,367

Household Products 0.3%

Reynolds Consumer Products	69,000	2,167
		2,167

Personal Products 0.2%

Olaplex Holdings (1)	33,338	971
		971

Total Consumer Staples

14,969

ENERGY 0.2%**Oil, Gas & Consumable Fuels 0.2%**

Venture Global LNG, Series B, Acquisition Date: 3/8/18, Cost \$60 (1)(2)(3)	20	119
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Venture Global LNG, Series C, Acquisition Date: 10/16/17 - 3/8/18, Cost \$512 (1)(2)(3)	139	827
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Total Energy

946

FINANCIALS 6.2%**Banks 0.4%**

Webster Financial	43,100	2,407
		2,407

Capital Markets 4.0%

Cboe Global Markets	36,000	4,694
KKR	114,900	8,560
MarketAxess Holdings	7,600	3,126
Raymond James Financial	19,400	1,948

	Shares	\$ Value
(Cost and value in \$000s)		
Tradeweb Markets, Class A	73,300	7,340
		25,668
Consumer Finance 0.3%		
SoFi Technologies (1)	123,312	1,950
		1,950
Insurance 1.5%		
Assurant	33,300	5,190
Axis Capital Holdings	61,600	3,355
Kemper	20,700	1,217
		9,762
Total Financials		39,787
HEALTH CARE 24.4%		
Biotechnology 3.8%		
Alkermes (1)	113,500	2,640
Alnylam Pharmaceuticals (1)	26,600	4,511
Argenx, ADR (1)	10,600	3,712
Exact Sciences (1)	25,000	1,946
Exelixis (1)	38,400	702
Incyte (1)	12,000	881
Ionis Pharmaceuticals (1)	63,600	1,935
Kodiak Sciences (1)	5,000	424
Neurocrine Biosciences (1)	25,000	2,129
Seagen (1)	28,900	4,468
Ultragenyx Pharmaceutical (1)	16,500	1,387
		24,735
Health Care Equipment & Supplies 8.4%		
Alcon	53,900	4,696
Cooper	21,400	8,965
DENTSPLY SIRONA	28,700	1,601
Hologic (1)	225,800	17,287
ICU Medical (1)	15,400	3,655
Ortho Clinical Diagnostics Holdings (1)	103,892	2,222
Quidel (1)	29,600	3,996
Teleflex	36,772	12,079
		54,501
Health Care Providers & Services 1.3%		
Acadia Healthcare (1)	87,900	5,335
agilon health (1)	21,874	591
Molina Healthcare (1)	8,700	2,767
		8,693
Health Care Technology 1.3%		
Doximity, Class A (1)	18,200	912
Multipian (1)	250,000	1,108
Veeva Systems, Class A (1)	25,000	6,387
		8,407
Life Sciences Tools & Services 6.2%		
Agilent Technologies	75,400	12,038
Avantor (1)	246,000	10,366
Bruker	131,100	11,001
West Pharmaceutical Services	13,845	6,493
		39,898

	Shares	\$ Value
(Cost and value in \$000s)		
Pharmaceuticals 3.4%		
Catalent (1)	124,000	15,876
Elanco Animal Health (1)	105,355	2,990
Perrigo	73,300	2,851
		21,717
Total Health Care		157,951
INDUSTRIALS & BUSINESS SERVICES 17.4%		
Aerospace & Defense 2.9%		
BWX Technologies	70,600	3,381
Textron	199,200	15,378
		18,759
Airlines 0.8%		
Southwest Airlines (1)	120,400	5,158
		5,158
Commercial Services & Supplies 0.6%		
Waste Connections	26,600	3,625
		3,625
Electrical Equipment 0.2%		
Shoals Technologies Group, Class A (1)	38,600	938
		938
Industrial Conglomerates 0.8%		
Roper Technologies	11,100	5,460
		5,460
Machinery 5.3%		
Colfax (1)	153,972	7,078
Fortive	79,400	6,057
IDEX	30,000	7,090
Ingersoll Rand	233,200	14,428
		34,653
Professional Services 5.1%		
Clarivate (1)	283,799	6,675
CoStar Group (1)	68,434	5,408
Equifax	21,400	6,266
Legalzoom.com (1)	4,679	75
Leidos Holdings	18,400	1,636
TransUnion	71,900	8,526
Upwork (1)	24,500	837
Verisk Analytics	14,500	3,316
		32,739
Road & Rail 1.7%		
JB Hunt Transport Services	53,300	10,895
		10,895
Total Industrials & Business Services		112,227
INFORMATION TECHNOLOGY 20.9%		
Electronic Equipment, Instruments & Components 4.0%		
Amphenol, Class A	46,900	4,102
Cognex	20,300	1,579
Corning	128,400	4,780

	Shares	\$ Value
(Cost and value in \$000s)		
Keysight Technologies (1)	46,400	9,582
Littelfuse	3,300	1,038
National Instruments	103,200	4,507
		25,588
IT Services 1.4%		
Broadridge Financial Solutions	10,400	1,901
FleetCor Technologies (1)	29,400	6,581
Thoughtworks Holding (1)	18,189	488
Toast, Class A (1)	2,196	76
		9,046
Semiconductors & Semiconductor Equipment 8.5%		
Entegris	51,700	7,165
KLA	21,800	9,376
Lattice Semiconductor (1)	19,200	1,480
Marvell Technology	179,500	15,704
Microchip Technology	194,800	16,959
Skyworks Solutions	28,900	4,484
		55,168
Software 7.0%		
Atlassian, Class A (1)	8,700	3,317
Bill.com Holdings (1)	8,900	2,218
Black Knight (1)	63,300	5,247
CCC Intelligent Solutions Holdings (1)	95,220	1,085
Ceridian HCM Holding (1)	66,900	6,988
Citrix Systems	35,500	3,358
CrowdStrike Holdings, Class A (1)	15,000	3,071
DocuSign (1)	31,400	4,783
Fortinet (1)	21,700	7,799
HashiCorp, Class A (1)	1,055	96
nCino (1)	14,800	812
Procure Technologies (1)	5,370	430
PTC (1)	29,800	3,610
SentinelOne, Class A (1)	15,457	780
Trade Desk, Class A (1)	22,100	2,025
		45,619
Total Information Technology		135,421
MATERIALS 5.8%		
Chemicals 0.6%		
RPM International	39,200	3,959
		3,959
Construction Materials 0.6%		
Martin Marietta Materials	8,789	3,872
		3,872
Containers & Packaging 4.5%		
Ardagh Metal Packaging (1)	81,923	740
Avery Dennison	28,700	6,216
Ball	158,800	15,288
Packaging Corp. of America	6,900	939
Sealed Air	91,900	6,200
		29,383

	Shares	\$ Value
(Cost and value in \$000s)		
Metals & Mining 0.1%		
Kirkland Lake Gold	21,431	899
		899
Total Materials		38,113
REAL ESTATE 0.1%		
Real Estate Management & Development 0.1%		
eXp World Holdings	13,600	458
Total Real Estate		458
UTILITIES 0.2%		
Electric Utilities 0.2%		
Eversource Energy	17,000	1,547
		1,547
Multi-Utilities 0.0%		
Ameren	1,700	151
		151
Total Utilities		1,698
Total Common Stocks (Cost \$327,695)		625,131
CONVERTIBLE PREFERRED STOCKS 0.5%		
CONSUMER DISCRETIONARY 0.2%		
Internet & Direct Marketing Retail 0.2%		
Maplebear DBA Instacart, Series E, Acquisition Date: 11/19/21, Cost \$975 (1)(2)(3)	8,106	963
Maplebear DBA Instacart, Series I, Acquisition Date: 2/26/21, Cost \$146 (1)(2)(3)	1,170	139
Total Consumer Discretionary		1,102
HEALTH CARE 0.1%		
Biotechnology 0.1%		
Caris Life Sciences, Series D, Acquisition Date: 5/11/21, Cost \$426 (1)(2)(3)	52,622	426
Total Health Care		426
INFORMATION TECHNOLOGY 0.1%		
Software 0.1%		
Databricks, Series G, Acquisition Date: 2/1/21, Cost \$197 (1)(2)(3)	1,110	245
Databricks, Series H, Acquisition Date: 8/31/21, Cost \$328 (1)(2)(3)	1,489	328
Nuro, Series D, Acquisition Date: 10/29/21, Cost \$294 (1)(2)(3)	14,070	293
Total Information Technology		866
MATERIALS 0.1%		
Chemicals 0.1%		
Redwood Materials, Series C, Acquisition Date: 5/28/21, Cost \$316 (1)(2)(3)	6,674	317

	Shares	\$ Value
(Cost and value in \$000s)		
Sila Nano, Series F, Acquisition Date: 1/7/21, Cost \$595 (1)(2)(3)	14,417	595
Total Materials		912
Total Convertible Preferred Stocks (Cost \$3,277)		3,306

	Shares	\$ Value
(Cost and value in \$000s)		
SHORT-TERM INVESTMENTS 3.2%		
Money Market Funds 3.2%		
T. Rowe Price Treasury Reserve Fund, 0.06% (4)(5)	20,589,142	20,589
Total Short-Term Investments (Cost \$20,589)		20,589
Total Investments in Securities 100.1% of Net Assets (Cost \$351,561)		\$ 649,026

‡ Shares are denominated in U.S. dollars unless otherwise noted.

(1) Non-income producing

(2) Security cannot be offered for public resale without first being registered under the Securities Act of 1933 and related rules ("restricted security"). Acquisition date represents the day on which an enforceable right to acquire such security is obtained and is presented along with related cost in the security description. The fund has registration rights for certain restricted securities. Any costs related to such registration are borne by the issuer. The aggregate value of restricted securities (excluding 144A holdings) at period end amounts to \$15,920 and represents 2.5% of net assets.

(3) See Note 2. Level 3 in fair value hierarchy.

(4) Seven-day yield

(5) Affiliated Companies

ADR American Depositary Receipts

GBP British Pound

AFFILIATED COMPANIES

(\$000s)

The fund may invest in certain securities that are considered affiliated companies. As defined by the 1940 Act, an affiliated company is one in which the fund owns 5% or more of the outstanding voting securities, or a company that is under common ownership or control. The following securities were considered affiliated companies for all or some portion of the year ended December 31, 2021. Net realized gain (loss), investment income, change in net unrealized gain/loss, and purchase and sales cost reflect all activity for the period then ended.

Affiliate	Change in Net		Investment
	Net Realized Gain (Loss)	Unrealized Gain/Loss	Income
T. Rowe Price Treasury Reserve Fund, 0.06%	\$ —	\$ —	\$ 9
T. Rowe Price Short-Term Fund	—	—	—++
Totals	\$ —#	\$ —	\$ 9+

Supplementary Investment Schedule

Affiliate		Value 12/31/20	Purchase Cost	Sales Cost	Value 12/31/21
T. Rowe Price Treasury Reserve Fund, 0.06%	\$	14,428	□	□ \$	20,589
T. Rowe Price Short-Term Fund		—	□	□	—
Total				\$	20,589^

Capital gain distributions from mutual funds represented \$0 of the net realized gain (loss).

++ Excludes earnings on securities lending collateral, which are subject to rebates and fees as described in Note 3.

+ Investment income comprised \$9 of dividend income and \$0 of interest income.

□ Purchase and sale information not shown for cash management funds.

^ The cost basis of investments in affiliated companies was \$20,589.

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

December 31, 2021

STATEMENT OF ASSETS AND LIABILITIES

(\$000s, except shares and per share amounts)

Assets

Investments in securities, at value (cost \$351,561)	\$	649,026
Receivable for investment securities sold		382
Receivable for shares sold		149
Dividends receivable		79
Other assets		1
Total assets		<u>649,637</u>

Liabilities

Payable for shares redeemed		625
Investment management and administrative fees payable		486
Other liabilities		14
Total liabilities		<u>1,125</u>

NET ASSETS**\$ 648,512****Net Assets Consist of:**

Total distributable earnings (loss)	\$	303,711
Paid-in capital applicable to 18,953,468 shares of \$0.0001 par value capital stock outstanding; 1,000,000,000 shares of the Corporation authorized		<u>344,801</u>

NET ASSETS**\$ 648,512****NET ASSET VALUE PER SHARE****Mid-Cap Growth Portfolio Class**

(\$576,739,428 / 16,732,690 shares outstanding)	\$	<u>34.47</u>
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Mid-Cap Growth Portfolio - II Class

(\$71,772,525 / 2,220,778 shares outstanding)	\$	<u>32.32</u>
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The accompanying notes are an integral part of these financial statements.

STATEMENT OF OPERATIONS

(\$000s)

	Year Ended 12/31/21
Investment Income (Loss)	
Income	
Dividend (net of foreign taxes of \$12)	\$ 2,850
Securities lending	1
Total income	<u>2,851</u>
Expenses	
Investment management and administrative expense	5,372
Rule 12b-1 fees - Mid-Cap Growth Portfolio - II Class	164
Waived / paid by Price Associates	<u>(63)</u>
Net expenses	<u>5,473</u>
Net investment loss	<u>(2,622)</u>
Realized and Unrealized Gain / Loss	
Net realized gain on securities	58,353
Change in net unrealized gain on securities	<u>30,887</u>
Net realized and unrealized gain / loss	<u>89,240</u>
INCREASE IN NET ASSETS FROM OPERATIONS	\$ 86,618

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

STATEMENT OF CHANGES IN NET ASSETS

(\$000s)

	Year Ended 12/31/21	12/31/20
Increase (Decrease) in Net Assets		
Operations		
Net investment loss	\$ (2,622)	\$ (1,057)
Net realized gain	58,353	51,730
Change in net unrealized gain / loss	30,887	64,173
Increase in net assets from operations	86,618	114,846
Distributions to shareholders		
Net earnings		
Mid-Cap Growth Portfolio Class	(57,795)	(34,473)
Mid-Cap Growth Portfolio - II Class	(7,552)	(4,024)
Decrease in net assets from distributions	(65,347)	(38,497)
Capital share transactions*		
Shares sold		
Mid-Cap Growth Portfolio Class	22,256	27,276
Mid-Cap Growth Portfolio - II Class	14,691	9,741
Distributions reinvested		
Mid-Cap Growth Portfolio Class	57,795	34,473
Mid-Cap Growth Portfolio - II Class	7,552	4,024
Shares redeemed		
Mid-Cap Growth Portfolio Class	(59,877)	(68,018)
Mid-Cap Growth Portfolio - II Class	(13,702)	(15,807)
Increase (decrease) in net assets from capital share transactions	28,715	(8,311)
Net Assets		
Increase during period	49,986	68,038
Beginning of period	598,526	530,488
End of period	\$ 648,512	\$ 598,526
*Share information		
Shares sold		
Mid-Cap Growth Portfolio Class	617	958
Mid-Cap Growth Portfolio - II Class	428	373
Distributions reinvested		
Mid-Cap Growth Portfolio Class	1,734	1,032
Mid-Cap Growth Portfolio - II Class	242	127
Shares redeemed		
Mid-Cap Growth Portfolio Class	(1,653)	(2,369)
Mid-Cap Growth Portfolio - II Class	(406)	(603)
Increase (decrease) in shares outstanding	962	(482)

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

NOTES TO FINANCIAL STATEMENTS

T. Rowe Price Equity Series, Inc. (the corporation) is registered under the Investment Company Act of 1940 (the 1940 Act). The Mid-Cap Growth Portfolio (the fund) is a diversified, open-end management investment company established by the corporation. The fund seeks to provide long-term capital appreciation by investing in mid-cap stocks with potential for above-average earnings growth. Shares of the fund currently are offered only to insurance company separate accounts established for the purpose of funding variable annuity contracts and variable life insurance policies. The fund has two classes of shares: the Mid-Cap Growth Portfolio (Mid-Cap Growth Portfolio Class) and the Mid-Cap Growth Portfolio–II (Mid-Cap Growth Portfolio–II Class). Mid-Cap Growth Portfolio–II Class shares are sold through financial intermediaries, which it compensates for distribution, shareholder servicing, and/or certain administrative services under a Board-approved Rule 12b-1 plan. Each class has exclusive voting rights on matters related solely to that class; separate voting rights on matters that relate to both classes; and, in all other respects, the same rights and obligations as the other class.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation The fund is an investment company and follows accounting and reporting guidance in the Financial Accounting Standards Board (FASB) *Accounting Standards Codification* Topic 946 (ASC 946). The accompanying financial statements were prepared in accordance with accounting principles generally accepted in the United States of America (GAAP), including, but not limited to, ASC 946. GAAP requires the use of estimates made by management. Management believes that estimates and valuations are appropriate; however, actual results may differ from those estimates, and the valuations reflected in the accompanying financial statements may differ from the value ultimately realized upon sale or maturity.

Investment Transactions, Investment Income, and Distributions Investment transactions are accounted for on the trade date basis. Income and expenses are recorded on the accrual basis. Realized gains and losses are reported on the identified cost basis. Income tax-related interest and penalties, if incurred, are recorded as income tax expense. Dividends received from mutual fund investments are reflected as dividend income; capital gain distributions are reflected as realized gain/loss. Dividend income and capital gain distributions are recorded on the ex-dividend date. Non-cash dividends, if any, are recorded at the fair market value of the asset received. Distributions to shareholders are recorded on the ex-dividend date. Income distributions, if any, are declared and paid by each class annually. A capital gain distribution may also be declared and paid by the fund annually.

Currency Translation Assets, including investments, and liabilities denominated in foreign currencies are translated into U.S. dollar values each day at the prevailing exchange rate, using the mean of the bid and asked prices of such currencies against U.S. dollars as provided by an outside pricing service. Purchases and sales of securities, income, and expenses are translated into U.S. dollars at the prevailing exchange rate on the respective date of such transaction. The effect of changes in foreign currency exchange rates on realized and unrealized security gains and losses is not bifurcated from the portion attributable to changes in market prices.

Class Accounting Investment income, investment management and administrative expense, and realized and unrealized gains and losses are allocated to the classes based upon the relative daily net assets of each class. Mid-Cap Growth Portfolio–II Class pays Rule 12b-1 fees, in an amount not exceeding 0.25% of the class's average daily net assets.

Capital Transactions Each investor's interest in the net assets of the fund is represented by fund shares. The fund's net asset value (NAV) per share is computed at the close of the New York Stock Exchange (NYSE), normally 4 p.m. ET, each day the NYSE is open for business. However, the NAV per share may be calculated at a time other than the normal close of the NYSE if trading on the NYSE is restricted, if the NYSE closes earlier, or as may be permitted by the SEC. Purchases and redemptions of fund shares are transacted at the next-computed NAV per share, after receipt of the transaction order by T. Rowe Price Associates, Inc., or its agents.

Indemnification In the normal course of business, the fund may provide indemnification in connection with its officers and directors, service providers, and/or private company investments. The fund's maximum exposure under these arrangements is unknown; however, the risk of material loss is currently considered to be remote.

NOTE 2 - VALUATION

Fair Value The fund's financial instruments are valued at the close of the NYSE and are reported at fair value, which GAAP defines as the price 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. The T. Rowe Price Valuation Committee (the Valuation Committee) is an internal committee that has been delegated certain responsibilities by the fund's Board of Directors (the Board) to ensure that financial instruments are appropriately priced at fair value in accordance with GAAP and the 1940 Act. Subject to oversight by the Board, the Valuation Committee develops and oversees pricing-related policies and procedures and approves all fair value determinations. Specifically, the Valuation Committee establishes policies and procedures used in valuing financial instruments, including those which cannot be valued in accordance with normal procedures or using pricing vendors; determines pricing techniques, sources, and persons eligible to effect fair value pricing actions; evaluates the services and performance of the pricing vendors; oversees the pricing process to ensure policies and procedures are being followed; and provides guidance on internal controls and valuation-related matters. The Valuation Committee provides periodic reporting to the Board on valuation matters.

Various valuation techniques and inputs are used to determine the fair value of financial instruments. GAAP establishes the following fair value hierarchy that categorizes the inputs used to measure fair value:

Level 1 – quoted prices (unadjusted) in active markets for identical financial instruments that the fund can access at the reporting date

Level 2 – inputs other than Level 1 quoted prices that are observable, either directly or indirectly (including, but not limited to, quoted prices for similar financial instruments in active markets, quoted prices for identical or similar financial instruments in inactive markets, interest rates and yield curves, implied volatilities, and credit spreads)

Level 3 – unobservable inputs (including the fund's own assumptions in determining fair value)

Observable inputs are developed using market data, such as publicly available information about actual events or transactions, and reflect the assumptions that market participants would use to price the financial instrument. Unobservable inputs are those for which market data are not available and are developed using the best information available about the assumptions that market participants would use to price the financial instrument. GAAP requires valuation techniques to maximize the use of relevant observable inputs and minimize the use of unobservable inputs. When multiple inputs are used to derive fair value, the financial instrument is assigned to the level within the fair value hierarchy based on the lowest-level input that is significant to the fair value of the financial instrument. Input levels are not necessarily an indication of the risk or liquidity associated with financial instruments at that level but rather the degree of judgment used in determining those values.

Valuation Techniques Equity securities, including exchange-traded funds, listed or regularly traded on a securities exchange or in the over-the-counter (OTC) market are valued at the last quoted sale price or, for certain markets, the official closing price at the time the valuations are made. OTC Bulletin Board securities are valued at the mean of the closing bid and asked prices. A security that is listed or traded on more than one exchange is valued at the quotation on the exchange determined to be the primary market for such security. Listed securities not traded on a particular day are valued at the mean of the closing bid and asked prices for domestic securities and the last quoted sale or closing price for international securities.

The last quoted prices of non-U.S. equity securities may be adjusted to reflect the fair value of such securities at the close of the NYSE, if the fund determines that developments between the close of a foreign market and the close of the NYSE will affect the value of some or all of its portfolio securities. Each business day, the fund uses information from outside pricing services to evaluate and, if appropriate, decide whether it is necessary to adjust quoted prices to reflect fair value by reviewing a variety of factors, including developments in foreign markets, the performance of U.S. securities markets, and the performance of instruments trading in U.S. markets that represent foreign securities and baskets of foreign securities. The fund uses outside pricing services to provide it with quoted prices and information to evaluate or adjust those prices. The fund cannot predict how often it will use quoted prices and how often it will determine it necessary to adjust those prices to reflect fair value.

Investments in mutual funds are valued at the mutual fund's closing NAV per share on the day of valuation. Assets and liabilities other than financial instruments, including short-term receivables and payables, are carried at cost, or estimated realizable value, if less, which approximates fair value.

Investments for which market quotations or market-based valuations are not readily available or deemed unreliable are valued at fair value as determined in good faith by the Valuation Committee, in accordance with fair valuation policies and procedures. The objective of any fair value pricing determination is to arrive at a price that could reasonably be expected from a current sale. Financial instruments fair valued by the Valuation Committee are primarily private placements, restricted securities, warrants, rights, and other securities that are not publicly traded. Factors used in determining fair value vary by type of investment and may include market or investment specific considerations. The Valuation Committee typically will afford greatest weight to actual prices in arm's length transactions, to the extent they represent orderly transactions between market participants, transaction information can be reliably obtained, and prices are deemed representative of fair value. However, the Valuation Committee may also consider other valuation methods such as market-based valuation multiples; a discount or premium from market value of a similar, freely traded security of the same issuer; discounted cash flows; yield to maturity; or some combination. Fair value determinations are reviewed on a regular basis and updated as information becomes available, including actual purchase and sale transactions of the investment. Because any fair value determination involves a significant amount of judgment, there is a degree of subjectivity inherent in such pricing decisions, and fair value prices determined by the Valuation Committee could differ from those of other market participants.

Valuation Inputs The following table summarizes the fund's financial instruments, based on the inputs used to determine their fair values on December 31, 2021 (for further detail by category, please refer to the accompanying Portfolio of Investments):

(\$000s)	Level 1	Level 2	Level 3	Total Value
Assets				
Common Stocks	\$ 611,420	\$ 12,765	\$ 946	\$ 625,131
Convertible Preferred Stocks	—	—	3,306	3,306
Short-Term Investments	20,589	—	—	20,589
Total	\$ 632,009	\$ 12,765	\$ 4,252	\$ 649,026

NOTE 3 - OTHER INVESTMENT TRANSACTIONS

Consistent with its investment objective, the fund engages in the following practices to manage exposure to certain risks and/or to enhance performance. The investment objective, policies, program, and risk factors of the fund are described more fully in the fund's prospectus and Statement of Additional Information.

Restricted Securities The fund invests in securities that are subject to legal or contractual restrictions on resale. Prompt sale of such securities at an acceptable price may be difficult and may involve substantial delays and additional costs.

Private Investments Issued by Special Purpose Acquisition Companies Special purpose acquisition companies (SPACs) are shell companies that have no operations but are formed to raise capital with the intention of merging with or acquiring a company with the proceeds of the SPAC's initial public offering (IPO). The fund may enter into a contingent commitment with a SPAC to purchase private investments in public equity (PIPE) if and when the SPAC completes its merger or acquisition. The fund maintains liquid assets sufficient to settle its commitment to purchase the PIPE. However, if the commitment expires, then no shares are purchased. Purchased PIPE shares will be restricted from trading until the registration statement for the shares is declared effective. Upon registration, the shares can be freely sold; however, in certain circumstances, the issuer may have the right to temporarily suspend trading of the shares in the first year after the merger or acquisition. The securities issued by a SPAC may be considered illiquid, more difficult to value, and/or be subject to restrictions on resale.

Securities Lending The fund may lend its securities to approved borrowers to earn additional income. Its securities lending activities are administered by a lending agent in accordance with a securities lending agreement. Security loans generally do not have stated maturity dates, and the fund may recall a security at any time. The fund receives collateral in the form of cash or U.S. government securities. Collateral is maintained over the life of the loan in an amount not less than the value of loaned securities; any additional collateral required due to changes in security values is delivered to the fund the next business day. Cash collateral is invested in accordance with investment guidelines approved by fund management. Additionally, the lending agent indemnifies the fund against losses resulting from borrower default. Although risk is mitigated by the collateral and indemnification, the fund could experience

a delay in recovering its securities and a possible loss of income or value if the borrower fails to return the securities, collateral investments decline in value, and the lending agent fails to perform. Securities lending revenue consists of earnings on invested collateral and borrowing fees, net of any rebates to the borrower, compensation to the lending agent, and other administrative costs. In accordance with GAAP, investments made with cash collateral are reflected in the accompanying financial statements, but collateral received in the form of securities is not. At December 31, 2021, there were no securities on loan.

Other Purchases and sales of U.S. government securities aggregated \$114,581,000 and \$158,877,000, respectively, for the year ended December 31, 2021.

NOTE 4 - FEDERAL INCOME TAXES

Generally, no provision for federal income taxes is required since the fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code and distribute to shareholders all of its taxable income and gains. Distributions determined in accordance with federal income tax regulations may differ in amount or character from net investment income and realized gains for financial reporting purposes.

The fund files U.S. federal, state, and local tax returns as required. The fund's tax returns are subject to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return but which can be extended to six years in certain circumstances. Tax returns for open years have incorporated no uncertain tax positions that require a provision for income taxes.

Financial reporting records are adjusted for permanent book/tax differences to reflect tax character but are not adjusted for temporary differences. The permanent book/tax adjustments have no impact on results of operations or net assets and relate primarily to the offset of the current net operating loss against realized gains.

Distributions during the years ended December 31, 2021 and December 31, 2020, were characterized for tax purposes as follows:

(\$000s)		
	December 31, 2021	December 31, 2020
Ordinary income	\$ 4,502	\$ 1,228
Long-term capital gain	60,845	37,269
Total distributions	<u>\$ 65,347</u>	<u>\$ 38,497</u>

At December 31, 2021, the tax-basis cost of investments and components of net assets were as follows:

(\$000s)		
Cost of investments	\$	352,316
Unrealized appreciation	\$	313,738
Unrealized depreciation		(17,028)
Net unrealized appreciation (depreciation)		296,710
Undistributed ordinary income		106
Undistributed long-term capital gain		7,314
Capital loss carryforwards		(419)
Paid-in capital		344,801
Net assets	\$	648,512

The difference between book-basis and tax-basis net unrealized appreciation (depreciation) is attributable to the deferral of losses from wash sales for tax purposes. The fund intends to retain realized gains to the extent of available capital loss carryforwards. Net realized capital losses may be carried forward indefinitely to offset future realized capital gains. All or a portion of the capital loss carryforwards may be from losses realized between November 1 and the fund's fiscal year-end, which are deferred for tax purposes until the subsequent year but recognized for financial reporting purposes in the year realized.

NOTE 5 - FOREIGN TAXES

The fund is subject to foreign income taxes imposed by certain countries in which it invests. Additionally, capital gains realized upon disposition of securities issued in or by certain foreign countries are subject to capital gains tax imposed by those countries. All taxes are computed in accordance with the applicable foreign tax law, and, to the extent permitted, capital losses are used to offset capital gains. Taxes attributable to income are accrued by the fund as a reduction of income. Current and deferred tax expense attributable to capital gains is reflected as a component of realized or change in unrealized gain/loss on securities in the accompanying financial statements. To the extent that the fund has country specific capital loss carryforwards, such carryforwards are applied against net unrealized gains when determining the deferred tax liability. Any deferred tax liability incurred by the fund is included in either Other liabilities or Deferred tax liability on the accompanying Statement of Assets and Liabilities.

NOTE 6 - RELATED PARTY TRANSACTIONS

The fund is managed by T. Rowe Price Associates, Inc. (Price Associates), a wholly owned subsidiary of T. Rowe Price Group, Inc. (Price Group). The investment management and administrative agreement between the fund and Price Associates provides for an all-inclusive annual fee equal to 0.85% of the fund's average daily net assets. The fee is computed daily and paid monthly. The all-inclusive fee covers investment management services and ordinary, recurring operating expenses but does not cover interest expense; expenses related to borrowing, taxes, and brokerage; or nonrecurring expenses. Effective July 1, 2018, Price Associates has contractually agreed, at least through April 30, 2022 to waive a portion of its management fee in order to limit the fund's management fee to 0.84% of the fund's average daily net assets. Thereafter, this agreement automatically renews for one-year terms unless terminated or modified by the fund's Board. Fees waived and expenses paid under this agreement are not subject to reimbursement to Price Associates by the fund. The total management fees waived were \$63,000 and allocated ratably in the amounts of \$56,000 and \$7,000 for the Mid-Cap Growth Portfolio Class and Mid-Cap Growth Portfolio-II Class, respectively, for the year ended December 31, 2021.

The fund may invest its cash reserves in certain open-end management investment companies managed by Price Associates and considered affiliates of the fund: the T. Rowe Price Government Reserve Fund or the T. Rowe Price Treasury Reserve Fund, organized as money market funds, or the T. Rowe Price Short-Term Fund, a short-term bond fund (collectively, the Price Reserve Funds). The Price Reserve Funds are offered as short-term investment options to mutual funds, trusts, and other accounts managed by Price

Associates or its affiliates and are not available for direct purchase by members of the public. Cash collateral from securities lending, if any, is invested in the T. Rowe Price Government Reserve Fund; prior to December 13, 2021, the cash collateral from securities lending was invested in the T. Rowe Price Short-Term Fund. The Price Reserve Funds pay no investment management fees.

The fund may participate in securities purchase and sale transactions with other funds or accounts advised by Price Associates (cross trades), in accordance with procedures adopted by the fund's Board and Securities and Exchange Commission rules, which require, among other things, that such purchase and sale cross trades be effected at the independent current market price of the security. During the year ended December 31, 2021, the aggregate value of purchases and sales cross trades with other funds or accounts advised by Price Associates was less than 1% of the fund's net assets as of December 31, 2021.

Price Associates has voluntarily agreed to reimburse the fund from its own resources on a monthly basis for the cost of investment research embedded in the cost of the fund's securities trades. This agreement may be rescinded at any time. For the year ended December 31, 2021, this reimbursement amounted to \$9,000, which is included in Net realized gain (loss) on Securities in the Statement of Operations.

NOTE 7 - OTHER MATTERS

Unpredictable events such as environmental or natural disasters, war, terrorism, pandemics, outbreaks of infectious diseases, and similar public health threats may significantly affect the economy and the markets and issuers in which a fund invests. Certain events may cause instability across global markets, including reduced liquidity and disruptions in trading markets, while some events may affect certain geographic regions, countries, sectors, and industries more significantly than others, and exacerbate other pre-existing political, social, and economic risks. The fund's performance could be negatively impacted if the value of a portfolio holding were harmed by such events. Since 2020, a novel strain of coronavirus (COVID-19) has resulted in disruptions to global business activity and caused significant volatility and declines in global financial markets. The duration of this outbreak or others and their effects cannot be determined with certainty.

Report of Independent Registered Public Accounting Firm

**To the Board of Directors of T. Rowe Price Equity Series, Inc.
and Shareholders of T. Rowe Price Mid-Cap Growth Portfolio**

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the portfolio of investments, of T. Rowe Price Mid-Cap Growth Portfolio (one of the portfolios constituting T. Rowe Price Equity Series, Inc., referred to hereafter as the “Fund”) as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian and transfer agent. We believe that our audits provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP
Baltimore, Maryland
February 8, 2022

We have served as the auditor of one or more investment companies in the T. Rowe Price group of investment companies since 1973.

TAX INFORMATION (UNAUDITED) FOR THE TAX YEAR ENDED 12/31/21

We are providing this information as required by the Internal Revenue Code. The amounts shown may differ from those elsewhere in this report because of differences between tax and financial reporting requirements.

The fund's distributions to shareholders included:

- \$4,502,000 from short-term capital gains
- \$60,845,000 from long-term capital gains, subject to a long-term capital gains tax rate of not greater than 20%

For taxable non-corporate shareholders, \$2,853,000 of the fund's income represents qualified dividend income subject to a long-term capital gains tax rate of not greater than 20%.

For corporate shareholders, \$2,565,000 of the fund's income qualifies for the dividends-received deduction.

INFORMATION ON PROXY VOTING POLICIES, PROCEDURES, AND RECORDS

A description of the policies and procedures used by T. Rowe Price funds to determine how to vote proxies relating to portfolio securities is available in each fund's Statement of Additional Information. You may request this document by calling 1-800-225-5132 or by accessing the SEC's website, sec.gov.

The description of our proxy voting policies and procedures is also available on our corporate website. To access it, please visit the following Web page:

<https://www.troweprice.com/corporate/en/utility/policies.html>

Scroll down to the section near the bottom of the page that says, "Proxy Voting Policies." Click on the Proxy Voting Policies link in the shaded box.

Each fund's most recent annual proxy voting record is available on our website and through the SEC's website. To access it through T. Rowe Price, visit the website location shown above, and scroll down to the section near the bottom of the page that says, "Proxy Voting Records." Click on the Proxy Voting Records link in the shaded box.

HOW TO OBTAIN QUARTERLY PORTFOLIO HOLDINGS

The fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The fund's reports on Form N-PORT are available electronically on the SEC's website (sec.gov). In addition, most T. Rowe Price funds disclose their first and third fiscal quarter-end holdings on **troweprice.com**.

APPROVAL OF INVESTMENT SUBADVISORY AGREEMENT

At a meeting held on July 27, 2021 (July Meeting), the fund's Board of Directors (Board) considered the initial approval of an investment subadvisory agreement (Subadvisory Agreement) between T. Rowe Price Associates, Inc. (Advisor), and T. Rowe Price Investment Management, Inc. (Subadvisor) with respect to the fund. The Subadvisory Agreement, which will become effective on March 7, 2022, authorizes the Subadvisor to have investment discretion with respect to all or a portion of the fund's portfolio. The Board noted that the Subadvisory Agreement will be substantially similar to other subadvisory agreements that are in place for other T. Rowe Price funds that delegate investment management responsibilities to affiliated investment advisers. The Advisor will retain oversight responsibilities with respect to the fund. However, there will be information barriers between investment personnel of the Advisor and Subadvisor that restrict the sharing of certain information, such as investment research, trading, and proxy voting.

At the July Meeting, the Board reviewed materials relevant to its consideration of the proposed Subadvisory Agreement. Each year, the Board considers the continuation of the investment management agreement (Advisory Contract) between the fund and the Advisor. The fund's Advisory Contract was most recently approved by the Board at a meeting held on March 8–9, 2021 (March Meeting). A discussion of the basis for the Board's approval of the Advisory Contract is included in the fund's semiannual shareholder report for the period ended June 30, 2021. The factors considered by the Board at the July meeting in connection with approval of the proposed Subadvisory Agreement were substantially similar to the factors considered at the March Meeting in connection with the approval to continue the Advisory Contract. However, at the July Meeting, the Board also considered that the Subadvisor will have its own investment platform and investment management leadership, all of whom will transition from the Advisor to the Subadvisor, and the Advisor and Subadvisor will implement information barriers restricting the sharing of investment information and voting activity. The independent directors were assisted in their evaluation of the Subadvisory Contract by independent legal counsel from whom they received separate legal advice and with whom they met separately.

Following discussion at the July Meeting, the Board, including all of the fund's independent directors, approved the Subadvisory Contract between the Advisor and Subadvisor on behalf of the fund. No single factor was considered in isolation or to be determinative to the decision. Rather, the Board concluded, in light of a weighting and balancing of all factors considered, that it was in the best interests of the fund and its shareholders for the Board to approve the Subadvisory Contract effective March 7, 2022.

LIQUIDITY RISK MANAGEMENT PROGRAM

In accordance with Rule 22e-4 (Liquidity Rule) under the Investment Company Act of 1940, as amended, the fund has established a liquidity risk management program (Liquidity Program) reasonably designed to assess and manage the fund's liquidity risk, which generally represents the risk that the fund would not be able to meet redemption requests without significant dilution of remaining investors' interests in the fund. The fund's Board of Directors (Board) has appointed the fund's investment advisor, T. Rowe Price Associates, Inc. (Price Associates), as the administrator of the Liquidity Program. As administrator, Price Associates is responsible for overseeing the day-to-day operations of the Liquidity Program and, among other things, is responsible for assessing, managing, and reviewing with the Board at least annually the liquidity risk of each T. Rowe Price fund. Price Associates has delegated oversight of the Liquidity Program to a Liquidity Risk Committee (LRC), which is a cross-functional committee composed of personnel from multiple departments within Price Associates.

The Liquidity Program's principal objectives include supporting the T. Rowe Price funds' compliance with limits on investments in illiquid assets and mitigating the risk that the fund will be unable to timely meet its redemption obligations. The Liquidity Program also includes a number of elements that support the management and assessment of liquidity risk, including an annual assessment of factors that influence the fund's liquidity and the periodic classification and reclassification of a fund's investments into categories that reflect the LRC's assessment of their relative liquidity under current market conditions. Under the Liquidity Program, every investment held by the fund is classified at least monthly into one of four liquidity categories based on estimations of the investment's ability to be sold during designated time frames in current market conditions without significantly changing the investment's market value.

As required by the Liquidity Rule, at a meeting held on July 27, 2021, the Board was presented with an annual assessment prepared by the LRC, on behalf of Price Associates, that addressed the operation of the Liquidity Program and assessed its adequacy and effectiveness of implementation, including any material changes to the Liquidity Program and the determination of each fund's Highly Liquid Investment Minimum (HLIM). The annual assessment included consideration of the following factors, as applicable: the fund's investment strategy and liquidity of portfolio investments during normal and reasonably foreseeable stressed conditions, including whether the investment strategy is appropriate for an open-end fund, the extent to which the strategy involves a relatively concentrated portfolio or large positions in particular issuers, and the use of borrowings for investment purposes and derivatives; short-term and long-term cash flow projections covering both normal and reasonably foreseeable stressed conditions; and holdings of cash and cash equivalents, as well as available borrowing arrangements.

For the fund and other T. Rowe Price funds, the annual assessment incorporated a report related to a fund's holdings, shareholder and portfolio concentration, any borrowings during the period, cash flow projections, and other relevant data for the period of April 1, 2020, through March 31, 2021. The report described the methodology for classifying a fund's investments (including derivative transactions) into one of four liquidity categories, as well as the percentage of a fund's investments assigned to each category. It also explained the methodology for establishing a fund's HLIM and noted that the LRC reviews the HLIM assigned to each fund no less frequently than annually.

During the period covered by the annual assessment, the LRC has concluded, and reported to the Board, that the Liquidity Program continues to operate adequately and effectively and is reasonably designed to assess and manage the fund's liquidity risk.

ABOUT THE PORTFOLIO'S DIRECTORS AND OFFICERS

Your fund is overseen by a Board of Directors (Board) that meets regularly to review a wide variety of matters affecting or potentially affecting the fund, including performance, investment programs, compliance matters, advisory fees and expenses, service providers, and business and regulatory affairs. The Board elects the fund's officers, who are listed in the final table. At least 75% of the Board's members are considered to be independent, i.e., not "interested persons" as defined in Section 2(a)(19) of the 1940 Act, of the Boards of T. Rowe Price Associates, Inc. (T. Rowe Price), and its affiliates; "interested" directors and officers are employees of T. Rowe Price. The business address of each director and officer is 100 East Pratt Street, Baltimore, Maryland 21202. The Statement of Additional Information includes additional information about the fund directors and is available without charge by calling a T. Rowe Price representative at 1-800-638-5660.

INDEPENDENT DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
Teresa Bryce Bazemore (1959) 2018 [204]	President and Chief Executive Officer, Federal Home Loan Bank of San Francisco (2021 to present); President, Radian Guaranty (2008 to 2017); Chief Executive Officer, Bazemore Consulting LLC (2018 to 2021); Director, Chimera Investment Corporation (2017 to 2021); Director, First Industrial Realty Trust (2020 to present); Director, Federal Home Loan Bank of Pittsburgh (2017 to 2019)
Ronald J. Daniels (1959) 2018 [204]	President, The Johns Hopkins University ^(b) and Professor, Political Science Department, The Johns Hopkins University (2009 to present); Director, Lyndhurst Holdings (2015 to present); Director, BridgeBio Pharma, Inc. (2020 to present)
Bruce W. Duncan (1951) 2013 [204]	President, Chief Executive Officer, and Director, CyrusOne, Inc. (2020 to 2021); Chief Executive Officer and Director (2009 to 2016), Chair of the Board (2016 to 2020), and President (2009 to 2016), First Industrial Realty Trust, owner and operator of industrial properties; Chair of the Board (2005 to 2016) and Director (1999 to 2016), Starwood Hotels & Resorts, a hotel and leisure company; Member, Investment Company Institute Board of Governors (2017 to 2019); Member, Independent Directors Council Governing Board (2017 to 2019); Senior Advisor, KKR (2018 to present); Director, Boston Properties (2016 to present); Director, Marriott International, Inc. (2016 to 2020)
Robert J. Gerrard, Jr. (1952) 2012 [204]	Advisory Board Member, Pipeline Crisis/Winning Strategies, a collaborative working to improve opportunities for young African Americans (1997 to 2016); Chair of the Board, all funds (July 2018 to present)
Paul F. McBride (1956) 2013 [204]	Advisory Board Member, Vizzia Technologies (2015 to present); Board Member, Dunbar Armored (2012 to 2018)
Cecilia E. Rouse, Ph.D. ^(c) (1963) 2012 [0]	Dean, Princeton School of Public and International Affairs (2012 to present); Professor and Researcher, Princeton University (1992 to present); Director of Education Studies Committee, MDRC, a nonprofit education and social policy research organization (2011 to 2020); Member, National Academy of Education (2010 to present); Board Member, National Bureau of Economic Research (2011 to present); Board Member of the Council on Foreign Relations (2018 to present); Board Member, The Pennington School (2017 to present); Board Member, the University of Rhode Island (2020 to present); Chair of Committee on the Status of Minority Groups in the Economic Profession of the American Economic Association (2012 to 2018); Vice President (2015 to 2016) and Board Member (2018 to present), American Economic Association
John G. Schreiber ^(d) (1946) 2001 [0]	Owner/President, Centaur Capital Partners, Inc., a real estate investment company (1991 to present); Cofounder, Partner, and Cochair of the Investment Committee, Blackstone Real Estate Advisors, L.P. (1992 to 2015); Director, Blackstone Mortgage Trust, a real estate finance company (2012 to 2016); Director and Chair of the Board, Brixmor Property Group, Inc. (2013 to present); Director, Hilton Worldwide (2007 to present); Director, Hudson Pacific Properties (2014 to 2016); Director, Invitation Homes (2014 to 2017); Director, JMB Realty Corporation (1980 to present)
Kellye Walker ^(e) (1966) 2021 [204]	Executive Vice President and Chief Legal Officer, Eastman Chemical Company (April 2020 to present); Executive Vice President and Chief Legal Officer, Huntington Ingalls Industries, Inc. (NYSE: HII) (January 2015 to March 2020); Director, Lincoln Electric Company (October 2020 to present)

^(a)All information about the independent directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

^(b)William J. Stromberg, chair of the Board, director, and chief executive officer of T. Rowe Price Group, Inc., the parent company of the Price Funds' investment advisor, has served on the Board of Trustees of Johns Hopkins University since 2014.

^(c)Effective March 4, 2021, Dr. Rouse resigned from her role as independent director of the Price Funds.

^(d)Effective December 31, 2021, Mr. Schreiber resigned from his role as independent director of the Price Funds.

^(e)Effective November 8, 2021, Ms. Walker was elected as independent director of the Price Funds.

INTERESTED DIRECTORS^(a)

Name (Year of Birth) Year Elected [Number of T. Rowe Price Portfolios Overseen]	Principal Occupation(s) and Directorships of Public Companies and Other Investment Companies During the Past Five Years
David Oestreicher (1967) 2018 [204]	General Counsel, Vice President, and Secretary, T. Rowe Price Group, Inc.; Chair of the Board, Chief Executive Officer, President, and Secretary, T. Rowe Price Trust Company; Director, Vice President, and Secretary, T. Rowe Price, T. Rowe Price Investment Services, Inc., T. Rowe Price Retirement Plan Services, Inc., and T. Rowe Price Services, Inc.; Director and Secretary, T. Rowe Price Investment Management, Inc. (Price Investment Management); Vice President and Secretary, T. Rowe Price International (Price International); Vice President, T. Rowe Price Hong Kong (Price Hong Kong), T. Rowe Price Japan (Price Japan), and T. Rowe Price Singapore (Price Singapore); Principal Executive Officer and Executive Vice President, all funds
Robert W. Sharps, CFA, CPA (1971) 2017 [204]	Director and Vice President, T. Rowe Price; President, T. Rowe Price Group, Inc.; Director, Price Investment Management; Vice President, T. Rowe Price Trust Company; President, Equity Series

^(a)All information about the interested directors was current as of December 31, 2020, unless otherwise indicated, except for the number of portfolios overseen, which is current as of the date of this report.

OFFICERS

Name (Year of Birth) Position Held With Equity Series	Principal Occupation(s)
Ziad Bakri, M.D., CFA (1980) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Brian W.H. Berghuis, CFA (1958) Executive Vice President	Vice President, Price Investment Management, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Alan S. Dupski, CPA (1982) Principal Financial Officer, Vice President, and Treasurer	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Alexa M. Gagliardi (1988) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Trust Company
John R. Gilner (1961) Chief Compliance Officer	Chief Compliance Officer and Vice President, T. Rowe Price; Vice President, T. Rowe Price Group, Inc., and T. Rowe Price Investment Services, Inc.
Gary J. Greb (1961) Vice President	Vice President, T. Rowe Price, Price International, and T. Rowe Price Trust Company
Paul Greene II (1978) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Paul J. Krug, CPA (1964) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
John D. Linehan, CFA (1965) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., and T. Rowe Price Trust Company
Fran M. Pollack-Matz (1961) Vice President and Secretary	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Investment Services, Inc., and T. Rowe Price Services, Inc.
Shannon H. Rauser (1987) Assistant Secretary	Assistant Vice President, T. Rowe Price
Charles M. Shriver, CFA (1967) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., Price International, and T. Rowe Price Trust Company
Toby M. Thompson, CAIA, CFA (1971) Executive Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., Price International, and T. Rowe Price Trust Company

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

OFFICERS (CONTINUED)

Name (Year of Birth) Position Held With Equity Series	Principal Occupation(s)
John F. Wakeman (1962) Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.
Megan Warren (1968) Vice President	Vice President, T. Rowe Price, T. Rowe Price Group, Inc., T. Rowe Price Retirement Plan Services, Inc., T. Rowe Price Services, Inc., and T. Rowe Price Trust Company; formerly, Executive Director, JPMorgan Chase (to 2017)
Justin P. White (1981) Executive Vice President	Vice President, T. Rowe Price and T. Rowe Price Group, Inc.

Unless otherwise noted, officers have been employees of T. Rowe Price or Price International for at least 5 years.

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T.RowePrice®

100 East Pratt Street
Baltimore, MD 21202

Call 1-800-225-5132 to request a prospectus or summary prospectus; each includes investment objectives, risks, fees, expenses, and other information that you should read and consider carefully before investing.

Annual Report | December 31, 2021

Vanguard Variable Insurance Funds

Equity Index Portfolio

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Your Portfolio's Performance at a Glance

- For the 12 months ended December 31, 2021, the Equity Index Portfolio returned 28.55%, in line with the 28.71% return of its benchmark, the Standard & Poor's 500 Index, after factoring in the portfolio's expenses.
- The U.S. economy continued to heal over the 12 months. Vaccination programs started rolling out shortly after the period began, helping some of the hardest-hit sectors such as hospitality, leisure, and travel begin to rebound, and more workers returned to the labor force. U.S. stocks performed strongly even with the spread of new COVID-19 variants, a surge in inflation, and Federal Reserve monetary policy turning less accommodative.
- The portfolio's index benefited most from its holdings in the information technology and financial sectors.
- For the 10 years ended December 31, the portfolio's average annual return was 16.39%, in line with its benchmark average of 16.55%.
- Please note that the portfolio returns are different from those in Vanguard Variable Annuity (and other plans that invest in the portfolio), which take into account insurance-related expenses.

Market Barometer

	Average Annual Total Returns Periods Ended December 31, 2021		
	One Year	Three Years	Five Years
Stocks			
Russell 1000 Index (Large-caps)	26.45%	26.21%	18.43%
Russell 2000 Index (Small-caps)	14.82	20.02	12.02
Russell 3000 Index (Broad U.S. market)	25.66	25.79	17.97
FTSE All-World ex US Index (International)	8.36	13.66	9.89
Bonds			
Bloomberg U.S. Aggregate Bond Index (Broad taxable market)	-1.54%	4.79%	3.57%
Bloomberg Municipal Bond Index (Broad tax-exempt market)	1.52	4.73	4.17
FTSE Three-Month U.S. Treasury Bill Index	0.05	0.95	1.11
CPI			
Consumer Price Index	7.04%	3.53%	2.92%

About Your Portfolio's Expenses

As a shareholder of the portfolio, you incur ongoing costs, which include costs for portfolio management, administrative services, and shareholder reports (like this one), among others. Operating expenses, which are deducted from a portfolio's gross income, directly reduce the investment return of the portfolio.

A portfolio's expenses are expressed as a percentage of its average net assets. This figure is known as the expense ratio. The following examples are intended to help you understand the ongoing costs (in dollars) of investing in your portfolio and to compare these costs with those of other mutual funds. The examples are based on an investment of \$1,000 made at the beginning of the period shown and held for the entire period.

The accompanying table illustrates your portfolio's costs in two ways:

- **Based on actual portfolio return.** This section helps you to estimate the actual expenses that you paid over the period. The "Ending Account Value" shown is derived from the portfolio's actual return, and the third column shows the dollar amount that would have been paid by an investor who started with \$1,000 in the portfolio. You may use the information here, together with the amount you invested, to estimate the expenses that you paid over the period.

To do so, 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 given for your portfolio under the heading "Expenses Paid During Period."

- **Based on hypothetical 5% yearly return.** This section is intended to help you compare your portfolio's costs with those of other mutual funds. It assumes that the portfolio had a yearly return of 5% before expenses, but that the expense ratio is unchanged. In this case—because the return used is not the portfolio's actual return—the results do not apply to your investment. The example is useful in making comparisons because the Securities and Exchange Commission requires all mutual funds to calculate expenses based on a 5% return. You can assess your portfolio's costs by comparing this hypothetical example with the hypothetical examples that appear in shareholder reports of other funds.

Note that the expenses shown in the table are meant to highlight and help you compare *ongoing* costs only and do not reflect transaction costs incurred by the portfolio for buying and selling securities. The portfolio's expense ratio does not reflect additional fees and expenses associated with the annuity or life insurance program through which you invest.

The calculations assume no shares were bought or sold during the period. Your actual costs may have been higher or lower, depending on the amount of your investment and the timing of any purchases or redemptions.

You can find more information about the portfolio's expenses, including annual expense ratios, in the Financial Statements section of this report. For additional information on operating expenses and other shareholder costs, please refer to your portfolio's current prospectus.

Six Months Ended December 31, 2021

	Beginning Account Value 6/30/2021	Ending Account Value 12/31/2021	Expenses Paid During Period
Equity Index Portfolio			
Based on Actual Portfolio Return	\$1,000.00	\$ 1,115.90	\$0.75
Based on Hypothetical 5% Yearly Return	1,000.00	1,024.50	0.71

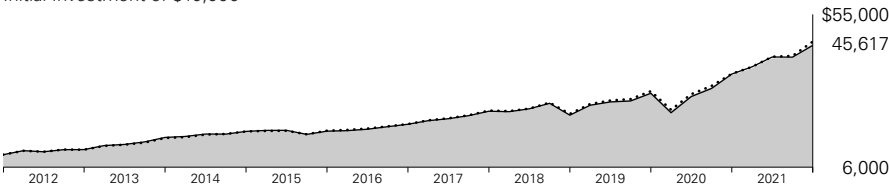
The calculations are based on expenses incurred in the most recent six-month period. The portfolio's annualized six-month expense ratio for that period is 0.14%. The dollar amounts shown as "Expenses Paid" are equal to the annualized expense ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent six-month period, then divided by the number of days in the most recent 12-month period (184/365).

Equity Index Portfolio

Performance Summary

All of the returns in this report represent past performance, which is not a guarantee of future results that may be achieved by the portfolio. (Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month-end, visit our website at vanguard.com/performance.) Note, too, that both investment returns and principal value can fluctuate widely, so an investor's shares, when sold, could be worth more or less than their original cost. The returns shown do not reflect taxes that a shareholder would pay on portfolio distributions or on the sale of portfolio shares. Nor do the returns reflect fees and expenses associated with the annuity or life insurance program through which a shareholder invests. If these fees and expenses were included, the portfolio's returns would be lower.

Cumulative Performance: December 31, 2011, Through December 31, 2021
Initial Investment of \$10,000



	Average Annual Total Returns Periods Ended December 31, 2021			Final Value of a \$10,000 Investment
	One Year	Five Years	Ten Years	
Equity Index Portfolio	28.55%	18.31 %	16.39%	\$45,617
S&P 500 Index	28.71	18.47	16.55	46,257
Dow Jones U.S. Total Stock Market Float Adjusted Index	25.66	17.92	16.24	45,050

Portfolio Allocation

As of December 31, 2021

Communication Services	10.1 %
Consumer Discretionary	12.5
Consumer Staples	5.9
Energy	2.7
Financials	10.7
Health Care	13.3
Industrials	7.8
Information Technology	29.2
Materials	2.5
Real Estate	2.8
Utilities	2.5

The table reflects the portfolio's investments, except for short-term investments and derivatives. Sector categories are based on the Global Industry Classification Standard ("GICS"), except for the "Other" category (if applicable), which includes securities that have not been provided a GICS classification as of the effective reporting period.

The portfolio may invest in derivatives (such as futures and swap contracts) for various reasons, including, but not limited to, attempting to remain fully invested and tracking its target index as closely as possible.

The Global Industry Classification Standard ("GICS") was developed by and is the exclusive property and a service mark of MSCI Inc. ("MSCI") and Standard and Poor's, a division of McGraw-Hill Companies, Inc. ("S&P"), and is licensed for use by Vanguard. Neither MSCI, S&P nor any third party involved in making or compiling the GICS or any GICS classification makes any express or implied warranties or representations with respect to such standard or classification (or the results to be obtained by the use thereof), and all such parties hereby expressly disclaim all warranties of originality, accuracy, completeness, merchantability or fitness for a particular purpose with respect to any such standard or classification. Without limiting any of the foregoing, in no event shall MSCI, S&P, any of its affiliates or any third party involved in making or compiling the GICS or any GICS classification have any liability for any direct, indirect, special, punitive, consequential or any other damages (including lost profits) even if notified of the possibility of such damages.

Financial Statements

Schedule of Investments

As of December 31, 2021

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The portfolio's Form N-PORT reports are available on the SEC's website at www.sec.gov.

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
Common Stocks (99.5%)					
Communication Services (10.1%)					
* Alphabet Inc. Class A	69,245	200,606	VF Corp.	75,188	5,505
* Alphabet Inc. Class C	64,601	186,929	Pool Corp.	9,255	5,238
* Meta Platforms Inc. Class A	545,673	183,537	Best Buy Co. Inc.	51,059	5,188
* Walt Disney Co.	419,038	64,905	* Ulta Beauty Inc.	12,538	5,170
* Netflix Inc.	102,146	61,537	* CarMax Inc.	37,346	4,864
Comcast Corp. Class A	1,051,438	52,919	Garmin Ltd.	35,073	4,776
Verizon Communications Inc.	954,740	49,608	* Domino's Pizza Inc.	8,390	4,735
AT&T Inc.	1,646,722	40,509	* Caesars Entertainment Inc.	49,299	4,611
* Charter Communications Inc. Class A	28,528	18,599	Genuine Parts Co.	32,796	4,598
* T-Mobile US Inc.	135,385	15,702	Darden Restaurants Inc.	29,971	4,515
Activision Blizzard Inc.	179,609	11,949	* NVR Inc.	755	4,461
* Match Group Inc.	65,280	8,633	Bath & Body Works Inc.	60,888	4,249
Electronic Arts Inc.	65,214	8,602	MGM Resorts International	89,758	4,028
* Twitter Inc.	184,394	7,970	* Royal Caribbean Cruises Ltd.	51,798	3,983
* Take-Two Interactive Software Inc.	26,584	4,725	* Carnival Corp.	185,509	3,732
ViacomCBS Inc. Class B	139,925	4,223	LKQ Corp.	61,853	3,713
* Live Nation Entertainment Inc.	31,151	3,728	Advance Auto Parts Inc.	14,536	3,487
Omnicom Group Inc.	49,005	3,591	PulteGroup Inc.	58,366	3,336
Interpublic Group of Cos. Inc.	91,004	3,408	Whirlpool Corp.	14,004	3,286
Fox Corp. Class A	73,854	2,725	Hasbro Inc.	29,943	3,048
Lumen Technologies Inc.	212,457	2,666	* Las Vegas Sands Corp.	79,066	2,976
News Corp. Class A	90,675	2,023	Tapestry Inc.	63,443	2,576
* DISH Network Corp. Class A	57,309	1,859	BorgWarner Inc.	55,139	2,485
* Discovery Inc. Class C	69,813	1,599	* Mohawk Industries Inc.	12,648	2,304
Fox Corp. Class B	33,934	1,163	* Wynn Resorts Ltd.	24,257	2,063
* Discovery Inc. Class A	38,911	916	* Penn National Gaming Inc.	38,423	1,992
News Corp. Class B	28,325	637	Newell Brands Inc.	87,387	1,909
		945,268	* Norwegian Cruise Line Holdings Ltd.	85,212	1,767
Consumer Discretionary (12.5%)			PVH Corp.	16,360	1,745
* Amazon.com Inc.	100,577	335,358	Ralph Lauren Corp.	11,295	1,343
* Tesla Inc.	187,586	198,237	* Under Armour Inc. Class A	43,163	915
Home Depot Inc.	243,377	101,004	* Under Armour Inc. Class C	49,993	902
NIKE Inc. Class B	294,671	49,113	Gap Inc.	48,937	864
McDonald's Corp.	172,318	46,193	Lennar Corp. Class B	1,027	98
Lowe's Cos. Inc.	159,689	41,276			1,167,328
Starbucks Corp.	272,112	31,829	Consumer Staples (5.8%)		
Target Corp.	112,548	26,048	Procter & Gamble Co.	558,040	91,284
* Booking Holdings Inc.	9,469	22,718	Costco Wholesale Corp.	101,887	57,841
TJX Cos. Inc.	277,232	21,047	PepsiCo Inc.	318,861	55,389
* General Motors Co.	334,807	19,630	Coca-Cola Co.	896,495	53,082
Ford Motor Co.	905,220	18,801	Walmart Inc.	327,957	47,452
Dollar General Corp.	53,808	12,690	Philip Morris International Inc.	358,973	34,102
* Chipotle Mexican Grill Inc.	6,488	11,343	Mondelez International Inc. Class A	321,755	21,336
* O'Reilly Automotive Inc.	15,542	10,976	Altria Group Inc.	423,567	20,073
* Marriott International Inc. Class A	63,087	10,425	Estee Lauder Cos. Inc. Class A	53,434	19,781
* Aptiv plc	62,390	10,291	Colgate-Palmolive Co.	194,340	16,585
* AutoZone Inc.	4,837	10,140	Kimberly-Clark Corp.	77,629	11,095
* Hilton Worldwide Holdings Inc.	64,272	10,026	Constellation Brands Inc. Class A	37,885	9,508
eBay Inc.	144,360	9,600	General Mills Inc.	139,688	9,412
Yum! Brands Inc.	67,597	9,387	Sysco Corp.	118,217	9,286
Ross Stores Inc.	81,969	9,367	Archer-Daniels-Midland Co.	128,943	8,715
DR Horton Inc.	75,161	8,151	* Walgreens Boots Alliance Inc.	165,682	8,642
* Dollar Tree Inc.	51,868	7,288	Monster Beverage Corp.	86,640	8,321
Lennar Corp. Class A	61,862	7,186	Kroger Co.	155,972	7,059
* Etsy Inc.	29,235	6,401	Hershey Co.	33,538	6,489
Tractor Supply Co.	26,219	6,256	Tyson Foods Inc. Class A	68,013	5,928
* Expedia Group Inc.	33,669	6,085	Kraft Heinz Co.	163,796	5,880
			Church & Dwight Co. Inc.	56,277	5,768
			McCormick & Co. Inc. (Non-Voting)	57,500	5,555

Equity Index Portfolio

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
Clorox Co.	28,344	4,942	State Street Corp.	84,301	7,840
Kellogg Co.	59,060	3,805	Discover Financial Services	67,578	7,809
Conagra Brands Inc.	110,421	3,771	Ameriprise Financial Inc.	25,792	7,780
J M Smucker Co.	25,043	3,401	Allstate Corp.	66,107	7,777
Hormel Foods Corp.	65,201	3,183	Fifth Third Bancorp	157,657	6,866
Brown-Forman Corp. Class B	42,024	3,062	Willis Towers Watson plc	28,733	6,824
Lamb Weston Holdings Inc.	33,800	2,142	Synchrony Financial	126,192	5,854
Campbell Soup Co.	46,827	2,035	Northern Trust Corp.	47,928	5,733
Molson Coors Beverage Co. Class B	43,319	2,008	Nasdaq Inc.	27,006	5,672
		546,932	Hartford Financial Services Group Inc.	78,481	5,418
Energy (2.7%)			Huntington Bancshares Inc.	333,510	5,143
Exxon Mobil Corp.	976,260	59,737	KeyCorp	214,651	4,965
Chevron Corp.	444,522	52,165	Regions Financial Corp.	219,522	4,786
ConocoPhillips	304,133	21,952	Citizens Financial Group Inc.	98,371	4,648
EOG Resources Inc.	134,914	11,984	M&T Bank Corp.	29,713	4,563
Schlumberger NV	323,455	9,687	Signature Bank	13,981	4,522
Pioneer Natural Resources Co.	52,351	9,522	Raymond James Financial Inc.	42,779	4,295
Marathon Petroleum Corp.	141,942	9,083	FactSet Research Systems Inc.	8,676	4,217
Phillips 66	101,029	7,321	Principal Financial Group Inc.	56,831	4,111
Williams Cos. Inc.	280,149	7,295	Cincinnati Financial Corp.	34,632	3,946
Kinder Morgan Inc.	449,620	7,131	Brown & Brown Inc.	54,035	3,798
Valero Energy Corp.	94,287	7,082	MarketAxess Holdings Inc.	8,785	3,613
Devon Energy Corp.	145,234	6,398	Cboe Global Markets Inc.	24,658	3,215
ONEOK Inc.	102,814	6,041	Lincoln National Corp.	39,167	2,674
Occidental Petroleum Corp.	204,622	5,932	Loews Corp.	46,207	2,669
Baker Hughes Co.	201,554	4,849	W R Berkley Corp.	32,122	2,647
Halliburton Co.	206,385	4,720	Comerica Inc.	30,223	2,629
Hess Corp.	63,619	4,710	Everest Re Group Ltd.	9,076	2,486
Diamondback Energy Inc.	39,308	4,239	Zions Bancorp NA	36,054	2,277
Coterra Energy Inc.	187,713	3,567	Franklin Resources Inc.	64,961	2,176
Marathon Oil Corp.	179,483	2,947	Assurant Inc.	13,131	2,047
APA Corp.	83,746	2,252	Globe Life Inc.	21,432	2,009
		248,614	Invesco Ltd.	78,918	1,817
Financials (10.6%)			People's United Financial Inc.	98,735	1,759
* Berkshire Hathaway Inc. Class B	390,104	116,641			994,430
JPMorgan Chase & Co.	681,497	107,915	Health Care (13.2%)		
Bank of America Corp.	1,660,816	73,890	UnitedHealth Group Inc.	217,195	109,062
Wells Fargo & Co.	919,472	44,116	Johnson & Johnson	607,080	103,853
Morgan Stanley	331,025	32,493	Pfizer Inc.	1,294,334	76,430
BlackRock Inc.	32,928	30,148	Thermo Fisher Scientific Inc.	90,870	60,632
Goldman Sachs Group Inc.	78,045	29,856	Abbott Laboratories	407,714	57,382
Charles Schwab Corp.	346,671	29,155	AbbVie Inc.	407,684	55,200
Citigroup Inc.	457,587	27,634	Eli Lilly & Co.	183,090	50,573
S&P Global Inc.	55,571	26,226	Danaher Corp.	146,659	48,252
American Express Co.	144,679	23,669	Merck & Co. Inc.	582,480	44,641
Marsh & McLennan Cos. Inc.	116,409	20,234	Medtronic plc	310,349	32,106
PNC Financial Services Group Inc.	97,462	19,543	Bristol-Myers Squibb Co.	511,836	31,913
Chubb Ltd.	99,332	19,202	CVS Health Corp.	304,417	31,404
CME Group Inc.	82,869	18,932	* Intuitive Surgical Inc.	82,318	29,577
Truist Financial Corp.	307,816	18,023	Amgen Inc.	129,894	29,222
Intercontinental Exchange Inc.	129,905	17,767	Zoetis Inc.	109,100	26,624
US Bancorp	311,153	17,477	Anthem Inc.	55,971	25,945
Aon plc Class A	50,808	15,271	Gilead Sciences Inc.	289,278	21,004
Moody's Corp.	37,302	14,569	Stryker Corp.	77,423	20,704
Capital One Financial Corp.	98,152	14,241	* Moderna Inc.	81,343	20,660
Progressive Corp.	134,914	13,849	* Edwards Lifesciences Corp.	143,970	18,651
MSCI Inc.	19,010	11,647	Cigna Corp.	76,429	17,550
American International Group Inc.	191,476	10,887	Becton Dickinson & Co.	66,226	16,655
MetLife Inc.	164,893	10,304	* Regeneron Pharmaceuticals Inc.	24,380	15,396
T. Rowe Price Group Inc.	51,813	10,188	HCA Healthcare Inc.	55,228	14,189
Bank of New York Mellon Corp.	175,168	10,174	* Boston Scientific Corp.	328,605	13,959
* Berkshire Hathaway Inc. Class A	21	9,464	Humana Inc.	29,641	13,749
Prudential Financial Inc.	87,177	9,436	* Illumina Inc.	36,043	13,712
* SVB Financial Group	13,533	9,179	* IDEXX Laboratories Inc.	19,566	12,883
Travelers Cos. Inc.	56,730	8,874	* Vertex Pharmaceuticals Inc.	58,632	12,876
First Republic Bank	41,337	8,536	* IQVIA Holdings Inc.	44,067	12,433
Aflac Inc.	140,351	8,195	* Dexcom Inc.	22,350	12,001
Arthur J Gallagher & Co.	47,796	8,110	Agilent Technologies Inc.	69,787	11,142
			* Align Technology Inc.	16,899	11,106

Equity Index Portfolio

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
* Centene Corp.	134,559	11,088	Cummins Inc.	32,942	7,186
Baxter International Inc.	115,458	9,911	Stanley Black & Decker Inc.	37,597	7,092
* Mettler-Toledo International Inc.	5,301	8,997	PACCAR Inc.	80,066	7,067
ResMed Inc.	33,603	8,753	Republic Services Inc.	48,193	6,721
McKesson Corp.	35,210	8,752	Fortive Corp.	82,700	6,309
* Biogen Inc.	33,875	8,127	Dover Corp.	33,214	6,032
West Pharmaceutical Services Inc.	17,083	8,012	* Southwest Airlines Co.	136,532	5,849
* Laboratory Corp. of America Holdings	22,070	6,935	Ingersoll Rand Inc.	93,993	5,815
Cerner Corp.	67,734	6,290	* Delta Air Lines Inc.	147,670	5,771
Zimmer Biomet Holdings Inc.	48,174	6,120	* United Rentals Inc.	16,702	5,550
PerkinElmer Inc.	29,101	5,851	Expeditors International of Washington Inc.	39,073	5,247
STERIS plc	23,065	5,614	WWV Grainger Inc.	9,980	5,172
* Waters Corp.	14,059	5,238	* Generac Holdings Inc.	14,570	5,127
* Catalent Inc.	39,472	5,054	Xylem Inc.	41,588	4,987
Quest Diagnostics Inc.	28,287	4,894	Jacobs Engineering Group Inc.	30,099	4,191
Cooper Cos. Inc.	11,371	4,764	IDEX Corp.	17,553	4,148
Bio-Techne Corp.	9,061	4,688	Westinghouse Air Brake Technologies Corp.	43,082	3,968
AmerisourceBergen Corp.	34,557	4,592	JB Hunt Transport Services Inc.	19,354	3,956
* Hologic Inc.	58,535	4,481	Masco Corp.	56,289	3,953
* Charles River Laboratories International Inc.	11,641	4,386	Textron Inc.	50,817	3,923
Viatis Inc.	279,573	3,783	Quanta Services Inc.	32,852	3,767
* ABIOMED Inc.	10,495	3,770	Fortune Brands Home & Security Inc.	31,300	3,346
* Bio-Rad Laboratories Inc. Class A	4,983	3,765	* United Airlines Holdings Inc.	74,850	3,277
Teleflex Inc.	10,819	3,554	CH Robinson Worldwide Inc.	29,965	3,225
Cardinal Health Inc.	64,963	3,345	Leidos Holdings Inc.	32,347	2,876
* Incyte Corp.	43,170	3,169	Robert Half International Inc.	25,747	2,871
DENTSPLY SIRONA Inc.	50,379	2,811	Howmet Aerospace Inc.	88,761	2,825
* Henry Schein Inc.	31,886	2,472	Pentair plc	38,140	2,785
Universal Health Services Inc. Class B	16,859	2,186	Allegion plc	20,621	2,731
Organon & Co.	58,705	1,788	* American Airlines Group Inc.	148,867	2,674
* DaVita Inc.	15,035	1,710	Snap-on Inc.	12,410	2,673
		1,236,386	A O Smith Corp.	30,690	2,635
Industrials (7.7%)			Rollins Inc.	52,364	1,791
Union Pacific Corp.	148,253	37,349	Huntington Ingalls Industries Inc.	9,264	1,730
United Parcel Service Inc. Class B	168,145	36,040	Nielsen Holdings plc	82,533	1,693
Honeywell International Inc.	158,780	33,107	* Alaska Air Group Inc.	28,806	1,501
Raytheon Technologies Corp.	345,156	29,704			724,037
Caterpillar Inc.	124,745	25,790	Information Technology (29.0%)		
* Boeing Co.	127,391	25,646	Apple Inc.	3,594,208	638,224
General Electric Co.	253,227	23,922	Microsoft Corp.	1,731,367	582,294
3M Co.	132,874	23,602	NVIDIA Corp.	576,509	169,557
Deere & Co.	65,067	22,311	Visa Inc. Class A	386,720	83,806
Lockheed Martin Corp.	56,595	20,114	Mastercard Inc. Class A	200,045	71,880
CSX Corp.	511,486	19,232	Broadcom Inc.	94,921	63,161
Norfolk Southern Corp.	56,117	16,707	* Adobe Inc.	109,721	62,218
Illinois Tool Works Inc.	65,843	16,250	Cisco Systems Inc.	972,592	61,633
Eaton Corp. plc	91,909	15,884	Accenture plc Class A	145,658	60,383
Waste Management Inc.	88,747	14,812	* salesforce.com Inc.	225,760	57,372
FedEx Corp.	56,358	14,576	* PayPal Holdings Inc.	270,942	51,094
Northrop Grumman Corp.	34,363	13,301	Intel Corp.	937,869	48,300
Johnson Controls International plc	163,459	13,291	QUALCOMM Inc.	258,275	47,231
Emerson Electric Co.	137,838	12,815	Intuit Inc.	65,299	42,002
IHS Markit Ltd.	91,968	12,224	Texas Instruments Inc.	212,969	40,138
Roper Technologies Inc.	24,324	11,964	* Advanced Micro Devices Inc.	278,477	40,073
General Dynamics Corp.	53,447	11,142	Applied Materials Inc.	208,219	32,765
Trane Technologies plc	54,783	11,068	Oracle Corp.	371,934	32,436
Carrier Global Corp.	199,880	10,842	* ServiceNow Inc.	45,889	29,787
L3Harris Technologies Inc.	45,243	9,648	International Business Machines Corp.	206,803	27,641
Parker-Hannifin Corp.	29,772	9,471	Micron Technology Inc.	257,959	24,029
Rockwell Automation Inc.	26,742	9,329	Automatic Data Processing Inc.	97,171	23,960
Cintas Corp.	20,269	8,983	Lam Research Corp.	32,469	23,350
Otis Worldwide Corp.	97,934	8,527	Analog Devices Inc.	123,931	21,783
Verisk Analytics Inc.	37,187	8,506	Fidelity National Information Services Inc.	140,419	15,327
Fastenal Co.	132,646	8,497	KLA Corp.	34,964	15,038
Equifax Inc.	28,131	8,236	* Autodesk Inc.	50,697	14,255
AMETEK Inc.	53,332	7,842	* Fiserv Inc.	137,062	14,226
Old Dominion Freight Line Inc.	21,483	7,699	NXP Semiconductors NV	61,325	13,969
* TransDigm Group Inc.	12,073	7,682	* Synopsys Inc.	35,167	12,959
* Copart Inc.	49,205	7,460	TE Connectivity Ltd.	75,249	12,141

Equity Index Portfolio

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
Xilinx Inc.	57,162	12,120	Eastman Chemical Co.	31,005	3,749
Amphenol Corp. Class A	137,910	12,062	CF Industries Holdings Inc.	49,464	3,501
* Cadence Design Systems Inc.	63,907	11,909	Mosaic Co.	85,184	3,347
* Fortinet Inc.	31,293	11,247	FMC Corp.	29,229	3,212
Microchip Technology Inc.	127,952	11,139	Packaging Corp. of America	21,977	2,992
Cognizant Technology Solutions Corp. Class A	121,120	10,746	Westrock Co.	61,428	2,725
Motorola Solutions Inc.	38,937	10,579	Sealed Air Corp.	34,178	2,306
Paychex Inc.	74,003	10,101			
HP Inc.	265,774	10,012			238,566
Global Payments Inc.	66,907	9,044	Real Estate (2.8%)		
* Keysight Technologies Inc.	42,476	8,772	American Tower Corp.	105,019	30,718
* EPAM Systems Inc.	13,079	8,743	Prologis Inc.	170,489	28,703
* ANSYS Inc.	20,120	8,071	Crown Castle International Corp.	99,663	20,804
* Arista Networks Inc.	51,724	7,435	Equinix Inc.	20,763	17,562
* Zebra Technologies Corp. Class A	12,323	7,335	Public Storage	35,178	13,176
Corning Inc.	177,253	6,599	Simon Property Group Inc.	75,776	12,107
CDW Corp.	31,297	6,409	Digital Realty Trust Inc.	65,438	11,574
* Gartner Inc.	18,964	6,340	SBA Communications Corp.	25,083	9,758
Teradyne Inc.	37,587	6,147	Realty Income Corp.	130,442	9,338
Skyworks Solutions Inc.	38,094	5,910	Welltower Inc.	100,372	8,609
* Enphase Energy Inc.	31,110	5,691	* CBRE Group Inc. Class A	77,206	8,378
* VeriSign Inc.	22,284	5,656	AvalonBay Communities Inc.	32,222	8,139
Seagate Technology Holdings plc	47,232	5,336	Alexandria Real Estate Equities Inc.	32,515	7,249
* Tyler Technologies Inc.	9,448	5,083	Equity Residential	78,695	7,122
* Trimble Inc.	57,865	5,045	Weyerhaeuser Co.	172,898	7,120
Monolithic Power Systems Inc.	9,991	4,929	Extra Space Storage Inc.	30,872	7,000
Broadridge Financial Solutions Inc.	26,878	4,914	Mid-America Apartment Communities Inc.	26,546	6,091
Hewlett Packard Enterprise Co.	301,644	4,757	Duke Realty Corp.	87,794	5,763
NetApp Inc.	51,514	4,739	Essex Property Trust Inc.	15,008	5,286
* Teledyne Technologies Inc.	10,759	4,700	Ventas Inc.	92,040	4,705
* Western Digital Corp.	71,859	4,686	Healthpeak Properties Inc.	124,467	4,492
* Paycom Software Inc.	11,100	4,609	UDR Inc.	66,989	4,019
* Akamai Technologies Inc.	37,441	4,382	Boston Properties Inc.	32,840	3,782
* FleetCor Technologies Inc.	18,722	4,191	Kimco Realty Corp.	142,096	3,503
* Qorvo Inc.	25,413	3,974	* Iron Mountain Inc.	66,927	3,502
NortonLifeLock Inc.	134,402	3,492	* Host Hotels & Resorts Inc.	164,185	2,855
* F5 Inc.	13,946	3,413	Regency Centers Corp.	35,511	2,676
* SolarEdge Technologies Inc.	12,111	3,398	Federal Realty Investment Trust	16,153	2,202
* Ceridian HCM Holding Inc.	31,402	3,280	Vornado Realty Trust	36,554	1,530
* PTC Inc.	24,295	2,943			257,763
Jack Henry & Associates Inc.	17,113	2,858	Utilities (2.5%)		
Citrix Systems Inc.	28,781	2,722	NextEra Energy Inc.	452,466	42,242
Juniper Networks Inc.	74,901	2,675	Duke Energy Corp.	177,363	18,605
* DXC Technology Co.	58,184	1,873	Southern Co.	244,347	16,757
* IPG Photonics Corp.	8,283	1,426	Dominion Energy Inc.	186,746	14,671
* GreenSky Inc. Class A	7,833	89	Exelon Corp.	225,593	13,030
		2,714,613	American Electric Power Co. Inc.	116,110	10,330
Materials (2.6%)			Sempra Energy	73,632	9,740
Linde plc	118,203	40,949	Xcel Energy Inc.	124,184	8,407
Sherwin-Williams Co.	55,630	19,591	American Water Works Co. Inc.	41,857	7,905
Air Products and Chemicals Inc.	51,052	15,533	Public Service Enterprise Group Inc.	116,600	7,781
Freeport-McMoRan Inc.	338,659	14,132	Eversource Energy	79,261	7,211
Ecolab Inc.	57,500	13,489	WEC Energy Group Inc.	72,726	7,060
Newmont Corp.	183,785	11,398	Consolidated Edison Inc.	81,566	6,959
Dow Inc.	170,574	9,675	Edison International	87,591	5,978
DuPont de Nemours Inc.	119,491	9,653	DTE Energy Co.	44,705	5,344
PPG Industries Inc.	54,751	9,441	Ameren Corp.	59,387	5,286
International Flavors & Fragrances Inc.	58,700	8,843	Entergy Corp.	46,377	5,224
Corteva Inc.	168,105	7,948	FirstEnergy Corp.	125,584	5,223
Nucor Corp.	65,916	7,524	PPL Corp.	173,068	5,203
Ball Corp.	74,701	7,192	CMS Energy Corp.	66,873	4,350
Vulcan Materials Co.	30,604	6,353	CenterPoint Energy Inc.	144,964	4,046
Martin Marietta Materials Inc.	14,388	6,338	AES Corp.	154,018	3,743
Albemarle Corp.	26,976	6,306	Evergy Inc.	52,979	3,635
LyondellBasell Industries NV Class A	60,568	5,586	Alliant Energy Corp.	57,828	3,555
Arcor plc	352,933	4,239	Atmos Energy Corp.	30,517	3,197
Celanese Corp.	25,106	4,219	NiSource Inc.	90,422	2,497
International Paper Co.	89,333	4,197	NRG Energy Inc.	56,496	2,434
Avery Dennison Corp.	19,059	4,128			

Equity Index Portfolio

	Shares	Market Value* (\$000)
Pinnacle West Capital Corp.	26,020	1,837
		232,250
Total Common Stocks (Cost \$4,198,141)		9,306,187
Temporary Cash Investments (0.4%)		
Money Market Fund (0.4%)		
¹ Vanguard Market Liquidity Fund, 0.090% (Cost \$40,620)	406,206	40,616
Total Investments (99.9%) (Cost \$4,238,761)		9,346,803
Other Assets and Liabilities—Net (0.1%)		7,142
Net Assets (100%)		9,353,945

Cost is in \$000.

• See Note A in Notes to Financial Statements.

* Non-income-producing security.

¹ Affiliated money market fund available only to Vanguard funds and certain trusts and accounts managed by Vanguard. Rate shown is the 7-day yield.

Derivative Financial Instruments Outstanding as of Period End

Futures Contracts				
				(\$000)
	Expiration	Number of Long (Short) Contracts	Notional Amount	Value and Unrealized Appreciation (Depreciation)
Long Futures Contracts				
E-mini S&P 500 Index	March 2022	199	47,347	1,074

Statement of Assets and Liabilities

As of December 31, 2021

(\$000s, except shares and per-share amounts)	Amount
Assets	
Investments in Securities, at Value	
Unaffiliated Issuers (Cost \$4,198,141)	9,306,187
Affiliated Issuers (Cost \$40,620)	40,616
Total Investments in Securities	9,346,803
Investment in Vanguard	293
Cash Collateral Pledged—Futures Contracts	2,294
Receivables for Accrued Income	5,619
Receivables for Capital Shares Issued	1,221
Total Assets	9,356,230
Liabilities	
Due to Custodian	12
Payables for Investment Securities Purchased	3
Payables for Capital Shares Redeemed	1,567
Payables to Vanguard	566
Variation Margin Payable—Futures Contracts	137
Total Liabilities	2,285
Net Assets	9,353,945

At December 31, 2021, net assets consisted of:

Paid-in Capital	3,785,868
Total Distributable Earnings (Loss)	5,568,077
Net Assets	9,353,945
Net Assets	
Applicable to 142,881,564 outstanding \$.001 par value shares of beneficial interest (unlimited authorization)	9,353,945
Net Asset Value Per Share	\$65.47

Statement of Operations

	Year Ended December 31, 2021
	(\$000)
Investment Income	
Income	
Dividends	117,358
Interest ¹	24
Securities Lending—Net	51
Total Income	117,433
Expenses	
The Vanguard Group—Note B	
Investment Advisory Services	1,268
Management and Administrative	9,918
Marketing and Distribution	473
Custodian Fees	47
Auditing Fees	73
Shareholders' Reports	34
Trustees' Fees and Expenses	2
Total Expenses	11,815
Net Investment Income	105,618
Realized Net Gain (Loss)	
Investment Securities Sold ¹	348,866
Futures Contracts	10,372
Realized Net Gain (Loss)	359,238
Change in Unrealized Appreciation (Depreciation)	
Investment Securities ¹	1,644,395
Futures Contracts	(177)
Change in Unrealized Appreciation (Depreciation)	1,644,218
Net Increase (Decrease) in Net Assets Resulting from Operations	2,109,074

¹ Interest income, realized net gain (loss), capital gain distributions received, and change in unrealized appreciation (depreciation) from an affiliated company of the portfolio were \$24,000, less than \$1,000, \$1,000, and (\$4,000), respectively. Purchases and sales are for temporary cash investment purposes.

Statement of Changes in Net Assets

	Year Ended December 31,	
	2021 (\$000)	2020 (\$000)
Increase (Decrease) in Net Assets		
Operations		
Net Investment Income	105,618	112,820
Realized Net Gain (Loss)	359,238	311,521
Change in Unrealized Appreciation (Depreciation)	1,644,218	748,829
Net Increase (Decrease) in Net Assets Resulting from Operations	2,109,074	1,173,170
Distributions		
Total Distributions	(418,079)	(242,631)
Capital Share Transactions		
Issued	711,464	996,555
Issued in Lieu of Cash Distributions	418,079	242,631
Redeemed	(1,021,957)	(1,072,379)
Net Increase (Decrease) from Capital Share Transactions	107,586	166,807
Total Increase (Decrease)	1,798,581	1,097,346
Net Assets		
Beginning of Period	7,555,364	6,458,018
End of Period	9,353,945	7,555,364

See accompanying Notes, which are an integral part of the Financial Statements.

Financial Highlights

For a Share Outstanding Throughout Each Period	Year Ended December 31,				
	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$53.76	\$47.70	\$38.03	\$41.17	\$35.63
Investment Operations					
Net Investment Income ¹	.738	.798	.805	.804	.699
Net Realized and Unrealized Gain (Loss) on Investments	13.978	7.014	10.791	(2.556)	6.734
Total from Investment Operations	14.716	7.812	11.596	(1.752)	7.433
Distributions					
Dividends from Net Investment Income	(.754)	(.806)	(.834)	(.703)	(.699)
Distributions from Realized Capital Gains	(2.252)	(.946)	(1.092)	(.685)	(1.194)
Total Distributions	(3.006)	(1.752)	(1.926)	(1.388)	(1.893)
Net Asset Value, End of Period	\$65.47	\$53.76	\$47.70	\$38.03	\$41.17
Total Return	28.55%	18.20%	31.30%	-4.51%	21.66%
Ratios/Supplemental Data					
Net Assets, End of Period (Millions)	\$9,354	\$7,555	\$6,458	\$4,934	\$5,178
Ratio of Total Expenses to Average Net Assets	0.14%	0.14%	0.14%	0.14%	0.15%
Ratio of Net Investment Income to Average Net Assets	1.25%	1.73%	1.87%	1.94%	1.85%
Portfolio Turnover Rate	4%	8%	4%	5%	5%

¹ Calculated based on average shares outstanding.

Notes to Financial Statements

The Equity Index Portfolio, a portfolio of Vanguard Variable Insurance Funds, is registered under the Investment Company Act of 1940 as an open-end investment company. The portfolio's shares are only available for purchase by separate accounts of insurance companies as investments for variable annuity plans, variable life insurance contracts, or other variable benefit insurance contracts. Market disruptions associated with the COVID-19 pandemic have had a global impact, and uncertainty exists as to the long-term implications. Such disruptions can adversely affect assets of the portfolio and thus portfolio performance.

A. The following significant accounting policies conform to generally accepted accounting principles for U.S. investment companies. The portfolio consistently follows such policies in preparing its financial statements.

1. **Security Valuation:** Securities are valued as of the close of trading on the New York Stock Exchange (generally 4 p.m., Eastern time) on the valuation date. Equity securities are valued at the latest quoted sales prices or official closing prices taken from the primary market in which each security trades; such securities not traded on the valuation date are valued at the mean of the latest quoted bid and asked prices. Securities for which market quotations are not readily available, or whose values have been materially affected by events occurring before the portfolio's pricing time but after the close of the securities' primary markets, are valued by methods deemed by the board of trustees to represent fair value. Investments in Vanguard Market Liquidity Fund are valued at that fund's net asset value. Temporary cash investments are valued using the latest bid prices or using valuations based on a matrix system (which considers such factors as security prices, yields, maturities, and ratings), both as furnished by independent pricing services.

2. **Futures Contracts:** The portfolio uses index futures contracts to a limited extent, with the objectives of maintaining full exposure to the stock market, maintaining liquidity, and minimizing transaction costs. The portfolio may purchase futures contracts to immediately invest incoming cash in the market, or sell futures in response to cash outflows, thereby simulating a fully invested position in the underlying index while maintaining a cash balance for liquidity. The primary risks associated with the use of futures contracts are imperfect correlation between changes in market values of stocks held by the portfolio and the prices of futures contracts, and the possibility of an illiquid market. Counterparty risk involving futures is mitigated because a regulated clearinghouse is the counterparty instead of the clearing broker. To further mitigate counterparty risk, the portfolio trades futures contracts on an exchange, monitors the financial strength of its clearing brokers and clearinghouse, and has entered into clearing agreements with its clearing brokers. The clearinghouse imposes initial margin requirements to secure the portfolio's performance and requires daily settlement of variation margin representing changes in the market value of each contract. Any securities pledged as initial margin for open contracts are noted in the Schedule of Investments.

Futures contracts are valued at their quoted daily settlement prices. The notional amounts of the contracts are not recorded in the Statement of Assets and Liabilities. Fluctuations in the value of the contracts are recorded in the Statement of Assets and Liabilities as an asset (liability) and in the Statement of Operations as unrealized appreciation (depreciation) until the contracts are closed, when they are recorded as realized gains (losses) on futures contracts.

During the year ended December 31, 2021, the portfolio's average investments in long and short futures contracts represented 1% and 0% of net assets, respectively, based on the average of the notional amounts at each quarter-end during the period.

3. **Federal Income Taxes:** The portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income. The portfolio's tax returns are open to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return. Management has analyzed the portfolio's tax positions taken for all open federal and state income tax years, and has concluded that no provision for income tax is required in the portfolio's financial statements.

4. **Distributions:** Distributions to shareholders are recorded on the ex-dividend date. Distributions are determined on a tax basis at the fiscal year-end and may differ from net investment income and realized capital gains for financial reporting purposes.

5. **Securities Lending:** To earn additional income, the portfolio lends its securities to qualified institutional borrowers. Security loans are subject to termination by the portfolio at any time, and are required to be secured at all times by collateral in an amount at least equal to the market value of securities loaned. Daily market fluctuations could cause the value of loaned securities to be more or less than the value of the collateral received. When this occurs, the collateral is adjusted and settled before the opening of the market on the next business day. The portfolio further mitigates its counterparty risk by entering into securities lending transactions only with a diverse group of

prequalified counterparties, monitoring their financial strength, and entering into master securities lending agreements with its counterparties. The master securities lending agreements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate any loans with that borrower, determine the net amount owed, and sell or retain the collateral up to the net amount owed to the portfolio; however, such actions may be subject to legal proceedings. While collateral mitigates counterparty risk, in the event of a default, the portfolio may experience delays and costs in recovering the securities loaned. The portfolio invests cash collateral received in Vanguard Market Liquidity Fund, and records a liability in the Statement of Assets and Liabilities for the return of the collateral, during the period the securities are on loan. Collateral investments in Vanguard Market Liquidity Fund are subject to market appreciation or depreciation. Securities lending income represents fees charged to borrowers plus income earned on invested cash collateral, less expenses associated with the loan. During the term of the loan, the portfolio is entitled to all distributions made on or in respect of the loaned securities.

6. Credit Facilities and Interfund Lending Program: The portfolio and certain other funds managed by The Vanguard Group ("Vanguard") participate in a \$4.3 billion committed credit facility provided by a syndicate of lenders pursuant to a credit agreement and an uncommitted credit facility provided by Vanguard. Both facilities may be renewed annually. Each fund is individually liable for its borrowings, if any, under the credit facilities. Borrowings may be utilized for temporary or emergency purposes, subject to the portfolio's regulatory and contractual borrowing restrictions. With respect to the committed credit facility, the participating funds are charged administrative fees and an annual commitment fee of 0.10% of the undrawn committed amount of the facility; these fees are allocated to the funds based on a method approved by the portfolio's board of trustees and included in Management and Administrative expenses on the portfolio's Statement of Operations. Any borrowings under either facility bear interest at a rate based upon the higher of the one-month London Interbank Offered Rate (or an acceptable alternate rate, if necessary), federal funds effective rate, or overnight bank funding rate plus an agreed-upon spread, except that borrowings under the uncommitted credit facility may bear interest based upon an alternative rate agreed to by the portfolio and Vanguard.

In accordance with an exemptive order (the "Order") from the SEC, the portfolio may participate in a joint lending and borrowing program that allows registered open-end Vanguard funds to borrow money from and lend money to each other for temporary or emergency purposes (the "Interfund Lending Program"), subject to compliance with the terms and conditions of the Order, and to the extent permitted by the portfolio's investment objective and investment policies. Interfund loans and borrowings normally extend overnight, but can have a maximum duration of seven days. Loans may be called on one business day's notice. The interest rate to be charged is governed by the conditions of the Order and internal procedures adopted by the board of trustees. The board of trustees is responsible for overseeing the Interfund Lending Program.

For the year ended December 31, 2021, the portfolio did not utilize the credit facilities or the Interfund Lending Program.

7. Other: Dividend income is recorded on the ex-dividend date. Non-cash dividends included in income, if any, are recorded at the fair value of the securities received. Interest income includes income distributions received from Vanguard Market Liquidity Fund and is accrued daily. Premiums and discounts on debt securities are amortized and accreted, respectively, to interest income over the lives of the respective securities, except for premiums on certain callable debt securities that are amortized to the earliest call date. Security transactions are accounted for on the date securities are bought or sold. Costs used to determine realized gains (losses) on the sale of investment securities are those of the specific securities sold.

B. In accordance with the terms of a Funds' Service Agreement (the "FSA") between Vanguard and the portfolio, Vanguard furnishes to the portfolio investment advisory, corporate management, administrative, marketing, and distribution services at Vanguard's cost of operations (as defined by the FSA). These costs of operations are allocated to the portfolio based on methods and guidelines approved by the board of trustees and are generally settled twice a month.

Upon the request of Vanguard, the portfolio may invest up to 0.40% of its net assets as capital in Vanguard. At December 31, 2021, the portfolio had contributed to Vanguard capital in the amount of \$293,000, representing less than 0.01% of the portfolio's net assets and 0.12% of Vanguard's capital received pursuant to the FSA. The portfolio's trustees and officers are also directors and employees, respectively, of Vanguard.

C. Various inputs may be used to determine the value of the portfolio's investments and derivatives. These inputs are summarized in three broad levels for financial statement purposes. The inputs or methodologies used to value securities are not necessarily an indication of the risk associated with investing in those securities.

Level 1—Quoted prices in active markets for identical securities.

Level 2—Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3—Significant unobservable inputs (including the portfolio's own assumptions used to determine the fair value of investments). Any investments and derivatives valued with significant unobservable inputs are noted on the Schedule of Investments.

At December 31, 2021, 100% of the market value of the portfolio's investments and derivatives was determined based on Level 1 inputs.

D. Permanent differences between book-basis and tax-basis components of net assets, if any, are reclassified among capital accounts in the financial statements to reflect their tax character. These reclassifications have no effect on net assets or net asset value per share.

Temporary differences between book-basis and tax-basis components of total distributable earnings (loss) arise when certain items of income, gain, or loss are recognized in different periods for financial statement and tax purposes; these differences will reverse at some time in the future. The differences are primarily related to the deferral of losses from wash sales; and the recognition of unrealized gains or losses from certain derivative contracts. As of period end, the tax-basis components of total distributable earnings (loss) are detailed in the table as follows:

	Amount (\$000)
Undistributed Ordinary Income	109,433
Undistributed Long-Term Gains	350,840
Capital Loss Carryforwards	—
Qualified Late-Year Losses	—
Net Unrealized Gains (Losses)	5,107,804

The tax character of distributions paid was as follows:

	Year Ended December 31,	
	2021 Amount (\$000)	2020 Amount (\$000)
Ordinary Income*	108,293	115,359
Long-Term Capital Gains	309,786	127,272
Total	418,079	242,631

* Includes short-term capital gains, if any.

As of December 31, 2021, gross unrealized appreciation and depreciation for investments and derivatives based on cost for U.S. federal income tax purposes were as follows:

	Amount (\$000)
Tax Cost	4,238,999
Gross Unrealized Appreciation	5,424,278
Gross Unrealized Depreciation	(316,474)
Net Unrealized Appreciation (Depreciation)	5,107,804

E. During the year ended December 31, 2021, the portfolio purchased \$356,045,000 of investment securities and sold \$540,573,000 of investment securities, other than temporary cash investments.

The portfolio purchased securities from and sold securities to other Vanguard funds or accounts managed by Vanguard or its affiliates, in accordance with procedures adopted by the board of trustees in compliance with Rule 17a-7 of the Investment Company Act of 1940. For the year ended December 31, 2021, such purchases were \$33,651,000 and sales were \$23,765,000, resulting in net realized gain of \$516,000; these amounts, other than temporary cash investments, are included in the purchases and sales of investment securities noted above.

F. Capital shares issued and redeemed were:

	Year Ended December 31,	
	2021 Shares (000)	2020 Shares (000)
Issued	11,966	22,103
Issued in Lieu of Cash Distributions	7,731	6,753
Redeemed	(17,343)	(23,722)
Net Increase (Decrease) in Shares Outstanding	2,354	5,134

At December 31, 2021, one shareholder (Total Stock Market Index Portfolio) was the record or beneficial owner of 41% of the portfolio's net assets. If this shareholder were to redeem its investment in the portfolio, the redemption might result in an increase in the portfolio's expense ratio, cause the portfolio to incur higher transaction costs, or lead to the realization of taxable capital gains.

G. Management has determined that no events or transactions occurred subsequent to December 31, 2021, that would require recognition or disclosure in these financial statements.

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Vanguard Variable Insurance Funds and Shareholders of Equity Index Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Equity Index Portfolio (one of the portfolios constituting Vanguard Variable Insurance Funds, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

/s/PricewaterhouseCoopers LLP
Philadelphia, Pennsylvania
February 16, 2022

We have served as the auditor of one or more investment companies in The Vanguard Group of Funds since 1975.

Special 2021 tax information (unaudited) for corporate shareholders only for Equity Index Portfolio, a portfolio of Vanguard Variable Insurance Funds

This information for the fiscal year ended December 31, 2021, is included pursuant to provisions of the Internal Revenue Code for corporate shareholders only.

The portfolio distributed \$309,786,000 as capital gain dividend (20% rate gain distributions) to shareholders during the fiscal year.

For corporate shareholders, 96.1% of investment income (dividend income plus short-term gains, if any) qualifies for the dividends-received deduction.

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The People Who Govern Your Fund

The trustees of your mutual fund are there to see that the fund is operated and managed in your best interests since, as a shareholder, you are a part owner of the fund. Your fund's trustees also serve on the board of directors of The Vanguard Group, Inc., which is owned by the Vanguard funds and provides services to them.

A majority of Vanguard's board members are independent, meaning that they have no affiliation with Vanguard or the funds they oversee, apart from the sizable personal investments they have made as private individuals. The independent board members have distinguished backgrounds in business, academia, and public service. Each of the trustees and executive officers oversees 217 Vanguard funds.

Information for each trustee and executive officer of the fund appears below. That information, as well as the Vanguard fund count, is as of the date on the cover of this fund report. The mailing address of the trustees and officers is P.O. Box 876, Valley Forge, PA 19482. More information about the trustees is in the *Statement of Additional Information*, which can be obtained, without charge, by contacting Vanguard at 800-662-7447, or online at vanguard.com.

Interested Trustee¹

Mortimer J. Buckley

Born in 1969. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chairman of the board (2019–present) of Vanguard and of each of the investment companies served by Vanguard; chief executive officer (2018–present) of Vanguard; chief executive officer, president, and trustee (2018–present) of each of the investment companies served by Vanguard; president and director (2017–present) of Vanguard; and president (2018–present) of Vanguard Marketing Corporation. Chief investment officer (2013–2017), managing director (2002–2017), head of the Retail Investor Group (2006–2012), and chief information officer (2001–2006) of Vanguard. Member of the board of governors of the Investment Company Institute and the board of governors of FINRA. Trustee and vice chair of The Shipley School.

Independent Trustees

Tara Bunch

Born in 1962. Trustee since November 2021. Principal occupation(s) during the past five years and other experience: head of global operations at Airbnb (2020–present). Vice president of AppleCare (2012–2020). Member of the board of directors of Out & Equal (2002–2006), the advisory board of the University of California, Berkeley School of Engineering (2020–present), and the advisory board of Santa Clara University's Leavey School of Business (2018–present).

Emerson U. Fullwood

Born in 1948. Trustee since January 2008. Principal occupation(s) during the past five years and other experience: executive chief staff and marketing officer for North America and corporate vice president (retired 2008) of Xerox Corporation (document management products and services). Former president of the Worldwide Channels Group, Latin America, and Worldwide Customer Service and executive chief staff officer of Developing Markets of Xerox. Executive in residence and 2009–2010 Distinguished Minett Professor at the Rochester Institute of Technology. Member of the board of directors of the University of Rochester Medical Center, the Monroe Community College Foundation, the United Way of Rochester, North Carolina A&T University, Roberts Wesleyan College, and the Rochester Philharmonic Orchestra. Trustee of the University of Rochester.

Amy Gutmann

Born in 1949. Trustee since June 2006. Principal occupation(s) during the past five years and other experience: president (2004–present) of the University of Pennsylvania. Christopher H. Browne Distinguished Professor of Political Science, School of Arts and Sciences, and professor of communication, Annenberg School for Communication, with secondary faculty appointments in the Department of Philosophy, School of Arts and Sciences, and at the Graduate School of Education, University of Pennsylvania.

F. Joseph Loughrey

Born in 1949. Trustee since October 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2009) and vice chairman of the board (2008–2009) of Cummins Inc. (industrial machinery). Chairman of the board of Hillenbrand, Inc. (specialized consumer services). Director

of the V Foundation. Member of the advisory council for the College of Arts and Letters at the University of Notre Dame. Chairman of the board of Saint Anselm College.

Mark Loughridge

Born in 1953. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: senior vice president and chief financial officer (retired 2013) of IBM (information technology services). Fiduciary member of IBM's Retirement Plan Committee (2004–2013), senior vice president and general manager (2002–2004) of IBM Global Financing, vice president and controller (1998–2002) of IBM, and a variety of other prior management roles at IBM. Member of the Council on Chicago Booth.

Scott C. Malpass

Born in 1962. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: adjunct professor of finance at the University of Notre Dame (2020–present). Chief investment officer (retired 2020) and vice president (retired 2020) of the University of Notre Dame. Assistant professor (retired June 2020) of finance at the Mendoza College of Business, University of Notre Dame, and member of the Notre Dame 403(b) Investment Committee. Member of the board of Catholic Investment Services, Inc. (investment advisors), the board of superintendence of the Institute for the Works of Religion, and the board of directors of Paxos Trust Company (finance).

Deanna Mulligan

Born in 1963. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chief executive officer of Purposeful (advisory firm for CEOs and C-level executives; 2021–present). Board chair (2020), chief executive officer (2011–2020), and president (2010–2019) of The Guardian Life Insurance Company of America. Chief operating officer (2010–2011) and executive vice president (2008–2010) of Individual Life and Disability of the Guardian Life Insurance Company of America. Member of the board of the Economic Club of New York. Trustee of the Partnership for New York City (business leadership), Chief Executives for Corporate Purpose, and the NewYork-Presbyterian Hospital.

André F. Perold

Born in 1952. Trustee since December 2004. Principal occupation(s) during the past five years and other experience: George Gund Professor of Finance and Banking, Emeritus at the Harvard Business School (retired 2011). Chief investment officer and co-managing partner of HighVista Strategies (private investment firm). Member of the board (2018–present) of RIT Capital Partners (investment firm). Member of the investment committee of Partners Health Care System.

Sarah Bloom Raskin

Born in 1961. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: deputy secretary (2014–2017) of the United States Department of the Treasury. Governor (2010–2014) of the Federal Reserve Board. Commissioner (2007–2010) of financial regulation for the State of Maryland. Colin W. Brown Distinguished Professor of the Practice of Law (2021–present), professor (2020–present), Distinguished Fellow of the Global Financial Markets Center (2020–present), and Rubenstein Fellow (2017–2020) at Duke University. Trustee (2017–present) of Amherst College and member of Amherst College Investment Committee (2019–present). Member of the Regenerative Crisis Response Committee (2020–present).

¹ Mr. Buckley is considered an "interested person," as defined in the Investment Company Act of 1940, because he is an officer of the Vanguard funds.

David A. Thomas

Born in 1956. Trustee since July 2021. Principal occupation(s) during the past five years and other experience: president of Morehouse College (2018–present). Professor of business administration, emeritus at Harvard University (2017–2018). Dean (2011–2016) and professor of management (2016–2017) at the Georgetown University McDonough School of Business. Director of DTE Energy Company (2013–present). Trustee of Common Fund (2019–present).

Peter F. Volanakis

Born in 1955. Trustee since July 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2010) of Corning Incorporated (communications equipment) and director of Corning Incorporated (2000–2010) and Dow Corning (2001–2010). Director (2012) of SPX Corporation (multi-industry manufacturing). Overseer of the Amos Tuck School of Business Administration, Dartmouth College (2001–2013). Member of the BMW Group Mobility Council.

Executive Officers**Christine M. Buchanan**

Born in 1970. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief financial officer (2021–present) and treasurer (2017–present) of each of the investment companies served by Vanguard. Partner (2005–2017) at KPMG (audit, tax, and advisory services).

David Cermak

Born in 1960. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Finance director (2019–present) of each of the investment companies served by Vanguard. Managing director and head (2017–present) of Vanguard Investments Singapore. Managing director and head (2017–2019) of Vanguard Investments Hong Kong. Representative director and head (2014–2017) of Vanguard Investments Japan.

John Galloway

Born in 1973. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Investment stewardship officer (September 2020–present) of each of the investment companies served by Vanguard. Head of Investor Advocacy (February 2020–present) and head of Marketing Strategy and Planning (2017–2020) at Vanguard. Special assistant to the President of the United States (2015).

Peter Mahoney

Born in 1974. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Controller (2015–present) of each of the investment companies served by Vanguard. Head of International Fund Services (2008–2014) at Vanguard.

Anne E. Robinson

Born in 1970. Principal occupation(s) during the past five years and other experience: general counsel (2016–present) of Vanguard. Secretary (2016–present) of Vanguard and of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Managing director and general counsel of Global Cards and Consumer Services (2014–2016) at Citigroup. Counsel (2003–2014) at American Express.

Michael Rollings

Born in 1963. Principal occupation(s) during the past five years and other experience: finance director (2017–present) and treasurer (2017) of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Chief financial officer (2016–present) of Vanguard. Director (2016–present) of Vanguard Marketing Corporation. Executive vice president and chief financial officer (2006–2016) of MassMutual Financial Group.

John E. Schadl

Born in 1972. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief compliance officer (2019–present) of Vanguard and of each of the investment companies served by Vanguard. Assistant vice president (2019–present) of Vanguard Marketing Corporation.

Vanguard Senior Management Team

Matthew Benchener
Joseph Brennan
Mortimer J. Buckley
Gregory Davis
John James
John T. Marcante
Chris D. McIsaac

Thomas M. Rampulla
Karin A. Risi
Anne E. Robinson
Michael Rollings
Nitin Tandon
Lauren Valente



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Text Telephone for People

Who Are Deaf or Hard of Hearing > 800-749-7273

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All comparative mutual fund data are from Morningstar, Inc., unless otherwise noted.

You can obtain a free copy of Vanguard's proxy voting guidelines by visiting vanguard.com/proxyreporting or by calling Vanguard at 800-662-2739. The guidelines are also available from the SEC's website, www.sec.gov. In addition, you may obtain a free report on how your fund voted the proxies for securities it owned during the 12 months ended June 30. To get the report, visit either vanguard.com/proxyreporting or www.sec.gov.

You can review information about your portfolio on the SEC's website, and you can receive copies of this information, for a fee, by sending a request via email addressed to publicinfo@sec.gov.

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Annual Report | December 31, 2021

Vanguard Variable Insurance Funds

Balanced Portfolio

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Your Portfolio's Performance at a Glance

- The Balanced Portfolio returned 19.02% for the 12 months ended December 31, 2021, outperforming the 17.34% return of its composite benchmark. Please note that the portfolio's returns are different from those in Vanguard Variable Annuity (and other plans that invest in the portfolio), which take into account insurance-related expenses.
- The U.S. economy continued to heal over the period. Vaccination programs started rolling out early in the year, enabling more workers to return to the labor force and helping some hard-hit sectors such as hospitality, leisure, and travel begin to rebound. U.S. stocks performed strongly even with the spread of new COVID-19 variants, a surge in inflation, and Federal Reserve monetary policy turning less accommodative. Bond yields ended the period higher.
- Returns were positive in all 10 stock sectors the portfolio invests in. Communication services and financial stocks were the largest contributors relative to the benchmark. Energy and information technology stocks were net detractors.
- Over the decade ended December 31, the portfolio's average annual return trailed that of its composite benchmark by less than one percentage point.

Market Barometer

	Average Annual Total Returns Periods Ended December 31, 2021		
	One Year	Three Years	Five Years
Stocks			
Russell 1000 Index (Large-caps)	26.45%	26.21%	18.43%
Russell 2000 Index (Small-caps)	14.82	20.02	12.02
Russell 3000 Index (Broad U.S. market)	25.66	25.79	17.97
FTSE All-World ex US Index (International)	8.36	13.66	9.89
Bonds			
Bloomberg U.S. Aggregate Bond Index (Broad taxable market)	-1.54%	4.79%	3.57%
Bloomberg Municipal Bond Index (Broad tax-exempt market)	1.52	4.73	4.17
FTSE Three-Month U.S. Treasury Bill Index	0.05	0.95	1.11
CPI			
Consumer Price Index	7.04%	3.53%	2.92%

Advisor's Report

The Balanced Portfolio returned 19.02% for the 12 months ended December 31, 2021, outperforming the 17.34% return of its blended benchmark (a mix of 65% large-capitalization stocks and 35% high-quality corporate bonds). The stock and bond portions of the portfolio outperformed their benchmarks, the Standard & Poor's 500 Index and the Bloomberg U.S. Credit A or Better Bond Index, respectively.

The investment environment

Stock markets in the United States and abroad posted positive results for 2021. The S&P 500 Index returned 28.71%, the MSCI World Index returned 22.35%, and the MSCI EAFE Index returned 11.26%.

In the first and second quarters, global equities continued to advance amid the accelerating global rollout of vaccines and a favorable outlook for global economic growth. The global decline in COVID-19 cases, however, came to a halt midyear, with the rapid spread of the highly infectious Delta variant, which disrupted plans to lift lockdowns in many countries and reopen economies. During the third quarter, global equities fell for the first time in six quarters. Markets contended with pandemic uncertainty, moderating growth, the imminent prospect of reduced quantitative easing and policy tightening, and persistent supply-chain dislocations that amplified the risk of more sustained inflation.

Global equities rebounded in the fourth quarter. Equity volatility spiked sharply as the Omicron variant proliferated across the globe, though its impact on financial markets was tempered by evidence that it poses less-severe health consequences than prior variants.

Broad fixed income markets largely generated negative total returns over the 12 months, driven by rising U.S. Treasury yields. Yields rose significantly in the first quarter of 2021 following an improving growth outlook and a reinforced reflation narrative, offsetting positive price appreciation from spread tightening. Credit spreads tightened considerably during the first half of 2021 as vaccination

rates increased, economic data improved, and fiscal stimulus remained supportive.

However, spreads widened in the second half of the year, driven by increased inflation risk and concerns about the impact of new variants on the economic recovery. Global central banks maintained highly accommodative policy stances throughout the period, although focus shifted late in the year to accelerating the timelines for tapering large-scale asset purchase programs and raising interest rates.

The Bloomberg U.S. Aggregate Bond Index returned -1.54% for the 12 months ended December 31, outperforming the higher-quality credit market as measured by the Bloomberg U.S. Credit A or Better Bond Index, which returned -1.68%. The yield of the 10-year Treasury note rose 60 basis points, ending the period at 1.51%. (A basis point is one hundredth of a percentage point.)

Our successes

In the stock portfolio, strong selection in communication services, financials, and health care contributed to relative performance. Alphabet, Charles Schwab, and Blackstone were strong individual contributors to results. A lack of exposure to benchmark constituents such as Walt Disney and PayPal also boosted relative returns for the period. In addition, an underweight allocation to Amazon helped overall performance.

The fixed income portfolio outperformed the Bloomberg U.S. Credit A or Better Bond Index, driven primarily by security selection. Selection within investment-grade corporate bonds, particularly industrials (consumer non-cyclical, technology, and communications), drove positive relative performance. Security selection within taxable municipals (particularly revenue bonds), financials, and utilities also helped results, as did modest out-of-benchmark allocations to asset-backed securities and commercial mortgage-backed securities (MBS). Duration and yield curve positioning boosted relative results as well. An underweight allocation to the

20-year portion of the yield curve at the beginning of the 12-month period, which was notable for its rising yields, benefited the portfolio.

Our shortfalls

In the stock portfolio, sector allocation detracted from relative returns, driven by an underweighting of information technology and an overweighting of consumer staples. Security selection in energy, IT, and consumer staples also detracted. Key relative detractors included Global Payments, Novartis, and Becton Dickinson. A lack of exposure to NVIDIA and Tesla also dampened relative returns.

On the fixed income side, the underweight allocation to credit spread duration was the primary detractor. An out-of-benchmark allocation to MBS detracted moderately from relative returns, particularly agency MBS.

Portfolio positioning

The global economy is at a crossroads. Some believe we are entering a new phase in which demand, and therefore inflation, will be the strongest in two decades. Others see this condition as temporary, as supply chains rebuild and post-COVID adjustments take shape. Although these debates are worth monitoring, our most differentiated insights and therefore highest conviction are really at the company level—rather than around macroeconomic forecasts—and we have constructed the portfolio accordingly.

Over the year, we initiated new positions in Workday, Amazon, S&P Global, and several other businesses. Workday is a leader in human resources cloud solutions, with 60% of Fortune 500 companies as customers. We believe that Workday is in the early days of delivering the benefit of artificial intelligence and machine learning to its customers. Amazon has clearly demonstrated an ability to grow in all market environments with resilience across business lines. We believe that it continues to have a long runway for growth, and we were able to initiate a position at an attractive price

following a period of significant underperformance. S&P Global is a leading data and analytics provider to capital markets worldwide and is on the verge of a transformational merger with IHS Markit. We believe this merger will position the business for stronger growth and returns.

Our largest sector overweighting remains financials, as many companies in the sector continue to look attractive in our intrinsic return framework. The portfolio remains underweighted in IT stocks; however, we did find opportunities in the sector over the year and invested in competitively advantaged, growing businesses with strong management teams at reasonable valuations.

We remain committed to our investment philosophy and process to construct a portfolio of resilient businesses at reasonable valuations run by management teams that are likely to make value-enhancing decisions over the long term. Our goal is for the portfolio to deliver a superior rate of economic growth over the long term and provide downside protection in difficult economic and market environments.

On the fixed income side, we maintain a modestly pro-risk posture as growth is expected to normalize in 2022. Fiscal stimulus and infrastructure spending should continue to support the economy, albeit to a lesser extent than we expected six months ago. Supply disruptions and labor shortages are weighing on the recovery and pressuring inflation but should wane throughout this year. Inflation has been running persistently higher than both the Federal Reserve's forecast and its target range and has shown signs of broadening across more goods and services. Although we expect inflation to eventually moderate, it could remain sticky through 2022. Energy prices are still a wild card. Credit conditions are robust but may have peaked. With most sector valuations remaining within the bottom decile, forward excess returns will likely be challenged. COVID variants and future waves remain a risk to global growth. Fed

policy missteps and China's weakening growth impulse are also potential risks.

We have positioned the fixed income portion of the portfolio with a largely neutral duration posture relative to the benchmark as of the end of 2021. Our base case is that rates will move higher in 2022 but not necessarily in a linear path. Therefore, we are looking to hold a modest duration underweight in the fixed income portfolio relative to the benchmark. The Fed is on track to conclude tapering by the end of 2022's first quarter and to lift policy rates thereafter. The pace and magnitude of rate increases will largely be determined by the impact on financial conditions and the path of inflation.

U.S. government securities remain a source of liquidity for the portfolio. We continue to hold an out-of-benchmark allocation to agency MBS but are more cautious about the sector. Prepayment speeds remain faster than they were after the global financial crisis but have started to slow amid rising rates and burnout in higher coupons. Spreads have widened from the tight levels as risks have increased amid the acceleration of tapering and potential for quantitative tightening. Within agency MBS, we favor collateralized mortgage obligations, which are expected to earn their income through stable cash flows.

Credit fundamentals improved dramatically during 2021. We believe that further improvement is likely limited, and there is the potential for deterioration in some sectors as management teams shift focus decidedly to shareholders. The main risks to corporate fundamentals are debt-funded share repurchases and inflationary pressures on operating margins. Mergers and acquisitions also pose a risk, though several recent actions from the current administration seem to limit the potential for large-scale transactions.

From a sector perspective, we prefer financials over industrials broadly. Within financials, we favor well-capitalized global

banks that are limited by regulators in their ability to impair their balance sheets to reward shareholders. Technicals remain favorable, as strong demand has easily absorbed elevated supply. U.S. investment-grade credit remains attractive on a relative basis for non-U.S. investors, though this relationship has inflected negatively as U.S. rates at the short end of the curve have moved higher and foreign currency hedging costs have risen. From a credit curve standpoint, we see value in the seven- to 10-year range as steep spread curves provide potential for an attractive roll-down profile.

Given tight valuations and continued tail risks to markets, we maintain a robust liquidity profile including 25.06% in cash, U.S. government securities, and agency MBS.

We continue to be disciplined in our application of our investment process, which allows us to create a balanced portfolio that we believe should perform well in a variety of environments. We remain focused on long-term, low-turnover investing—features that we believe will serve the fund's shareholders well over time.

Portfolio Managers:

Daniel J. Pozen
Senior Managing Director and
Equity Portfolio Manager

Loren L. Moran, CFA,
Senior Managing Director and
Fixed Income Portfolio Manager

Wellington Management Company LLP

January 18, 2022

About Your Portfolio's Expenses

As a shareholder of the portfolio, you incur ongoing costs, which include costs for portfolio management, administrative services, and shareholder reports (like this one), among others. Operating expenses, which are deducted from a portfolio's gross income, directly reduce the investment return of the portfolio.

A portfolio's expenses are expressed as a percentage of its average net assets. This figure is known as the expense ratio. The following examples are intended to help you understand the ongoing costs (in dollars) of investing in your portfolio and to compare these costs with those of other mutual funds. The examples are based on an investment of \$1,000 made at the beginning of the period shown and held for the entire period.

The accompanying table illustrates your portfolio's costs in two ways:

- **Based on actual portfolio return.** This section helps you to estimate the actual expenses that you paid over the period. The "Ending Account Value" shown is derived from the portfolio's actual return, and the third column shows the dollar amount that would have been paid by an investor who started with \$1,000 in the portfolio. You may use the information here, together with the amount you invested, to estimate the expenses that you paid over the period.

To do so, 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 given for your portfolio under the heading "Expenses Paid During Period."

- **Based on hypothetical 5% yearly return.** This section is intended to help you compare your portfolio's costs with those of other mutual funds. It assumes that the portfolio had a yearly return of 5% before expenses, but that the expense ratio is unchanged. In this case—because the return used is not the portfolio's actual return—the results do not apply to your investment. The example is useful in making comparisons because the Securities and Exchange Commission requires all mutual funds to calculate expenses based on a 5% return. You can assess your portfolio's costs by comparing this hypothetical example with the hypothetical examples that appear in shareholder reports of other funds.

Note that the expenses shown in the table are meant to highlight and help you compare **ongoing** costs only and do not reflect transaction costs incurred by the portfolio for buying and selling securities. The portfolio's expense ratio does not reflect additional fees and expenses associated with the annuity or life insurance program through which you invest.

The calculations assume no shares were bought or sold during the period. Your actual costs may have been higher or lower, depending on the amount of your investment and the timing of any purchases or redemptions.

You can find more information about the portfolio's expenses, including annual expense ratios, in the Financial Statements section of this report. For additional information on operating expenses and other shareholder costs, please refer to your portfolio's current prospectus.

Six Months Ended December 31, 2021

	Beginning Account Value 6/30/2021	Ending Account Value 12/31/2021	Expenses Paid During Period
Balanced Portfolio			
Based on Actual Portfolio Return	\$1,000.00	\$ 1,081.90	\$1.05
Based on Hypothetical 5% Yearly Return	1,000.00	1,024.20	1.02

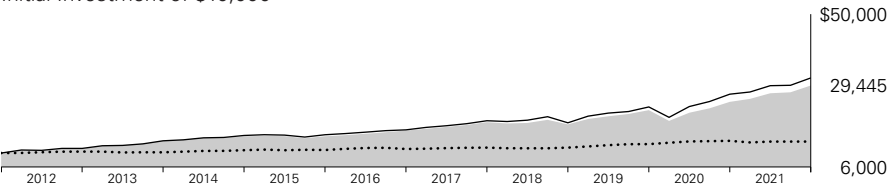
The calculations are based on expenses incurred in the most recent six-month period. The portfolio's annualized six-month expense ratio for that period is 0.20%. The dollar amounts shown as "Expenses Paid" are equal to the annualized expense ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent six-month period, then divided by the number of days in the most recent 12-month period (184/365).

Balanced Portfolio

Performance Summary

All of the returns in this report represent past performance, which is not a guarantee of future results that may be achieved by the portfolio. (Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month-end, visit our website at vanguard.com/performance.) Note, too, that both investment returns and principal value can fluctuate widely, so an investor's shares, when sold, could be worth more or less than their original cost. The returns shown do not reflect taxes that a shareholder would pay on portfolio distributions or on the sale of portfolio shares. Nor do the returns reflect fees and expenses associated with the annuity or life insurance program through which a shareholder invests. If these fees and expenses were included, the portfolio's returns would be lower.

Cumulative Performance: December 31, 2011, Through December 31, 2021
Initial Investment of \$10,000



	Average Annual Total Returns Periods Ended December 31, 2021			Final Value of a \$10,000 Investment
	One Year	Five Years	Ten Years	
Balanced Portfolio	19.02%	12.32%	11.40%	\$29,445
Composite Stock/Bond Index	17.34	13.65	12.20	31,626
Dow Jones U.S. Total Stock Market Float Adjusted Index	25.66	17.92	16.24	45,050

Composite Stock/Bond Index: Weighted 65% S&P 500 Index and 35% Bloomberg U.S. Credit A or Better Bond Index

Portfolio Allocation

As of December 31, 2021

Asset-Backed/Commercial Mortgage-Backed Securities	1.5%
Common Stocks	67.3
Corporate Bonds	21.1
Sovereign Bonds	0.4
Taxable Municipal Bonds	1.6
U.S. Government and Agency Obligations	8.1

The table reflects the portfolio's investments, except for short-term investments and derivatives. The agency and mortgage-backed securities may include issues from government-sponsored enterprises; such issues are generally not backed by the full faith and credit of the U.S. government.

Financial Statements

Schedule of Investments

As of December 31, 2021

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The portfolio's Form N-PORT reports are available on the SEC's website at www.sec.gov.

	Shares	Market Value● (\$000)		Shares	Market Value● (\$000)
Common Stocks (66.3%)			Baxter International Inc.	147,201	12,636
Communication Services (7.4%)					364,070
* Alphabet Inc. Class A	56,621	164,033	Industrials (6.2%)		
* Meta Platforms Inc. Class A	309,867	104,224	Johnson Controls International plc	437,933	35,608
Electronic Arts Inc.	98,311	12,967	Raytheon Technologies Corp.	344,932	29,685
		281,224	Trane Technologies plc	135,545	27,384
Consumer Discretionary (7.7%)			Fortive Corp.	344,583	26,288
McDonald's Corp.	242,958	65,130	Deere & Co.	70,358	24,125
Home Depot Inc.	133,768	55,515	Illinois Tool Works Inc.	93,210	23,004
* Amazon.com Inc.	16,514	55,063	Northrop Grumman Corp.	44,435	17,200
TJX Cos. Inc.	504,643	38,312	Union Pacific Corp.	66,864	16,845
Starbucks Corp.	240,855	28,173	Schneider Electric SE	71,865	14,128
Dollar General Corp.	99,940	23,569	* Airbus SE	83,372	10,667
Lennar Corp. Class A	87,028	10,109	Parker-Hannifin Corp.	32,958	10,485
* Coupang Inc.	294,543	8,654			235,419
DR Horton Inc.	61,933	6,717	Information Technology (15.4%)		
		291,242	Microsoft Corp.	604,215	203,210
Consumer Staples (4.4%)			Apple Inc.	536,104	95,196
Procter & Gamble Co.	361,948	59,207	Texas Instruments Inc.	250,952	47,297
Sysco Corp.	532,462	41,825	Accenture plc Class A	77,747	32,230
Nestle SA (Registered)	228,596	31,916	Taiwan Semiconductor Manufacturing Co. Ltd. ADR	245,360	29,519
Coca-Cola Co.	407,879	24,151	Marvell Technology Inc.	280,098	24,506
Diageo plc	165,428	9,045	* Workday Inc. Class A	86,743	23,696
		166,144	* salesforce.com Inc.	91,111	23,154
Energy (2.1%)			Global Payments Inc.	156,485	21,154
TotalEnergies SE	956,446	48,683	Cisco Systems Inc.	267,538	16,954
Royal Dutch Shell plc Class A (XLON)	1,338,016	29,269	Mastercard Inc. Class A	41,385	14,870
Royal Dutch Shell plc Class A	77,515	1,699	Visa Inc. Class A	67,806	14,694
		79,651	Lam Research Corp.	17,701	12,730
Financials (10.0%)			KLA Corp.	28,528	12,270
Charles Schwab Corp.	1,131,488	95,158	Fidelity National Information Services Inc.	98,457	10,747
JPMorgan Chase & Co.	401,153	63,523			582,227
Progressive Corp.	367,174	37,690	Real Estate (1.4%)		
BlackRock Inc.	40,384	36,974	American Tower Corp.	86,801	25,389
Bank of America Corp.	802,354	35,697	Prologis Inc.	109,817	18,489
Blackstone Inc.	213,632	27,642	VICI Properties Inc.	259,482	7,813
American Express Co.	167,160	27,347			51,691
S&P Global Inc.	53,181	25,098	Utilities (2.1%)		
Morgan Stanley	198,313	19,466	Exelon Corp.	767,437	44,327
Goldman Sachs Group Inc.	19,448	7,440	Duke Energy Corp.	327,355	34,340
Prudential plc (XLON)	257,179	4,447			78,667
		380,482	Total Common Stocks (Cost \$1,571,924)		2,510,817
Health Care (9.6%)					
Pfizer Inc.	1,020,352	60,252			
UnitedHealth Group Inc.	114,474	57,482			
HCA Healthcare Inc.	184,673	47,446			
Anthem Inc.	75,042	34,785			
Novartis AG (Registered)	371,067	32,606			
Becton Dickinson and Co.	112,630	28,324			
Humana Inc.	56,540	26,226			
AstraZeneca plc ADR	443,622	25,841			
Danaher Corp.	69,207	22,770			
Abbott Laboratories	111,567	15,702			

Balanced Portfolio

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
U.S. Government and Agency Obligations (8.0%)				
U.S. Government Securities (7.8%)				
¹ United States Treasury Note/Bond	0.125%	4/30/23	410	408
United States Treasury Note/Bond	0.125%	5/15/23	355	353
United States Treasury Note/Bond	2.625%	6/30/23	6,650	6,852
United States Treasury Note/Bond	0.125%	7/31/23	2,600	2,579
United States Treasury Note/Bond	0.125%	8/31/23	5,700	5,649
United States Treasury Note/Bond	0.250%	9/30/23	1,500	1,490
United States Treasury Note/Bond	0.375%	10/31/23	4,500	4,475
United States Treasury Note/Bond	2.875%	10/31/23	5,600	5,821
United States Treasury Note/Bond	2.625%	12/31/23	6,400	6,638
United States Treasury Note/Bond	0.125%	1/15/24	3,530	3,485
United States Treasury Note/Bond	0.125%	2/15/24	7,690	7,590
United States Treasury Note/Bond	0.250%	3/15/24	6,750	6,670
United States Treasury Note/Bond	0.375%	4/15/24	1,000	990
United States Treasury Note/Bond	0.250%	5/15/24	5,050	4,981
United States Treasury Note/Bond	0.250%	6/15/24	270	266
United States Treasury Note/Bond	1.750%	6/30/24	9,085	9,282
United States Treasury Note/Bond	0.375%	8/15/24	16,500	16,281
United States Treasury Note/Bond	0.375%	9/15/24	3,100	3,056
¹ United States Treasury Note/Bond	0.625%	10/15/24	26,675	26,458
United States Treasury Note/Bond	1.500%	10/31/24	3,350	3,402
United States Treasury Note/Bond	0.750%	11/15/24	750	746
United States Treasury Note/Bond	1.000%	12/15/24	5,350	5,355
United States Treasury Note/Bond	1.125%	2/28/25	6,395	6,417
United States Treasury Note/Bond	0.250%	5/31/25	5,985	5,820
United States Treasury Note/Bond	0.250%	7/31/25	5,655	5,485
United States Treasury Note/Bond	0.250%	8/31/25	4,800	4,649
United States Treasury Note/Bond	0.250%	10/31/25	22,365	21,614
United States Treasury Note/Bond	0.375%	12/31/25	890	863
United States Treasury Note/Bond	0.375%	1/31/26	12,825	12,408
United States Treasury Note/Bond	0.500%	2/28/26	2,100	2,040
United States Treasury Note/Bond	0.750%	3/31/26	1,360	1,334
United States Treasury Note/Bond	0.750%	5/31/26	2,625	2,571
United States Treasury Note/Bond	0.875%	6/30/26	1,900	1,870
United States Treasury Note/Bond	0.750%	8/31/26	5,100	4,985
United States Treasury Note/Bond	0.875%	9/30/26	5,385	5,289

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
United States Treasury Note/Bond	1.125%	10/31/26	12,140	12,060
United States Treasury Note/Bond	1.250%	11/30/26	1,500	1,499
United States Treasury Note/Bond	1.250%	8/15/31	880	860
United States Treasury Note/Bond	1.375%	11/15/31	6,735	6,647
United States Treasury Note/Bond	1.750%	8/15/41	21,645	20,938
United States Treasury Note/Bond	2.000%	11/15/41	38,220	38,584
United States Treasury Note/Bond	1.875%	2/15/51	65	64
United States Treasury Note/Bond	2.000%	8/15/51	6,365	6,488
United States Treasury Note/Bond	1.875%	11/15/51	9,830	9,752
				295,064
Conventional Mortgage-Backed Securities (0.1%)				
^{2,3} Fannie Mae Pool	1.770%	1/1/36	554	539
^{2,3} Fannie Mae Pool	3.070%	2/1/25	500	523
^{2,3} Freddie Mac Gold Pool	4.000%	9/1/41	2	2
² Ginnie Mae I Pool	7.000%	11/15/31 - 11/15/33	39	44
² Ginnie Mae I Pool	8.000%	9/15/30	33	39
^{2,3} UMBS Pool	2.500%	4/1/37 - 4/1/38	855	878
				2,025
Nonconventional Mortgage-Backed Securities (0.1%)				
^{2,3} Fannie Mae REMICS	1.500%	8/25/41 - 6/25/42	407	407
^{2,3} Fannie Mae REMICS	1.700%	6/25/43	72	72
^{2,3} Fannie Mae REMICS	2.000%	6/25/44	46	46
^{2,3} Fannie Mae REMICS	3.000%	2/25/49 - 9/25/57	730	756
^{2,3} Fannie Mae REMICS	3.500%	4/25/31 - 11/25/57	2,523	2,663
^{2,3} Fannie Mae REMICS	4.000%	5/25/31 - 7/25/53	278	292
^{2,3} Freddie Mac REMICS	3.500%	3/15/31	67	71
^{2,3} Freddie Mac REMICS	4.000%	12/15/30 - 4/15/31	1,263	1,335
² Ginnie Mae	1.700%	10/20/45	91	92
² Ginnie Mae	1.800%	5/20/41	18	18
				5,752
Total U.S. Government and Agency Obligations (Cost \$304,564)				302,841
Asset-Backed/Commercial Mortgage-Backed Securities (1.4%)				
^{2,4} Aaset Trust Class A Series 2019-1	3.844%	5/15/39	335	300
^{2,4} Affirm Asset Securitization Trust Class A Series 2021-B	1.030%	8/17/26	510	506
^{2,4} Affirm Asset Securitization Trust Class A Series 2021-Z1	1.070%	8/15/25	415	414
^{2,4} Affirm Asset Securitization Trust Class A Series 2021-Z2	1.170%	11/16/26	585	584
^{2,4} Aligned Data Centers Issuer LLC Class A2 Series 2021-1A	1.937%	8/15/46	1,260	1,241
^{2,4} American Tower Trust #1 Class 2A Series 13	3.070%	3/15/48	1,100	1,098
^{2,4,5} Angel Oak Mortgage Trust Class A1 Series 2019-5	2.593%	10/25/49	148	148
^{2,4,5} Angel Oak Mortgage Trust Class A1 Series 2019-6	2.620%	11/25/59	299	300
^{2,4,5} Angel Oak Mortgage Trust Class A1 Series 2021-6	1.458%	9/25/66	897	888
^{2,4,5} Angel Oak Mortgage Trust I LLC Class A1 Series 2019-2	3.628%	3/25/49	45	45
^{2,4,5} Angel Oak Mortgage Trust I LLC Class A1 Series 2019-4	2.993%	7/26/49	157	158

Balanced Portfolio

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)			Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
2,4,5	Atlas Senior Loan Fund X Ltd. Class A Series 2018-10A, 3M USD LIBOR + 1.090%	1.216%	1/15/31	246	245	2,4	Enterprise Fleet Financing LLC Class A2 Series 2018-3	3.380%	5/20/24	1	1
2,4,5	Bain Capital Credit CLO Ltd. Class A Series 2021-3A, 3M USD LIBOR + 1.160%	1.346%	7/24/34	420	420	2,4	Enterprise Fleet Financing LLC Class A2 Series 2019-1	2.980%	10/20/24	81	82
2,4,5	Barings CLO Ltd. Class B Series 2020-4A, 3M USD LIBOR + 1.180%	1.299%	1/20/35	1,240	1,242	2,4	Enterprise Fleet Financing LLC Class A2 Series 2019-2	2.290%	2/20/25	338	338
2,4,5	Barings CLO Ltd. Class B Series 2020-4A, 3M USD LIBOR + 1.550%	1.684%	1/20/32	340	339	2,4	Enterprise Fleet Financing LLC Class A2 Series 2019-3	2.060%	5/20/25	262	264
2,4,5	Battalion CLO XX Ltd. Class B Series 2021-20A, 3M USD LIBOR + 1.750%	1.888%	7/15/34	535	535	2,3,5	Fannie Mae Connecticut Avenue Securities Class 2M2 Series 2016-C03, 1M USD LIBOR + 5.900%	6.003%	10/25/28	157	166
2,4,5	BlueMountain CLO XXXI Ltd. Class A1 Series 2021-31A, 3M USD LIBOR + 1.150%	1.274%	4/19/34	1,000	998	2,3	FHLMC Multifamily Structured Pass Through Certificates Class A2 Series K-1521	2.184%	8/25/36	495	495
2,4,5	BlueMountain CLO XXXII Ltd. Class A Series 2021-32A, 3M USD LIBOR + 1.170%	1.253%	10/15/34	595	594	2,4	FirstKey Homes Trust Class A Series 2021-SFR1	1.538%	8/17/38	1,883	1,840
2,4,5	Bristol Park CLO LTD Class BR, Series 2016-1A, 3M USD LIBOR + 1.450%	1.576%	4/15/29	278	277	2,3	Freddie Mac Multifamily Structured Pass Through Certificates Class A3 Series K-1512	3.059%	4/25/34	300	328
2,4,5	BX Commercial Mortgage Trust Class A Series 2021-VOLT, 1M USD LIBOR + 0.700%	0.810%	9/15/36	870	867	2,3	Freddie Mac Multifamily Structured Pass Through Certificates Class A3 Series K-1513	2.797%	8/25/34	300	320
2,4,5	BX Trust Class A Series 2021-ARIA, 1M USD LIBOR + 0.8991%	1.009%	10/15/36	425	424	2,4	Home Partners of America Trust Class A Series 2021-2	1.901%	12/17/26	1,072	1,060
2,4,5	BXHPP Trust Class A Series 2021-FILM, 1M USD LIBOR + 0.650%	0.760%	8/15/36	440	436	2,4	Horizon Aircraft Finance II Ltd. Class A Series 2019-1	3.721%	7/15/39	293	288
2,4,5	BXHPP Trust Class B Series 2021-FILM, 1M USD LIBOR + 0.900%	1.010%	8/15/36	95	94	2,4	Horizon Aircraft Finance III Ltd. Class A Series 2019-2	3.425%	11/15/39	300	293
2,4	Castlelake Aircraft Structured Trust Class A Series 2019-1A	3.967%	4/15/39	635	626	2,4,5	Life Mortgage Trust Class A Series 2021-BMR, 1M USD LIBOR + 0.700%	0.810%	3/15/38	295	293
2,4	CF Hippolyta LLC Class A1 Series 2021-A1	1.530%	3/15/61	721	710	2,4	MACH 1 Cayman Ltd. Class A Series 2019-1	3.474%	10/15/39	303	297
2,4	Chesapeake Funding II LLC Class A1 Series 2018-3A	3.390%	1/15/31	236	239	2,4,5	Madison Park Funding XI Ltd. Class BR2 Series 2013-11A, 3M USD LIBOR + 1.450%	1.574%	7/23/29	350	349
2,4,5	CIFC Funding 2021-III Ltd. Class B Series 2021-3A, 3M USD LIBOR + 1.700%	1.824%	7/15/36	400	399	2,4,5	Madison Park Funding XIII Ltd. Class AR2 Series 2014-13A, 3M USD LIBOR + 0.950%	1.074%	4/19/30	915	914
2,4,5	CIFC Funding Ltd. Class A Series 2018-1A, 3M USD LIBOR + 1.000%	1.122%	4/18/31	500	500	2,4,5	Magnetite VII Ltd. Class A1R2 Series 2012-7A, 3M USD LIBOR + 0.800%	0.926%	1/15/28	1,569	1,567
2,4,5	Cloud Pass-Through Trust Class CLOU Series 2019-1A	3.554%	12/5/22	11	11	2,4	MAPS Ltd. Class A Series 2019-1A	4.458%	3/15/44	188	185
2,4,5	COLT Mortgage Loan Trust Class A1 Series 2020-1	2.488%	2/25/50	123	123	2,4,5	Master Credit Card Trust II Class A Series 2018-1A, 1M USD LIBOR + 0.490%	0.593%	7/21/24	700	702
2,4,5,6	Columbia Cent CLO 27 Ltd. Class AR Series 2018-27A, 3M USD LIBOR + 1.190%	1.442%	1/25/35	535	535	2,4	Mercury Financial Credit Card Master Trust Class A Series 2021-1A	1.540%	3/20/26	1,005	1,006
2,4,5	Columbia Cent CLO 30 Ltd. Class B Series 2020-30A, 3M USD LIBOR + 1.750%	1.884%	1/20/34	450	450	2,4	New Economy Assets Phase 1 Sponsor LLC Class A1 Series 2021-1	1.910%	10/20/61	2,875	2,819
2,4,5	Columbia Cent CLO 31 Ltd. Class B Series 2021-31A, 3M USD LIBOR + 1.550%	1.684%	4/20/34	570	564	2,4	New Economy Assets Phase 1 Sponsor LLC Class B1 Series 2021-1	2.410%	10/20/61	300	301
2	COMM Mortgage Trust Class A4 Series 2012-CR2	3.147%	8/15/45	480	481	2,4,5	Oaktree CLO Ltd. Class A1 Series 2021-1A, 3M USD LIBOR + 1.160%	1.284%	7/15/34	1,100	1,101
2,4	DB Master Finance LLC Class A2II Series 2019-1A	4.021%	5/20/49	396	411	2,4,5	Octagon 54 Ltd. Class A1 Series 2021-1A, 3M USD LIBOR + 1.120%	1.253%	7/15/34	1,100	1,098
2,4	Domino's Pizza Master Issuer LLC Class A2I Series 2021-1A	2.662%	4/25/51	995	999	2,4,5	Octagon Investment Partners 51 Ltd. Class A Series 2021-1A, 3M USD LIBOR + 1.150%	1.282%	7/20/34	1,000	1,000
2,4	Domino's Pizza Master Issuer LLC Class A2II Series 2021-1A	3.151%	4/25/51	891	910	2,4,5	OHA Credit Funding 3 Ltd. Class AR Series 2019-3A, 3M USD LIBOR + 1.140%	1.272%	7/2/35	1,480	1,478
2,4,5	Dryden 87 CLO Ltd. Class A1 Series 2021-87A, 3M USD LIBOR + 1.100%	1.260%	5/20/34	1,090	1,089	2,4	OneMain Direct Auto Receivables Trust Class A Series 2018-1A	3.430%	12/16/24	33	33

Balanced Portfolio

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
2.4	OneMain Direct Auto Receivables Trust Class A Series 2021-1A	0.870%	7/14/28	875	864
2.4	OneMain Financial Issuance Trust Class A Series 2019-1A	3.480%	2/14/31	209	210
2.4,5	Regatta VI Funding Ltd. Class AR2 Series 2016-1A, 3M USD LIBOR + 1.160%	1.294%	4/20/34	700	699
2.4,5	RR 16 Ltd. Class A1 Series 2021-16A, 3M USD LIBOR + 1.110%	1.234%	7/15/36	775	774
2.4,5	RR 16 Ltd. Class A2 Series 2021-16A, 3M USD LIBOR + 1.650%	1.774%	7/15/36	755	757
2.4,5	RR 18 Ltd. Class A2 Series 2021-18A, 3M USD LIBOR + 1.600%	1.684%	10/15/34	625	624
2.4	Santander Retail Auto Lease Trust Class A3 Series 2019-B	2.300%	1/20/23	85	85
2.3	Seasoned Credit Risk Transfer Trust Class MA Series 2019-3	3.500%	10/25/58	947	978
2.4,5	SFAVE Commercial Mortgage Securities Trust Class A2B Series 2015-5AVE	4.144%	1/5/43	700	739
2.4,5	Shackleton 2021-XVI Clo Ltd. Class A Series 2021-16A, 3M USD LIBOR + 1.210%	1.334%	10/20/34	725	725
2.4	SoFi Consumer Loan Program Trust Class A Series 2020-1	2.020%	1/25/29	75	76
2.4	SoFi Professional Loan Program Trust Class AFX Series 2021-B	1.140%	2/15/47	578	568
2.4,5	Sound Point CLO XXXI Ltd. Class B Series 2021-3A, 3M USD LIBOR + 1.650%	1.781%	10/25/34	315	313
2.4	START Ireland Class A Series 2019-1	4.089%	3/15/44	342	340
2.4,5	Symphony CLO XIV Ltd. Class AR Series 2014-14A, 3M USD LIBOR + 0.950%	1.077%	7/14/26	382	382
2.4	Taco Bell Funding LLC Class A2I Series 2021-1A	1.946%	8/25/51	1,145	1,122
2.4	Taco Bell Funding LLC Class A2II Series 2021-1A	2.294%	8/25/51	1,050	1,038
2.4,5	Taconic Park CLO Ltd. Class A2R Series 2016-1A, 3M USD LIBOR + 1.450%	1.584%	1/20/29	350	349
2.4,5	Towd Point Mortgage Trust Class A1 Series 2016-3	2.250%	4/25/56	2	2
2.4	Vantage Data Centers Issuer LLC Class A2 Series 2019-1A	3.188%	7/15/44	317	323
2.4	Vantage Data Centers Issuer LLC Class A2 Series 2021-1A	2.165%	10/15/46	1,405	1,386
2.4	Vantage Data Centers LLC Class A2 Series 2020-1A	1.645%	9/15/45	855	830
2.4,5	Venture 43 CLO Ltd. Class A1 Series 2021-43A, 3M USD LIBOR + 1.240%	1.364%	4/15/34	355	354
2.4,5	Voya CLO Ltd. Class A Series 2021-2A, 3M USD LIBOR + 1.150%	1.277%	10/20/34	1,100	1,100
2.4,5	Voya CLO Ltd. Class AAR2 Series 2014-1A, 3M USD LIBOR + 0.990%	1.112%	4/18/31	511	511
2.4,5	Wellfleet CLO X LTD Class A2R Series 2019-XA, 3M USD LIBOR + 1.750%	1.882%	7/20/32	550	548
Total Asset-Backed/Commercial Mortgage-Backed Securities (Cost \$54,789)					54,515

Corporate Bonds (20.8%)

Communications (1.6%)

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
America Movil SAB de CV	3.625%	4/22/29	780	844
America Movil SAB de CV	6.125%	3/30/40	390	540
AT&T Inc.	2.750%	6/1/31	1,305	1,331
AT&T Inc.	4.900%	6/15/42	457	549
AT&T Inc.	4.300%	12/15/42	205	231
AT&T Inc.	3.650%	6/1/51	248	257
AT&T Inc.	3.500%	9/15/53	895	905
AT&T Inc.	3.850%	6/1/60	747	780
AT&T Inc.	3.500%	2/1/61	550	543
4 British Telecommunications plc	3.250%	11/8/29	505	517
Charter Communications Operating LLC / Charter Communications Operating Capital	2.800%	4/1/31	215	213
Charter Communications Operating LLC / Charter Communications Operating Capital	2.300%	2/1/32	215	204
Charter Communications Operating LLC / Charter Communications Operating Capital	3.500%	3/1/42	705	684
Charter Communications Operating LLC / Charter Communications Operating Capital	5.375%	5/1/47	110	131
Charter Communications Operating LLC / Charter Communications Operating Capital	5.125%	7/1/49	94	109
Charter Communications Operating LLC / Charter Communications Operating Capital	4.800%	3/1/50	127	142
Charter Communications Operating LLC / Charter Communications Operating Capital	3.700%	4/1/51	530	512
Charter Communications Operating LLC / Charter Communications Operating Capital	3.850%	4/1/61	505	476
Charter Communications Operating Capital	4.400%	12/1/61	415	429
Comcast Corp.	3.375%	2/15/25	70	74
Comcast Corp.	4.250%	1/15/33	1,032	1,209
Comcast Corp.	4.200%	8/15/34	730	859
Comcast Corp.	5.650%	6/15/35	110	146
Comcast Corp.	4.400%	8/15/35	877	1,043
Comcast Corp.	6.500%	11/15/35	24	34
Comcast Corp.	3.969%	11/1/47	252	289
Comcast Corp.	4.000%	3/1/48	345	397
Comcast Corp.	3.999%	11/1/49	602	698
4 Comcast Corp.	2.887%	11/1/51	1,520	1,471
Comcast Corp.	2.450%	8/15/52	1,380	1,236
Comcast Corp.	4.049%	11/1/52	617	725
Comcast Corp.	2.937%	11/1/56	5,264	5,014
Comcast Corp.	2.650%	8/15/62	615	546
4 Comcast Corp.	2.987%	11/1/63	2,321	2,206
4 Cox Communications Inc.	3.150%	8/15/24	63	66
4 Cox Communications Inc.	2.600%	6/15/31	385	385
4 Cox Communications Inc.	4.800%	2/1/35	1,540	1,815
4 Deutsche Telekom International Finance BV	3.600%	1/19/27	300	322
4 Deutsche Telekom International Finance BV	4.375%	6/21/28	671	751
Discovery Communications LLC	3.950%	3/20/28	430	467
Discovery Communications LLC	4.125%	5/15/29	125	138

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Balanced Portfolio

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
Energy (1.2%)						AerCap Ireland Capital DAC / AerCap Global Aviation Trust			
BP Capital Markets America Inc.	1.749%	8/10/30	345	332		3.400%	10/29/33	175	178
BP Capital Markets America Inc.	2.772%	11/10/50	470	442		AerCap Ireland Capital DAC / AerCap Global Aviation Trust	3.850%	10/29/41	210
BP Capital Markets America Inc.	2.939%	6/4/51	925	894	4	AIA Group Ltd.	3.600%	4/9/29	1,475
BP Capital Markets America Inc.	3.001%	3/17/52	1,530	1,500	4	AIA Group Ltd.	3.375%	4/7/30	370
BP Capital Markets America Inc.	3.379%	2/8/61	370	382		American Express Credit Corp.	2.700%	3/3/22	1,505
BP Capital Markets plc	2.500%	11/6/22	500	508		American International Group Inc.	3.750%	7/10/25	275
BP Capital Markets plc	3.994%	9/26/23	420	442		American International Group Inc.	4.250%	3/15/29	1,040
BP Capital Markets plc	3.814%	2/10/24	1,700	1,794		American International Group Inc.	4.700%	7/10/35	75
BP Capital Markets plc	3.506%	3/17/25	1,280	1,364		American International Group Inc.	6.250%	5/1/36	245
Chevron Corp.	3.191%	6/24/23	525	542		American International Group Inc.	4.500%	7/16/44	875
ConocoPhillips Co.	4.950%	3/15/26	115	130		American International Group Inc.	4.800%	7/10/45	220
4 Coterra Energy Inc.	4.375%	6/1/24	927	982		American International Group Inc.	4.750%	4/1/48	495
4 Eastern Gas Transmission & Storage Inc.	3.000%	11/15/29	585	602		American International Group Inc.	4.375%	6/30/50	290
4 Eastern Gas Transmission & Storage Inc.	4.800%	11/1/43	125	153	4	Athene Global Funding	1.000%	4/16/24	685
4 Eastern Gas Transmission & Storage Inc.	4.600%	12/15/44	1,603	1,905	4	Australia & New Zealand Banking Group Ltd.	2.570%	11/25/35	685
Energy Transfer LP	5.250%	4/15/29	1,375	1,580		Banco Santander SA	3.125%	2/23/23	800
Energy Transfer LP	5.350%	5/15/45	90	104		Banco Santander SA	3.848%	4/12/23	400
Energy Transfer LP	5.300%	4/15/47	155	179		Banco Santander SA	1.849%	3/25/26	1,000
Energy Transfer LP	5.400%	10/1/47	20	24		Banco Santander SA	2.749%	12/3/30	400
Enterprise Products Operating LLC	5.100%	2/15/45	280	348		Banco Santander SA	2.958%	3/25/31	200
Enterprise Products Operating LLC	4.250%	2/15/48	730	832		Bank of America Corp.	4.000%	1/22/25	875
Enterprise Products Operating LLC	3.700%	1/31/51	170	179		Bank of America Corp.	3.559%	4/23/27	2,450
Enterprise Products Operating LLC	3.300%	2/15/53	750	748		Bank of America Corp.	3.593%	7/21/28	1,025
Equinor ASA	2.450%	1/17/23	382	389		Bank of America Corp.	3.419%	12/20/28	512
Equinor ASA	2.650%	1/15/24	360	371		Bank of America Corp.	4.271%	7/23/29	4,780
Equinor ASA	3.700%	3/1/24	640	676		Bank of America Corp.	3.974%	2/7/30	1,895
Equinor ASA	3.250%	11/10/24	655	691		Bank of America Corp.	3.194%	7/23/30	1,055
Equinor ASA	2.875%	4/6/25	140	146		Bank of America Corp.	2.496%	2/13/31	1,495
Equinor ASA	3.125%	4/6/30	2,350	2,525		Bank of America Corp.	2.687%	4/22/32	955
Equinor ASA	2.375%	5/22/30	335	341		Bank of America Corp.	2.572%	10/20/32	490
Exxon Mobil Corp.	2.726%	3/1/23	320	327		Bank of America Corp.	5.875%	2/7/42	260
Exxon Mobil Corp.	3.043%	3/1/26	225	238		Bank of America Corp.	3.311%	4/22/42	870
Exxon Mobil Corp.	2.275%	8/16/26	1,070	1,106		Bank of America Corp.	5.000%	1/21/44	1,000
Exxon Mobil Corp.	2.440%	8/16/29	735	754		Bank of America Corp.	4.330%	3/15/50	2,235
Exxon Mobil Corp.	2.610%	10/15/30	1,055	1,095		Bank of America Corp.	2.972%	7/21/52	1,225
Exxon Mobil Corp.	4.114%	3/1/46	320	374		Bank of Montreal	2.500%	1/11/22	1,700
4 Galaxy Pipeline Assets Bidco Ltd.	2.160%	3/31/34	1,450	1,423	4	Bank of New York Mellon Corp.	2.200%	8/16/23	460
4 Galaxy Pipeline Assets Bidco Ltd.	2.940%	9/30/40	1,125	1,120		Bank of New York Mellon Corp.	3.000%	2/24/25	720
4 Qatar Energy	2.250%	7/12/31	925	916	4	Bank of New York Mellon Corp., 3M USD LIBOR + 1.050%	1.179%	10/30/23	1,145
4 Qatar Energy	3.125%	7/12/41	675	683		Bank of Nova Scotia	2.700%	8/3/26	1,825
4 Saudi Arabian Oil Co.	3.500%	4/16/29	630	673	5	Banque Federative du Credit Mutuel SA	1.604%	10/4/26	1,000
4 Schlumberger Holdings Corp.	3.900%	5/17/28	807	873		Barclays plc	3.932%	5/7/25	1,565
4 Schlumberger Investment SA	2.400%	8/1/22	630	634		Barclays plc	2.667%	3/10/32	1,270
4 Schlumberger Investment SA	3.650%	12/1/23	1,120	1,170		Barclays plc	2.894%	11/24/32	1,300
Shell International Finance BV	4.125%	5/11/35	1,130	1,322		Barclays plc	3.330%	11/24/42	465
Shell International Finance BV	5.500%	3/25/40	345	468	4	Barclays plc, 3M USD LIBOR + 1.380%	1.535%	5/16/24	1,005
Shell International Finance BV	4.375%	5/11/45	2,500	3,046		Berkshire Hathaway Inc.	3.125%	3/15/26	715
Shell International Finance BV	3.000%	11/26/51	2,255	2,291	4	BNP Paribas SA	2.950%	5/23/22	200
Suncor Energy Inc.	5.950%	12/1/34	500	646		BNP Paribas SA	3.250%	3/3/23	190
Total Capital International SA	2.700%	1/25/23	885	904	4	BNP Paribas SA	3.800%	1/10/24	585
Total Capital International SA	3.750%	4/10/24	1,400	1,486	4	BNP Paribas SA	3.375%	1/9/25	1,775
TransCanada PipeLines Ltd.	4.875%	1/15/26	1,255	1,400	4	BNP Paribas SA	2.819%	11/19/25	1,335
TransCanada PipeLines Ltd.	4.100%	4/15/30	415	463	4	BNP Paribas SA	1.323%	1/13/27	585
				44,517	4	BNP Paribas SA	3.500%	11/16/27	2,050
Financials (8.2%)					4	BNP Paribas SA	2.159%	9/15/29	910
AerCap Ireland Capital DAC / AerCap Global Aviation Trust	3.000%	10/29/28	480	487	4	BNP Paribas SA			
AerCap Ireland Capital DAC / AerCap Global Aviation Trust	3.300%	1/30/32	345	352	4	BNP Paribas SA			

Balanced Portfolio

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)			Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)	
4	BNP Paribas SA	2.871%	4/19/32	845	856			Goldman Sachs Group Inc.	3.625%	1/22/23	1,980	2,038
4	BPCE SA	5.700%	10/22/23	270	290			Goldman Sachs Group Inc.	3.272%	9/29/25	1,205	1,264
	BPCE SA	4.000%	4/15/24	775	825			Goldman Sachs Group Inc.	3.500%	11/16/26	2,000	2,133
4	BPCE SA	5.150%	7/21/24	1,260	1,364			Goldman Sachs Group Inc.	3.850%	1/26/27	740	797
4	BPCE SA	3.500%	10/23/27	1,780	1,883			Goldman Sachs Group Inc.	1.431%	3/9/27	2,190	2,145
4	BPCE SA	2.700%	10/1/29	1,450	1,489			Goldman Sachs Group Inc.	1.542%	9/10/27	1,165	1,142
4	Brighthouse Financial Global Funding	1.000%	4/12/24	65	65			Goldman Sachs Group Inc.	3.691%	6/5/28	810	874
4	Brighthouse Financial Global Funding	1.550%	5/24/26	525	518			Goldman Sachs Group Inc.	3.814%	4/23/29	3,065	3,336
4	Brighthouse Financial Global Funding	2.000%	6/28/28	520	512			Goldman Sachs Group Inc.	4.223%	5/1/29	2,630	2,923
4	Canadian Imperial Bank of Commerce	1.150%	7/8/26	1,005	992			Goldman Sachs Group Inc.	2.615%	4/22/32	1,130	1,136
5	Canadian Imperial Bank of Commerce, 3M USD LIBOR + 0.720%	0.931%	6/16/22	1,565	1,569	4		Goldman Sachs Group Inc.	2.383%	7/21/32	1,040	1,024
	Capital One Financial Corp.	3.750%	4/24/24	1,305	1,376			Goldman Sachs Group Inc.	2.650%	10/21/32	625	629
	Capital One Financial Corp.	3.200%	2/5/25	760	798			Goldman Sachs Group Inc.	6.750%	10/1/37	835	1,184
	Charles Schwab Corp.	0.750%	3/18/24	1,350	1,344			Guardian Life Global Funding	1.250%	5/13/26	205	202
	Charles Schwab Corp.	3.200%	3/2/27	545	583			HSBC Holdings plc	3.600%	5/25/23	1,600	1,660
	Charles Schwab Corp.	2.000%	3/20/28	1,100	1,113			HSBC Holdings plc	0.976%	5/24/25	300	296
	Chubb INA Holdings Inc.	3.350%	5/15/24	555	586			HSBC Holdings plc	1.589%	5/24/27	805	787
	Chubb INA Holdings Inc.	4.350%	11/3/45	800	994			HSBC Holdings plc	2.251%	11/22/27	1,440	1,445
	Citigroup Inc.	4.500%	1/14/22	1,975	1,977			HSBC Holdings plc	4.041%	3/13/28	890	962
	Citigroup Inc.	0.981%	5/1/25	1,190	1,181			HSBC Holdings plc	4.583%	6/19/29	1,675	1,877
	Citigroup Inc.	1.462%	6/9/27	1,325	1,301			HSBC Holdings plc	2.206%	8/17/29	1,440	1,413
	Citigroup Inc.	3.520%	10/27/28	1,975	2,118			HSBC Holdings plc	2.357%	8/18/31	1,625	1,588
	Citigroup Inc.	6.625%	6/15/32	2,000	2,652	5		HSBC Holdings plc	2.804%	5/24/32	1,555	1,563
	Citigroup Inc.	2.520%	11/3/32	745	745			HSBC Holdings plc	2.871%	11/22/32	2,125	2,144
	Citigroup Inc.	3.878%	1/24/39	1,025	1,163			HSBC Holdings plc	6.500%	5/2/36	1,000	1,360
	Citigroup Inc.	2.904%	11/3/42	560	553			HSBC Holdings plc	6.100%	1/14/42	375	537
	Comerica Bank	2.500%	7/23/24	790	816			HSBC Holdings plc	5.250%	3/14/44	440	573
4	Commonwealth Bank of Australia	2.688%	3/11/31	2,285	2,248			HSBC Holdings plc, 3M USD LIBOR + 1.000%	1.160%	5/18/24	730	737
4	Cooperatieve Rabobank UA	1.106%	2/24/27	1,365	1,326			HSBC USA Inc.	3.500%	6/23/24	620	653
4	Credit Agricole SA	3.750%	4/24/23	1,160	1,203			ING Groep NV	3.150%	3/29/22	365	367
4	Credit Agricole SA	3.250%	10/4/24	2,390	2,510	4		ING Groep NV	3.950%	3/29/27	2,695	2,954
4	Credit Suisse AG	3.625%	9/9/24	250	265	4		ING Groep NV	1.726%	4/1/27	500	497
4	Credit Suisse Group AG	3.574%	1/9/23	550	550			Intercontinental Exchange Inc.	2.650%	9/15/40	170	165
4	Credit Suisse Group AG	4.207%	6/12/24	340	354			Intercontinental Exchange Inc.	3.000%	6/15/50	930	940
4	Credit Suisse Group AG	3.750%	3/26/25	3,470	3,686			Intercontinental Exchange Inc.	3.000%	9/15/60	850	840
4	Credit Suisse Group AG	2.593%	9/11/25	520	531			JAB Holdings BV	2.200%	11/23/30	290	284
4	Credit Suisse Group AG	3.869%	1/12/29	305	326			JAB Holdings BV	3.750%	5/28/51	500	548
4	Credit Suisse Group AG	3.091%	5/14/32	1,195	1,215			JPMorgan Chase & Co.	3.375%	5/1/23	490	506
4,5	Credit Suisse Group AG, 3M USD LIBOR + 1.240%	1.441%	6/12/24	690	698			JPMorgan Chase & Co.	3.875%	2/1/24	800	847
	Credit Suisse Group Funding Guernsey Ltd.	3.800%	9/15/22	1,335	1,364			JPMorgan Chase & Co.	3.900%	7/15/25	2,270	2,456
4	Danske Bank A/S	5.000%	1/12/22	610	611			JPMorgan Chase & Co.	4.125%	12/15/26	765	844
4	Danske Bank A/S	3.875%	9/12/23	1,220	1,271			JPMorgan Chase & Co.	4.250%	10/1/27	2,295	2,570
4	Danske Bank A/S	5.375%	1/12/24	795	856			JPMorgan Chase & Co.	2.069%	6/1/29	740	734
4	Danske Bank A/S	1.621%	9/11/26	855	844	4		JPMorgan Chase & Co.	4.452%	12/5/29	2,100	2,383
4	Danske Bank A/S	1.549%	9/10/27	1,605	1,567	4		JPMorgan Chase & Co.	3.702%	5/6/30	2,525	2,754
4	DNB Bank ASA	1.535%	5/25/27	960	946			JPMorgan Chase & Co.	3.109%	4/22/41	835	865
4	DNB Bank ASA	1.605%	3/30/28	1,330	1,300	4		JPMorgan Chase & Co.	5.400%	1/6/42	750	1,020
4	DNB Boligkreditt A/S	2.500%	3/28/22	1,315	1,322			JPMorgan Chase & Co.	3.157%	4/22/42	560	583
4	Equitable Financial Life Global Funding	1.400%	7/7/25	370	366			JPMorgan Chase & Co.	3.964%	11/15/48	6,150	7,200
4	Equitable Financial Life Global Funding	1.300%	7/12/26	825	806			JPMorgan Chase & Co.	3.109%	4/22/51	845	872
4	Equitable Financial Life Global Funding	1.400%	8/27/27	535	520	4		Liberty Mutual Group Inc.	4.250%	6/15/23	80	84
4	Equitable Financial Life Global Funding	1.800%	3/8/28	870	856	4		Liberty Mutual Group Inc.	4.569%	2/1/29	280	322
	Fifth Third Bancorp	2.550%	5/5/27	425	439			Loews Corp.	2.625%	5/15/23	440	449
	Fifth Third Bank NA	3.850%	3/15/26	830	896	4		LSEGA Financing plc	1.375%	4/6/26	1,555	1,523
4	Five Corners Funding Trust	4.419%	11/15/23	210	223			LSEGA Financing plc	2.000%	4/6/28	630	621
4	GA Global Funding Trust	1.000%	4/8/24	750	744			LSEGA Financing plc	2.500%	4/6/31	1,110	1,116
	Goldman Sachs Group Inc.	5.750%	1/24/22	360	361	4		Macquarie Group Ltd.	4.150%	3/27/24	1,375	1,425
								Macquarie Group Ltd.	1.935%	4/14/28	1,245	1,223
								Macquarie Group Ltd.	2.871%	1/14/33	1,740	1,734
								Manufacturers & Traders Trust Co.	2.900%	2/6/25	685	716
								Marsh & McLennan Cos. Inc.	4.375%	3/15/29	675	771
								Marsh & McLennan Cos. Inc.	4.900%	3/15/49	305	411
						4		Marsh & McLennan Cos. Inc.	2.900%	12/15/51	560	560
								Massachusetts Mutual Life Insurance Co.	7.625%	11/15/23	1,500	1,633
						4		Massachusetts Mutual Life Insurance Co.	3.200%	12/1/61	590	584

Balanced Portfolio

				Face Amount (\$000)	Market Value* (\$000)					Face Amount (\$000)	Market Value* (\$000)
	Coupon	Maturity Date					Coupon	Maturity Date			
	MetLife Inc.	3.600%	4/10/24	580	613	4	Temasek Financial I Ltd.	2.375%	8/2/41	1,345	1,315
	MetLife Inc.	4.125%	8/13/42	145	172	4	Temasek Financial I Ltd.	2.250%	4/6/51	1,150	1,080
	MetLife Inc.	4.875%	11/13/43	530	691	4	Temasek Financial I Ltd.	2.500%	10/6/70	670	625
4	Metropolitan Life Global Funding I	2.650%	4/8/22	340	342	4	Toronto-Dominion Bank	2.500%	1/18/23	2,100	2,102
4	Metropolitan Life Global Funding I	3.450%	12/18/26	640	691		Truist Bank	3.300%	5/15/26	340	362
4	Metropolitan Life Global Funding I	3.000%	9/19/27	1,165	1,239		Truist Financial Corp.	2.750%	4/1/22	1,700	1,706
	Mitsubishi UFJ Financial Group Inc.	2.623%	7/18/22	1,940	1,962		Truist Financial Corp.	3.700%	6/5/25	1,385	1,489
	Morgan Stanley	2.750%	5/19/22	1,710	1,725	4	Truist Financial Corp.	1.950%	6/5/30	795	785
	Morgan Stanley	3.700%	10/23/24	750	799	4	UBS AG	1.250%	6/1/26	985	965
	Morgan Stanley	2.720%	7/22/25	1,750	1,804	4	UBS Group AG	2.650%	2/1/22	1,250	1,252
	Morgan Stanley	3.125%	7/27/26	1,345	1,426	4	UBS Group AG	1.494%	8/10/27	1,160	1,132
	Morgan Stanley	6.250%	8/9/26	3,000	3,581	4	UBS Group AG	3.126%	8/13/30	555	581
	Morgan Stanley	3.625%	1/20/27	1,250	1,356	4	UBS Group AG	2.095%	2/11/32	720	697
	Morgan Stanley	3.772%	1/24/29	3,910	4,257	4	UniCredit SpA	1.982%	6/3/27	1,015	988
	Morgan Stanley	2.699%	1/22/31	1,105	1,132	4	UniCredit SpA	3.127%	6/3/32	1,200	1,185
	Morgan Stanley	2.239%	7/21/32	1,805	1,768		US Bancorp	3.700%	1/30/24	1,560	1,646
	Morgan Stanley	2.511%	10/20/32	490	490		US Bancorp	2.491%	11/3/36	1,860	1,855
	Morgan Stanley	2.484%	9/16/36	1,220	1,174		Wachovia Corp.	7.500%	4/15/35	1,000	1,457
	Morgan Stanley	4.300%	1/27/45	850	1,045		Wells Fargo & Co.	3.500%	3/8/22	107	108
	Nasdaq Inc.	3.250%	4/28/50	150	153		Wells Fargo & Co.	3.450%	2/13/23	735	756
4	National Australia Bank Ltd.	2.332%	8/21/30	2,140	2,048		Wells Fargo & Co.	4.480%	1/16/24	1,199	1,277
4	National Australia Bank Ltd.	2.990%	5/21/31	2,227	2,234		Wells Fargo & Co.	3.750%	1/24/24	1,560	1,639
4	Nationwide Building Society	3.622%	4/26/23	680	686		Wells Fargo & Co.	3.000%	2/19/25	890	930
4	Nationwide Financial Services Inc.	3.900%	11/30/49	1,430	1,672		Wells Fargo & Co.	0.805%	5/19/25	430	425
4	Nationwide Mutual Insurance Co.	4.350%	4/30/50	1,520	1,748		Wells Fargo & Co.	3.550%	9/29/25	860	918
	NatWest Group plc	1.642%	6/14/27	870	857		Wells Fargo & Co.	3.000%	4/22/26	1,045	1,098
4	NatWest Markets plc	0.800%	8/12/24	670	659		Wells Fargo & Co.	4.100%	6/3/26	340	371
4	NBK SPC Ltd.	2.750%	5/30/22	1,530	1,541		Wells Fargo & Co.	3.000%	10/23/26	170	179
4	NBK SPC Ltd.	1.625%	9/15/27	1,975	1,926		Wells Fargo & Co.	3.196%	6/17/27	1,705	1,801
4	New York Life Global Funding	2.900%	1/17/24	810	840		Wells Fargo & Co.	2.879%	10/30/30	435	452
4	New York Life Insurance Co.	5.875%	5/15/33	2,100	2,774		Wells Fargo & Co.	2.572%	2/11/31	2,235	2,281
4	New York Life Insurance Co.	3.750%	5/15/50	345	393		Wells Fargo & Co.	5.606%	1/15/44	2,276	3,073
4	New York Life Insurance Co.	4.450%	5/15/69	435	557		Wells Fargo & Co.	4.900%	11/17/45	515	649
4	Nordea Bank Abp	1.500%	9/30/26	1,900	1,866		Wells Fargo & Co.	4.750%	12/7/46	2,070	2,575
4	Northwestern Mutual Life Insurance Co.	3.850%	9/30/47	656	741						309,993
4	Northwestern Mutual Life Insurance Co.	3.625%	9/30/59	270	297		Health Care (2.5%)				
4	Pacific Life Global Funding II	1.375%	4/14/26	795	791		AbbVie Inc.	3.450%	3/15/22	450	451
	PNC Bank NA	3.300%	10/30/24	460	486		AbbVie Inc.	3.800%	3/15/25	575	613
	PNC Bank NA	2.950%	2/23/25	1,105	1,160		AbbVie Inc.	4.050%	11/21/39	590	676
	PNC Bank NA	4.200%	11/1/25	255	280		AbbVie Inc.	4.850%	6/15/44	450	564
	PNC Bank NA	3.100%	10/25/27	1,165	1,247		AbbVie Inc.	4.450%	5/14/46	1,010	1,220
	PNC Bank NA	3.250%	1/22/28	1,675	1,798		AbbVie Inc.	4.250%	11/21/49	565	678
	PNC Financial Services Group Inc.	3.900%	4/29/24	580	614		AdventHealth Obligated Group	2.795%	11/15/51	900	889
	PNC Financial Services Group Inc.	2.550%	1/22/30	1,625	1,676		Advocate Health & Hospitals Corp.	2.211%	6/15/30	360	360
4	Principal Life Global Funding II	2.500%	9/16/29	1,000	1,040		Advocate Health & Hospitals Corp.	3.008%	6/15/50	540	563
	Prudential plc	3.125%	4/14/30	645	688		Aetna Inc.	2.800%	6/15/23	680	697
	Royal Bank of Canada	2.750%	2/1/22	1,195	1,197		Alcon Finance Corp.	2.750%	9/23/26	200	207
	Santander Holdings USA Inc.	3.700%	3/28/22	915	919	4	Alcon Finance Corp.	2.600%	5/27/30	200	202
	Santander Holdings USA Inc.	3.400%	1/18/23	605	618	4	Alcon Finance Corp.	3.800%	9/23/49	800	895
4	Societe Generale SA	3.250%	1/12/22	1,015	1,016		AmerisourceBergen Corp.	0.737%	3/15/23	845	843
4	Standard Chartered plc	1.214%	3/23/25	285	283		Amgen Inc.	2.300%	2/25/31	1,575	1,582
	State Street Corp.	2.653%	5/15/23	840	846		Amgen Inc.	3.150%	2/21/40	575	588
4	Sumitomo Mitsui Trust Bank Ltd.	0.850%	3/25/24	2,000	1,981		Amgen Inc.	5.150%	11/15/41	311	398
4	Svenska Handelsbanken AB	1.418%	6/11/27	1,875	1,844		Amgen Inc.	2.770%	9/1/53	430	403
4	Teachers Insurance & Annuity Assn. of America	4.900%	9/15/44	875	1,125		Anthem Inc.	3.300%	1/15/23	1,100	1,130
4	Teachers Insurance & Annuity Assn. of America	4.270%	5/15/47	1,145	1,388		Anthem Inc.	3.650%	12/1/27	750	823
4	Temasek Financial I Ltd.	2.375%	1/23/23	1,130	1,148		Anthem Inc.	4.101%	3/1/28	1,140	1,270
4	Temasek Financial I Ltd.	3.625%	8/1/28	1,025	1,147		Anthem Inc.	2.550%	3/15/31	1,100	1,125
							Anthem Inc.	4.650%	8/15/44	92	115
						2	Ascension Health	2.532%	11/15/29	1,405	1,464
							Ascension Health	4.847%	11/15/53	50	71
							AstraZeneca plc	4.000%	1/17/29	2,345	2,644
							AstraZeneca plc	6.450%	9/15/37	615	907
							Banner Health	2.907%	1/1/42	910	924
4	Temasek Financial I Ltd.	2.375%	1/23/23	1,130	1,148	4	Baxter International Inc.	2.272%	12/1/28	800	806
4	Temasek Financial I Ltd.	3.625%	8/1/28	1,025	1,147	4	Bayer US Finance II LLC	4.250%	12/15/25	1,100	1,193
						4	Bayer US Finance II LLC	2.375%	10/8/24	815	852

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)	
2	Beth Israel Lahey Health Inc.	3.080%	7/1/51	405	402						
	Bon Secours Mercy Health Inc.	3.464%	6/1/30	590	640						
	Bon Secours Mercy Health Inc.	2.095%	6/1/31	330	323	2	Providence St. Joseph Health Obligated Group	2.532%	10/1/29	985	1,017
	Boston Scientific Corp.	4.000%	3/1/29	195	217		Providence St. Joseph Health Obligated Group	3.930%	10/1/48	325	383
	Bristol-Myers Squibb Co.	2.750%	2/15/23	138	141		Providence St. Joseph Health Obligated Group	2.700%	10/1/51	1,000	970
	Bristol-Myers Squibb Co.	3.400%	7/26/29	885	968	4	Roche Holdings Inc.	2.375%	1/28/27	1,650	1,714
	Bristol-Myers Squibb Co.	4.125%	6/15/39	505	597		Royalty Pharma plc	3.300%	9/2/40	425	424
	Bristol-Myers Squibb Co.	4.550%	2/20/48	217	277		Royalty Pharma plc	3.550%	9/2/50	1,405	1,395
	Bristol-Myers Squibb Co.	4.250%	10/26/49	1,473	1,822		Rush Obligated Group	3.922%	11/15/29	330	366
	Bristol-Myers Squibb Co.	2.550%	11/13/50	465	441		SSM Health Care Corp.	3.823%	6/1/27	940	1,032
	Cedars-Sinai Health System	2.288%	8/15/31	1,330	1,329		Sutter Health	2.294%	8/15/30	560	560
	Children's Hospital Corp.	2.585%	2/1/50	160	153		Thermo Fisher Scientific Inc.	1.750%	10/15/28	260	258
	Cigna Corp.	3.250%	4/15/25	880	927		Thermo Fisher Scientific Inc.	2.000%	10/15/31	560	552
	Cigna Corp.	4.375%	10/15/28	515	585	7	Toledo Hospital	5.750%	11/15/38	545	634
	CommonSpirit Health	2.950%	11/1/22	535	544		UnitedHealth Group Inc.	2.875%	3/15/22	27	27
	CommonSpirit Health	4.200%	8/1/23	535	560		UnitedHealth Group Inc.	3.100%	3/15/26	430	460
	CommonSpirit Health	2.760%	10/1/24	860	888		UnitedHealth Group Inc.	3.850%	6/15/28	1,190	1,328
	CommonSpirit Health	3.347%	10/1/29	1,015	1,079		UnitedHealth Group Inc.	2.000%	5/15/30	275	273
2	CommonSpirit Health	2.782%	10/1/30	684	701		UnitedHealth Group Inc.	4.625%	7/15/35	240	299
	CommonSpirit Health	4.350%	11/1/42	651	745		UnitedHealth Group Inc.	2.750%	5/15/40	310	313
	CommonSpirit Health	4.187%	10/1/49	1,747	2,037		UnitedHealth Group Inc.	4.250%	3/15/43	1,600	1,939
	CommonSpirit Health	3.910%	10/1/50	95	106		UnitedHealth Group Inc.	4.750%	7/15/45	592	775
	Cottage Health Obligated Group	3.304%	11/1/49	295	316		UnitedHealth Group Inc.	4.200%	1/15/47	215	262
	CVS Health Corp.	2.750%	12/1/22	965	978		UnitedHealth Group Inc.	4.250%	6/15/48	880	1,090
	CVS Health Corp.	4.300%	3/25/28	43	48		UnitedHealth Group Inc.	4.450%	12/15/48	140	179
	CVS Health Corp.	4.875%	7/20/35	315	386		UnitedHealth Group Inc.	3.700%	8/15/49	675	779
	CVS Health Corp.	4.125%	4/1/40	430	492		UnitedHealth Group Inc.	2.900%	5/15/50	1,253	1,279
	CVS Health Corp.	5.125%	7/20/45	855	1,112		UnitedHealth Group Inc.	3.875%	8/15/59	615	737
4	Dignity Health	3.812%	11/1/24	560	593		UnitedHealth Group Inc.	3.125%	5/15/60	490	507
	EMD Finance LLC	2.950%	3/19/22	605	605						93,552
	Gilead Sciences Inc.	3.700%	4/1/24	1,010	1,061		Industrials (1.0%)				
	Gilead Sciences Inc.	3.500%	2/1/25	560	593	4	Ashtead Capital Inc.	2.450%	8/12/31	495	482
	Gilead Sciences Inc.	4.500%	2/1/45	250	306	4	BAE Systems Holdings Inc.	3.850%	12/15/25	1,085	1,164
	Gilead Sciences Inc.	4.150%	3/1/47	430	507	4	BAE Systems plc	3.400%	4/15/30	215	229
	Gilead Sciences Inc.	2.800%	10/1/50	1,235	1,196		Boeing Co.	1.433%	2/4/24	940	939
	GlaxoSmithKline Capital Inc.	2.800%	3/18/23	385	395		Boeing Co.	2.700%	2/1/27	495	505
	GlaxoSmithKline Capital Inc.	5.375%	4/15/34	2,000	2,649		Boeing Co.	3.625%	2/1/31	720	768
	Indiana University Health Inc. Obligated Group						Boeing Co.	3.950%	8/1/59	565	

Balanced Portfolio

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
Lockheed Martin Corp.	4.500%	5/15/36	211	258
Lockheed Martin Corp.	4.700%	5/15/46	376	488
Lockheed Martin Corp.	4.090%	9/15/52	144	178
Otis Worldwide Corp.	2.565%	2/15/30	225	228
Parker-Hannifin Corp.	3.250%	6/14/29	270	286
Parker-Hannifin Corp.	4.450%	11/21/44	450	542
⁴ Penske Truck Leasing Co. LP / PTL Finance Corp.	3.450%	7/1/24	465	488
⁴ Penske Truck Leasing Co. LP / PTL Finance Corp.	2.700%	11/1/24	385	397
⁴ Penske Truck Leasing Co. LP / PTL Finance Corp.	3.950%	3/10/25	1,435	1,530
⁴ Penske Truck Leasing Co. LP / PTL Finance Corp.	4.450%	1/29/26	925	1,016
Raytheon Technologies Corp.	4.125%	11/16/28	1,125	1,259
Raytheon Technologies Corp.	4.450%	11/16/38	275	331
Raytheon Technologies Corp.	4.500%	6/1/42	407	503
⁴ Siemens				
Financieringsmaatschappij NV	2.900%	5/27/22	1,050	1,060
⁴ Siemens				
Financieringsmaatschappij NV	3.125%	3/16/24	1,680	1,751
⁴ Siemens				
Financieringsmaatschappij NV	1.700%	3/11/28	630	624
⁴ Siemens				
Financieringsmaatschappij NV	2.150%	3/11/31	1,100	1,097
⁴ Siemens				
Financieringsmaatschappij NV	4.400%	5/27/45	800	1,012
² Southwest Airlines Co. Series 2007-1 Pass Through Trust	6.150%	2/1/24	81	83
Stanley Black & Decker Inc.	4.850%	11/15/48	685	916
Teledyne Technologies Inc.	2.250%	4/1/28	1,155	1,159
Teledyne Technologies Inc.	2.750%	4/1/31	1,290	1,311
Union Pacific Corp.	3.700%	3/1/29	505	560
Union Pacific Corp.	3.250%	2/5/50	200	215
Union Pacific Corp.	3.799%	10/1/51	1,096	1,283
Union Pacific Corp.	3.839%	3/20/60	860	1,011
Union Pacific Corp.	2.973%	9/16/62	625	617
Union Pacific Corp.	3.750%	2/5/70	335	383
² United Airlines Class B Series 2018-1 Pass Through Trust	4.600%	9/1/27	157	157
				37,192
Materials (0.0%)				
⁴ Corp. Nacional del Cobre de Chile	3.700%	1/30/50	600	614
International Paper Co.	4.350%	8/15/48	668	821
				1,435
Real Estate (0.5%)				
American Tower Corp.	5.000%	2/15/24	80	86
American Tower Corp.	4.400%	2/15/26	450	492
American Tower Corp.	3.800%	8/15/29	981	1,068
Boston Properties LP	3.125%	9/1/23	355	366
Boston Properties LP	3.800%	2/1/24	45	47
Crown Castle International Corp.	3.650%	9/1/27	285	307
Crown Castle International Corp.	3.800%	2/15/28	235	255
Crown Castle International Corp.	2.100%	4/1/31	2,185	2,096
CubeSmart LP	2.250%	12/15/28	360	361
Equinix Inc.	3.000%	7/15/50	1,020	976
Healthpeak Properties Inc.	2.125%	12/1/28	880	882
Healthpeak Properties Inc.	3.000%	1/15/30	930	975
Realty Income Corp.	3.400%	1/15/28	210	227
Realty Income Corp.	2.200%	6/15/28	735	742
Realty Income Corp.	3.250%	1/15/31	380	408
Realty Income Corp.	2.850%	12/15/32	545	567
⁴ SBA Tower Trust	1.840%	4/15/27	1,570	1,559
⁴ SBA Tower Trust	2.593%	10/15/31	1,500	1,519
⁴ SBA Tower Trust	3.448%	3/15/48	705	708
⁴ SBA Tower Trust	2.836%	1/15/50	725	746
⁴ SBA Tower Trust	1.884%	7/15/50	265	266
⁴ SBA Tower Trust	1.631%	5/15/51	580	570

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
⁴ Scentre Group Trust 1 / Scentre Group Trust 2	4.375%	5/28/30	695	795
Simon Property Group LP	3.750%	2/1/24	90	94
Simon Property Group LP	3.375%	10/1/24	275	289
Simon Property Group LP	2.450%	9/13/29	1,160	1,177
				17,578
Technology (1.6%)				
Apple Inc.	3.000%	2/9/24	620	646
Apple Inc.	3.450%	5/6/24	1,000	1,058
Apple Inc.	2.850%	5/11/24	1,225	1,277
Apple Inc.	3.250%	2/23/26	1,020	1,091
Apple Inc.	2.450%	8/4/26	1,170	1,222
Apple Inc.	3.350%	2/9/27	1,545	1,679
Apple Inc.	3.200%	5/11/27	1,065	1,149
Apple Inc.	2.900%	9/12/27	2,250	2,398
Apple Inc.	3.850%	5/4/43	430	508
Apple Inc.	4.450%	5/6/44	120	153
Apple Inc.	3.850%	8/4/46	985	1,167
Apple Inc.	2.650%	5/11/50	640	629
Apple Inc.	2.550%	8/20/60	1,425	1,341
Broadcom Corp. / Broadcom Cayman Finance Ltd.	3.875%	1/15/27	305	331
Broadcom Inc.	4.250%	4/15/26	170	186
Broadcom Inc.	4.110%	9/15/28	1,452	1,593
Broadcom Inc.	4.150%	11/15/30	130	144
⁴ Broadcom Inc.	2.600%	2/15/33	125	121
⁴ Broadcom Inc.	3.419%	4/15/33	305	318
⁴ Broadcom Inc.	3.500%	2/15/41	670	682
⁴ Broadcom Inc.	3.750%	2/15/51	325	340
Cisco Systems Inc.	2.500%	9/20/26	431	454
Fidelity National Information Services Inc.	1.650%	3/1/28	245	237
Global Payments Inc.	2.150%	1/15/27	605	608
Global Payments Inc.	2.900%	5/15/30	535	545
Intel Corp.	2.875%	5/11/24	800	833
Intel Corp.	4.100%	5/19/46	1,360	1,612
Intel Corp.	3.250%	11/15/49	600	634
Intel Corp.	3.050%	8/12/51	1,610	1,651
Intel Corp.	3.200%	8/12/61	425	435
International Business Machines Corp.	3.000%	5/15/24	2,500	2,611
International Business Machines Corp.	3.300%	5/15/26	4,500	4,817
International Business Machines Corp.	3.500%	5/15/29	2,975	3,232
International Business Machines Corp.	5.875%	11/29/32	1,010	1,331
Microsoft Corp.	2.700%	2/12/25	760	795
Microsoft Corp.	3.125%	11/3/25	435	464
Microsoft Corp.	2.400%	8/8/26	1,890	1,978
Microsoft Corp.	3.500%	2/12/35	605	693
Microsoft Corp.	3.450%	8/8/36	822	943
Microsoft Corp.	2.525%	6/1/50	3,336	3,274
Microsoft Corp.	2.921%	3/17/52	3,287	3,481
Oracle Corp.	2.950%	11/15/24	2,190	2,278
Oracle Corp.	1.650%	3/25/26	895	888
Oracle Corp.	3.250%	11/15/27	2,710	2,861
Oracle Corp.	4.000%	11/15/47	895	928
Oracle Corp.	3.950%	3/25/51	480	499
Oracle Corp.	3.850%	4/1/60	540	534
QUALCOMM Inc.	1.300%	5/20/28	744	721
QUALCOMM Inc.	2.150%	5/20/30	1,075	1,084
QUALCOMM Inc.	1.650%	5/20/32	1,112	1,055
QUALCOMM Inc.	3.250%	5/20/50	385	423
				59,932
Utilities (2.6%)				
AEP Texas Inc.	4.150%	5/1/49	145	164
AEP Texas Inc.	3.450%	1/15/50	380	389
Alabama Power Co.	5.200%	6/1/41	120	153

Balanced Portfolio

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)			Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)	
	Alabama Power Co.	4.100%	1/15/42	215	242			Eastern Energy Gas Holdings LLC	3.550%	11/1/23	470	489
	Alabama Power Co.	3.750%	3/1/45	630	698			Electricite de France SA	4.875%	9/21/38	2,200	2,674
	Alabama Power Co.	4.300%	7/15/48	775	939	4		Electricite de France SA	4.875%	1/22/44	50	62
	Ameren Illinois Co.	3.800%	5/15/28	590	651	4		Electricite de France SA	4.950%	10/13/45	400	503
	Ameren Illinois Co.	6.125%	12/15/28	1,000	1,177			Emera US Finance LP	3.550%	6/15/26	965	1,026
	Ameren Illinois Co.	3.700%	12/1/47	140	160			Entergy Louisiana LLC	3.120%	9/1/27	410	433
	American Water Capital Corp.	2.950%	9/1/27	540	571			Evergy Inc.	2.450%	9/15/24	425	436
	American Water Capital Corp.	3.750%	9/1/47	45	50			Evergy Kansas Central Inc.	3.250%	9/1/49	630	656
	American Water Capital Corp.	4.200%	9/1/48	845	1,015			Evergy Metro Inc.	2.250%	6/1/30	205	205
	American Water Capital Corp.	4.150%	6/1/49	25	30			Evergy Metro Inc.	4.200%	3/15/48	137	164
	American Water Capital Corp.	3.450%	5/1/50	95	102			Eversource Energy	2.900%	10/1/24	690	716
	Arizona Public Service Co.	3.350%	5/15/50	410	419			Eversource Energy	3.150%	1/15/25	110	115
	Baltimore Gas and Electric Co.	2.900%	6/15/50	238	237			Eversource Energy	3.300%	1/15/28	400	426
	Berkshire Hathaway Energy Co.	6.125%	4/1/36	1,135	1,549			Florida Power & Light Co.	5.650%	2/1/35	1,000	1,300
	Berkshire Hathaway Energy Co.	5.950%	5/15/37	25	34			Florida Power & Light Co.	4.950%	6/1/35	1,000	1,265
	Berkshire Hathaway Energy Co.	5.150%	11/15/43	1,490	1,919			Florida Power & Light Co.	5.950%	2/1/38	785	1,097
	Berkshire Hathaway Energy Co.	4.250%	10/15/50	115	140			Florida Power & Light Co.	5.690%	3/1/40	675	957
4	Boston Gas Co.	3.150%	8/1/27	140	146			Florida Power & Light Co.	3.700%	12/1/47	480	551
4	Brooklyn Union Gas Co.	3.407%	3/10/26	95	100			Fortis Inc.	3.055%	10/4/26	1,195	1,247
4	Brooklyn Union Gas Co.	4.273%	3/15/48	1,720	1,958			Georgia Power Co.	5.400%	6/1/40	205	253
	CenterPoint Energy Houston Electric LLC	4.250%	2/1/49	195	243			Georgia Power Co.	4.750%	9/1/40	988	1,167
	CenterPoint Energy Resources Corp.	4.000%	4/1/28	1,369	1,502			Georgia Power Co.	4.300%	3/15/42	1,076	1,232
	Cleco Corporate Holdings LLC	3.743%	5/1/26	185	197			Georgia Power Co.	3.700%	1/30/50	170	182
	Cleco Corporate Holdings LLC	3.375%	9/15/29	405	414	4		Indiana Michigan Power Co.	4.250%	8/15/48	415	493
	Commonwealth Edison Co.	2.950%	8/15/27	645	683	4		KeySpan Gas East Corp.	2.742%	8/15/26	670	685
	Commonwealth Edison Co.	4.350%	11/15/45	375	453	4		Massachusetts Electric Co.	5.900%	11/15/39	585	778
	Commonwealth Edison Co.	3.650%	6/15/46	175	195			Metropolitan Edison Co.	4.300%	1/15/29	249	278
	Commonwealth Edison Co.	4.000%	3/1/48	480	565			MidAmerican Energy Co.	4.400%	10/15/44	15	18
	Consolidated Edison Co. of New York Inc.	4.500%	12/1/45	980	1,156			MidAmerican Energy Co.	4.250%	5/1/46	45	55
	Consolidated Edison Co. of New York Inc.	3.850%	6/15/46	76	82	4		MidAmerican Energy Co.	4.250%	7/15/49	315	389
	Consolidated Edison Co. of New York Inc.	3.950%	4/1/50	50	57	4		MidAmerican Energy Co.	3.150%	4/15/50	1,390	1,460
	Consolidated Edison Co. of New York Inc.	3.200%	12/1/51	435	438			Mid-Atlantic Interstate Transmission LLC	4.100%	5/15/28	220	242
	Consolidated Edison Co. of New York Inc.	4.625%	12/1/54	1,835	2,284			Monongahela Power Co.	5.400%	12/15/43	135	175
	Consolidated Edison Co. of New York Inc.	4.500%	5/15/58	630	775			National Rural Utilities Cooperative Finance Corp.	2.950%	2/7/24	415	430
4	Delmarva Power & Light Co.	3.500%	11/15/23	305	318			National Rural Utilities Cooperative Finance Corp.	2.850%	1/27/25	1,040	1,086
	Dominion Energy Inc.	2.450%	1/15/23	3,240	3,295			Nevada Power Co.	3.125%	8/1/50	380	386
	Dominion Energy Inc.	5.250%	8/1/33	1,000	1,229			NextEra Energy Capital Holdings Inc.	3.550%	5/1/27	880	955
	Dominion Energy Inc.	4.600%	3/15/49	760	954			NextEra Energy Capital Holdings Inc.	1.900%	6/15/28	670	665
	Dominion Energy South Carolina Inc.	6.625%	2/1/32	138	188			NextEra Energy Capital Holdings Inc.	3.500%	4/1/29	390	420
	Dominion Energy South Carolina Inc.	5.300%	5/15/33	44	56			NextEra Energy Capital Holdings Inc.	2.750%	11/1/29	590	608
	Dominion Energy South Carolina Inc.	5.450%	2/1/41	95	128	4		NextEra Energy Capital Holdings Inc.	2.250%	6/1/30	1,185	1,182
	Dominion Energy South Carolina Inc.	4.600%	6/15/43	202	247	4		Niagara Mohawk Power Corp.	4.278%	12/15/28	1,000	1,105
	Duke Energy Carolinas LLC	6.100%	6/1/37	391	532			Niagara Mohawk Power Corp.	3.025%	6/27/50	540	516
	Duke Energy Carolinas LLC	3.700%	12/1/47	470	525	2,4,7		NiSource Inc.	5.250%	2/15/43	390	502
	Duke Energy Corp.	2.650%	9/1/26	315	327			NiSource Inc.	4.800%	2/15/44	270	330
	Duke Energy Corp.	3.400%	6/15/29	350	373			Northern States Power Co.	6.250%	6/1/36	2,000	2,857
	Duke Energy Corp.	3.300%	6/15/41	945	962			Oglethorpe Power Corp.	6.191%	1/1/31	1,065	1,295
	Duke Energy Corp.	4.800%	12/15/45	1,200	1,478			Oglethorpe Power Corp.	5.950%	11/1/39	170	227
	Duke Energy Corp.	3.750%	9/1/46	265	284			Oglethorpe Power Corp.	4.550%	6/1/44	50	57
	Duke Energy Corp.	3.500%	6/15/51	990	1,029			Oglethorpe Power Corp.	4.250%	4/1/46	537	578
	Duke Energy Florida LLC	6.350%	9/15/37	200	286			Oglethorpe Power Corp.	5.050%	10/1/48	80	101
	Duke Energy Progress LLC	6.300%	4/1/38	365	517	4		Oglethorpe Power Corp.	5.250%	9/1/50	630	810
	Duke Energy Progress LLC	4.100%	3/15/43	118	137			Oncor Electric Delivery Co. LLC	4.550%	12/1/41	75	93
	Duke Energy Progress LLC	4.200%	8/15/45	2,045	2,447			Oncor Electric Delivery Co. LLC	2.700%	11/15/51	355	346
2	Duke Energy Progress NC Storm Funding LLC	2.387%	7/1/39	1,010	1,015			PacifiCorp	6.250%	10/15/37	2,000	2,781
4	East Ohio Gas Co.	2.000%	6/15/30	325	315	2		PacifiCorp	4.125%	1/15/49	26	30
4	East Ohio Gas Co.	3.000%	6/15/50	475	470			PacifiCorp	4.150%	2/15/50	345	409
								PacifiCorp	3.300%	3/15/51	169	177
								PG&E Energy Recovery Funding LLC	2.280%	1/15/38	109	108

Balanced Portfolio

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)			Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)	
2	PG&E Energy Recovery Funding LLC	2.822%	7/15/48	494	491			Broward FL Airport System Port, Airport & Marina Revenue	3.477%	10/1/43	300	308
	Potomac Electric Power Co.	3.050%	4/1/22	460	462			California GO	7500%	4/1/34	155	237
	Potomac Electric Power Co.	6.500%	11/15/37	750	1,089			California GO	7350%	11/1/39	1,550	2,446
	San Diego Gas & Electric Co.	6.000%	6/1/26	600	709			California State University College & University Revenue	2.719%	11/1/52	350	353
	San Diego Gas & Electric Co.	3.750%	6/1/47	160	178			California State University College & University Revenue	2.939%	11/1/52	445	446
2	SCE Recovery Funding LLC	0.861%	11/15/31	298	284			Chicago O'Hare International Airport Port, Airport & Marina Revenue	6.395%	1/1/40	155	233
	SCE Recovery Funding LLC	1.942%	5/15/38	110	106			Chicago Transit Authority Sales & Transfer Tax Receipts Sales Tax Revenue	6.899%	12/1/40	1,780	2,507
	SCE Recovery Funding LLC	2.510%	11/15/43	100	98			Chicago Transit Authority Sales & Transfer Tax Receipts Sales Tax Revenue	6.899%	12/1/40	825	1,162
	Sempra Energy	3.250%	6/15/27	1,095	1,157			Chicago Transit Authority Sales Tax Receipts Fund Sales Tax Revenue	6.200%	12/1/40	550	752
	Sempra Energy	6.000%	10/15/39	600	827			Commonwealth of Massachusetts GO	2.514%	7/1/41	270	266
	Sierra Pacific Power Co.	3.375%	8/15/23	850	878			Dallas Fort Worth International Airport Port, Airport & Marina Revenue	2.843%	11/1/46	515	518
	Sierra Pacific Power Co.	2.600%	5/1/26	221	230			Dallas-Fort Worth International Airport Port, Airport & Marina Revenue	3.089%	11/1/40	220	225
	Southern California Edison Co.	2.400%	2/1/22	170	170			Foothill-Eastern Transportation Corridor Agency Highway Revenue	4.094%	1/15/49	155	167
	Southern California Edison Co.	3.700%	8/1/25	90	96			Foothill-Eastern Transportation Corridor Agency Highway Revenue	3.924%	1/15/53	1,170	1,251
	Southern California Edison Co.	6.000%	1/15/34	1,000	1,295			Georgia Municipal Electric Authority Electric Power & Light Revenue	6.637%	4/1/57	1,852	2,820
	Southern California Edison Co.	5.550%	1/15/37	2,250	2,799			Golden State Tobacco Securitization Corp. Tobacco Settlement Funded Revenue	2.746%	6/1/34	70	70
	Southern California Edison Co.	6.050%	3/15/39	55	72			Golden State Tobacco Securitization Corp. Tobacco Settlement Funded Revenue	3.293%	6/1/42	130	132
	Southern California Edison Co.	4.000%	4/1/47	195	215			Golden State Tobacco Securitization Corp. Tobacco Settlement Funded Revenue	3.000%	6/1/46	330	338
	Southern California Edison Co.	4.125%	3/1/48	645	725			Grand Parkway Transportation Corp. Highway Revenue	5.184%	10/1/42	140	187
	Southern California Edison Co.	3.650%	2/1/50	155	166			Grand Parkway Transportation Corp. Texas System Highway Revenue	3.236%	10/1/52	930	941
	Southern California Gas Co.	2.600%	6/15/26	820	853			Great Lakes Water Authority Sewage Disposal System Sewer Revenue	3.056%	7/1/39	250	264
	Southern Co.	2.950%	7/1/23	1,280	1,312			Houston TX GO	6.290%	3/1/32	365	460
	Southern Co.	4.400%	7/1/46	755	892			Illinois GO	5.100%	6/1/33	3,780	4,369
	Southwest Gas Corp.	2.200%	6/15/30	230	226			Illinois State Toll Highway Authority Highway Revenue	6.184%	1/1/34	750	1,023
	Southwestern Electric Power Co.	6.200%	3/15/40	400	560			JobsOhio Beverage System Miscellaneous Revenue	2.833%	1/1/38	160	165
	Southwestern Public Service Co.	3.700%	8/15/47	102	114	7		Kansas Development Finance Authority Appropriations Revenue	2.774%	5/1/51	390	387
4	State Grid Overseas Investment BVI Ltd.	2.750%	5/4/22	1,550	1,559			Kansas Development Finance Authority Lease (Appropriation) Revenue	5.501%	5/1/34	2,000	2,464
4	State Grid Overseas Investment BVI Ltd.	3.500%	5/4/27	775	836			Maryland State Transportation Authority Transit Revenue	5.888%	7/1/43	545	775
	Union Electric Co.	4.000%	4/1/48	423	500			Massachusetts School Building Authority Sales Tax Revenue	1.753%	8/15/30	890	880
	Virginia Electric and Power Co.	2.750%	3/15/23	690	703			Massachusetts School Building Authority Sales Tax Revenue	5.715%	8/15/39	1,000	1,382
	Virginia Electric and Power Co.	3.500%	3/15/27	435	470			Massachusetts School Building Authority Sales Tax Revenue	3.395%	10/15/40	500	523
	Wisconsin Electric Power Co.	5.700%	12/1/36	690	918							
				100,423								
	Total Corporate Bonds (Cost \$735,981)				787,496							
Sovereign Bonds (0.4%)												
4	Government of Bermuda	2.375%	8/20/30	400	399							
4	Government of Bermuda	3.375%	8/20/50	200	200							
	International Bank for Reconstruction & Development	4.750%	2/15/35	2,000	2,658							
4	Kingdom of Saudi Arabia	2.875%	3/4/23	930	952							
	Republic of Chile	2.550%	1/27/32	1,075	1,072							
	Republic of Chile	2.550%	7/27/33	1,285	1,251							
	Republic of Chile	3.500%	4/15/53	575	595							
	Republic of Chile	3.100%	1/22/61	410	381							
	Republic of Colombia	4.000%	2/26/24	970	1,001							
	Republic of Panama	2.252%	9/29/32	1,520	1,445							
2	Republic of Panama	3.870%	7/23/60	885	885							
4	State of Qatar	3.875%	4/23/23	1,985	2,064							
4	State of Qatar	4.400%	4/16/50	430	536							
	Total Sovereign Bonds (Cost \$12,808)				13,439							
Taxable Municipal Bonds (1.6%)												
	Alabama Federal Aid Highway Finance Authority Government Fund/Grant Revenue	2.650%	9/1/37	160	162							
	Bay Area Toll Authority Highway Revenue	2.574%	4/1/31	450	464							
	Bay Area Toll Authority Highway Revenue	6.263%	4/1/49	60	96							
	Bay Area Toll Authority Highway Revenue	7.043%	4/1/50	820	1,434							

Balanced Portfolio

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
Massachusetts School Building Authority Sales Tax Revenue	2.950%	5/15/43	650	661	State Board of Administration Finance Corp. Miscellaneous Revenue	1.705%	7/1/27	925	923
Massachusetts Water Resources Authority Water Revenue	2.823%	8/1/41	710	718	Texas Transportation Commission GO	2.562%	4/1/42	235	233
Metropolitan Transportation Authority Fuel Sales Tax Revenue	6.089%	11/15/40	445	619	Texas Transportation Commission State Highway Fund Miscellaneous Revenue	4.000%	10/1/33	395	472
Metropolitan Transportation Authority Miscellaneous Taxes Revenue	7.336%	11/15/39	325	520	University of California College & University Revenue	1.316%	5/15/27	385	378
Metropolitan Transportation Authority Transit Revenue	6.200%	11/15/26	60	68	University of California College & University Revenue	1.614%	5/15/30	645	626
Metropolitan Transportation Authority Transit Revenue	6.814%	11/15/40	785	1,117	University of California College & University Revenue	4.601%	5/15/31	590	687
Metropolitan Transportation Authority Transit Revenue	5.175%	11/15/49	910	1,246	University of California College & University Revenue	4.765%	5/15/44	145	155
Michigan Finance Authority Health, Hospital, Nursing Home Revenue	3.084%	12/1/34	295	316	University of California College & University Revenue	3.931%	5/15/45	570	656
New Jersey Turnpike Authority Highway Revenue	7.414%	1/1/40	410	660	University of California Regents Medical Center Pooled Health, Hospital, Nursing Home Revenue	6.548%	5/15/48	80	124
New York State Dormitory Authority Income Tax Revenue	3.110%	2/15/39	640	680	University of California Regents Medical Center Pooled Health, Hospital, Nursing Home Revenue	6.583%	5/15/49	695	1,070
New York State Dormitory Authority Income Tax Revenue	3.190%	2/15/43	355	374	University of California Regents Medical Center Pooled Health, Hospital, Nursing Home Revenue	3.006%	5/15/50	450	463
New York State Thruway Authority Highway Revenue	2.900%	1/1/35	490	511	University of California Regents Medical Center Pooled Health, Hospital, Nursing Home Revenue	3.256%	5/15/60	780	839
New York State Thruway Authority Highway Revenue	3.500%	1/1/42	275	286	Utility Debt Securitization Authority Electric Power & Light Revenue	3.435%	12/15/25	132	135
New York State Urban Development Corp. Income Tax Revenue	2.100%	3/15/22	790	793	Total Taxable Municipal Bonds (Cost \$52,930)				60,099
North Texas Tollway Authority Highway Revenue	3.011%	1/1/43	295	302					
North Texas Tollway Authority Highway Revenue	6.718%	1/1/49	465	786					
Oregon Department of Transportation Fuel Sales Tax Revenue	5.834%	11/15/34	655	893					
Oregon School Boards Assn. GO	5.528%	6/30/28	2,000	2,287					
Oregon State University College & University Revenue	3.424%	3/1/60	1,000	1,040					
Philadelphia Authority for Industrial Development Miscellaneous Revenue	6.550%	10/15/28	1,945	2,444					
Port Authority of New York & New Jersey Port, Airport & Marina Revenue	5.859%	12/1/24	65	74					
Port Authority of New York & New Jersey Port, Airport & Marina Revenue	3.175%	7/15/60	485	481					
Port Authority of New York & New Jersey Port, Airport & Marina Revenue	4.458%	10/1/62	1,175	1,557					
Port Authority of New York & New Jersey Port, Airport & Marina Revenue	4.810%	10/15/65	640	878					
Riverside CA General Fund Revenue	3.857%	6/1/45	260	283					
Riverside County CA Appropriations Revenue	3.818%	2/15/38	290	325					
Rutgers State University of New Jersey College & University Revenue	3.270%	5/1/43	350	370					
Sales Tax Securitization Corp. Intergovernmental Agreement Revenue	3.238%	1/1/42	1,000	1,005					
Sales Tax Securitization Corp. Sales Tax Revenue	4.787%	1/1/48	1,240	1,580					
San Antonio TX Electric & Gas Systems Electric Power & Light Revenue	2.905%	2/1/48	255	257					

Balanced Portfolio

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
Repurchase Agreement (1.2%)				
RBS Securities Inc. (Dated 12/31/21, Repurchase Value \$46,900,000, collateralized by U.S. Treasury Note/Bond 1.625%–3.000%, 8/15/41–11/15/50, with a value of \$47,838,000)	0.050%	1/3/22	46,900	46,900
Total Temporary Cash Investments (Cost \$50,703)				50,702
Total Investments (99.8%) (Cost \$2,783,699)				3,779,909
Other Assets and Liabilities—Net (0.2%)				7,472
Net Assets (100%)				3,787,381

Cost is in \$000.

- See Note A in Notes to Financial Statements.

* Non-income-producing security.

- Securities with a value of \$503,000 have been segregated as initial margin for open futures contracts.
- The average or expected maturity is shorter than the final maturity shown because of the possibility of interim principal payments and prepayments or the possibility of the issue being called.
- The issuer was placed under federal conservatorship in September 2008; since that time, its daily operations have been managed by the Federal Housing Finance Agency and it receives capital from the U.S. Treasury, as needed to maintain a positive net worth, in exchange for senior preferred stock.
- Security exempt from registration under Rule 144A of the Securities Act of 1933. Such securities may be sold in transactions exempt from registration, normally to qualified institutional buyers. At December 31, 2021, the aggregate value was \$249,859,000, representing 6.6% of net assets.
- Variable-rate security; rate shown is effective rate at period end. Certain variable-rate securities are not based on a published reference rate and spread but are determined by the issuer or agent based on current market conditions.
- Security value determined using significant unobservable inputs.
- Scheduled principal and interest payments are guaranteed by Assured Guaranty Municipal Corp.
- Scheduled principal and interest payments are guaranteed by Build America Mutual Assurance Co.
- Scheduled principal and interest payments are guaranteed by National Public Finance Guarantee Corp.
- Affiliated money market fund available only to Vanguard funds and certain trusts and accounts managed by Vanguard. Rate shown is the 7-day yield.
1M—1-month.
3M—3-month.
ADR—American Depositary Receipt.
GO—General Obligation Bond.
LIBOR—London Interbank Offered Rate.
REMICS—Real Estate Mortgage Investment Conduits.
UMBS—Uniform Mortgage-Backed Securities.
USD—U.S. dollar.

Derivative Financial Instruments Outstanding as of Period End

Futures Contracts

				(\$000)
	Expiration	Number of Long (Short) Contracts	Notional Amount	Value and Unrealized Appreciation (Depreciation)
Long Futures Contracts				
5-Year U.S. Treasury Note	March 2022	170	20,566	34
10-Year U.S. Treasury Note	March 2022	31	4,045	45
Ultra 10-Year U.S. Treasury Note	March 2022	107	15,669	54
				133

Statement of Assets and Liabilities

As of December 31, 2021

(\$000s, except shares and per-share amounts)	Amount
Assets	
Investments in Securities, at Value	
Unaffiliated Issuers (Cost \$2,783,687)	3,779,897
Affiliated Issuers (Cost \$12)	12
Total Investments in Securities	3,779,909
Investment in Vanguard	121
Cash	49
Foreign Currency, at Value (Cost \$219)	216
Receivables for Investment Securities Sold	1,531
Receivables for Accrued Income	9,795
Receivables for Capital Shares Issued	499
Variation Margin Receivable—Futures Contracts	39
Total Assets	3,792,159
Liabilities	
Payables for Investment Securities Purchased	3,637
Payables to Investment Advisor	377
Payables for Capital Shares Redeemed	502
Payables to Vanguard	262
Total Liabilities	4,778
Net Assets	3,787,381

At December 31, 2021, net assets consisted of:

Paid-in Capital	2,420,969
Total Distributable Earnings (Loss)	1,366,412
Net Assets	3,787,381

Net Assets	
Applicable to 133,290,918 outstanding \$.001 par value shares of beneficial interest (unlimited authorization)	3,787,381
Net Asset Value Per Share	\$28.41

Statement of Operations

	Year Ended December 31, 2021 (\$000)
Investment Income	
Income	
Dividends ¹	39,311
Interest ²	30,320
Securities Lending—Net	28
Total Income	69,659
Expenses	
Investment Advisory Fees—Note B	
Basic Fee	1,770
Performance Adjustment	(279)
The Vanguard Group—Note C	
Management and Administrative	5,393
Marketing and Distribution	189
Custodian Fees	30
Auditing Fees	30
Shareholders' Reports	37
Trustees' Fees and Expenses	2
Total Expenses	7,172
Net Investment Income	62,487
Realized Net Gain (Loss)	
Investment Securities Sold ³	311,995
Futures Contracts	(130)
Forward Currency Contracts	107
Foreign Currencies	(50)
Realized Net Gain (Loss)	311,922
Change in Unrealized Appreciation (Depreciation)	
Investment Securities ³	242,543
Futures Contracts	117
Forward Currency Contracts	24
Foreign Currencies	(33)
Change in Unrealized Appreciation (Depreciation)	242,651
Net Increase (Decrease) in Net Assets Resulting from Operations	617,060

¹ Dividends are net of foreign withholding taxes of \$1,213,000.

² Interest is net of foreign withholding taxes of \$1,000.

³ Realized net gain (loss), and change in unrealized appreciation (depreciation) from an affiliated company of the portfolio were \$0, and less than \$1,000, respectively. Purchases and sales are for temporary cash investment purposes.

Statement of Changes in Net Assets

	Year Ended December 31, 2021 2020 (\$000) (\$000)	
Increase (Decrease) in Net Assets		
Operations		
Net Investment Income	62,487	69,665
Realized Net Gain (Loss)	311,922	175,861
Change in Unrealized Appreciation (Depreciation)	242,651	68,099
Net Increase (Decrease) in Net Assets Resulting from Operations	617,060	313,625
Distributions		
Total Distributions	(240,358)	(186,299)
Capital Share Transactions		
Issued	255,089	249,434
Issued in Lieu of Cash Distributions	240,358	186,299
Redeemed	(431,072)	(483,258)
Net Increase (Decrease) from Capital Share Transactions	64,375	(47,525)
Total Increase (Decrease)	441,077	79,801
Net Assets		
Beginning of Period	3,346,304	3,266,503
End of Period	3,787,381	3,346,304

Financial Highlights

For a Share Outstanding Throughout Each Period	Year Ended December 31,				
	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$25.68	\$24.94	\$22.20	\$24.80	\$23.03
Investment Operations					
Net Investment Income ¹	.468	.526	.623	.626	.582
Net Realized and Unrealized Gain (Loss) on Investments	4.137	1.692	4.105	(1.414)	2.648
Total from Investment Operations	4.605	2.218	4.728	(.788)	3.230
Distributions					
Dividends from Net Investment Income	(.497)	(.666)	(.660)	(.582)	(.567)
Distributions from Realized Capital Gains	(1.378)	(.812)	(1.328)	(1.230)	(.893)
Total Distributions	(1.875)	(1.478)	(1.988)	(1.812)	(1.460)
Net Asset Value, End of Period	\$28.41	\$25.68	\$24.94	\$22.20	\$24.80
Total Return	19.02%	10.68%	22.48%	-3.41%	14.72%
Ratios/Supplemental Data					
Net Assets, End of Period (Millions)	\$3,787	\$3,346	\$3,267	\$2,708	\$2,942
Ratio of Total Expenses to Average Net Assets ²	0.20%	0.20%	0.21%	0.21%	0.23%
Ratio of Net Investment Income to Average Net Assets	1.76%	2.24%	2.68%	2.67%	2.49%
Portfolio Turnover Rate ³	33%	49%	29%	36%	28%

1 Calculated based on average shares outstanding.

2 Includes performance-based investment advisory fee increases (decreases) of (0.01%), (0.01%), (0.00%), (0.00%), and (0.00%).

3 Includes 1%, 3%, 8%, 2%, and 0%, respectively, attributable to mortgage-dollar-roll activity.

Notes to Financial Statements

The Balanced Portfolio, a portfolio of Vanguard Variable Insurance Funds, is registered under the Investment Company Act of 1940 as an open-end investment company. The portfolio's shares are only available for purchase by separate accounts of insurance companies as investments for variable annuity plans, variable life insurance contracts, or other variable benefit insurance contracts. Certain of the portfolio's investments are in corporate debt instruments; the issuers' abilities to meet their obligations may be affected by economic developments in their respective industries. Market disruptions associated with the COVID-19 pandemic have had a global impact, and uncertainty exists as to the long-term implications. Such disruptions can adversely affect assets of the portfolio and thus portfolio performance.

A. The following significant accounting policies conform to generally accepted accounting principles for U.S. investment companies. The portfolio consistently follows such policies in preparing its financial statements.

1. **Security Valuation:** Securities are valued as of the close of trading on the New York Stock Exchange (generally 4 p.m., Eastern time) on the valuation date. Equity securities are valued at the latest quoted sales prices or official closing prices taken from the primary market in which each security trades; such securities not traded on the valuation date are valued at the mean of the latest quoted bid and asked prices. Bonds and temporary cash investments are valued using the latest bid prices or using valuations based on a matrix system (which considers such factors as security prices, yields, maturities, and ratings), both as furnished by independent pricing services. Structured debt securities, including mortgages and asset-backed securities, are valued using the latest bid prices or using valuations based on a matrix system that considers such factors as issuer, tranche, nominal or option-adjusted spreads, weighted average coupon, weighted average maturity, credit enhancements, and collateral, as furnished by independent pricing services. Investments in Vanguard Market Liquidity Fund are valued at that fund's net asset value. Securities for which market quotations are not readily available, or whose values have been affected by events occurring before the portfolio's pricing time but after the close of the securities' primary markets, are valued at their fair values calculated according to procedures adopted by the board of trustees. These procedures include obtaining quotations from an independent pricing service, monitoring news to identify significant market- or security-specific events, and evaluating changes in the values of foreign market proxies (for example, ADRs, futures contracts, or exchange-traded funds), between the time the foreign markets close and the portfolio's pricing time. When fair-value pricing is employed, the prices of securities used by a portfolio to calculate its net asset value may differ from quoted or published prices for the same securities.

2. **Foreign Currency:** Securities and other assets and liabilities denominated in foreign currencies are translated into U.S. dollars using exchange rates obtained from an independent third party as of the portfolio's pricing time on the valuation date. Realized gains (losses) and unrealized appreciation (depreciation) on investment securities include the effects of changes in exchange rates since the securities were purchased, combined with the effects of changes in security prices. Fluctuations in the value of other assets and liabilities resulting from changes in exchange rates are recorded as unrealized foreign currency gains (losses) until the assets or liabilities are settled in cash, at which time they are recorded as realized foreign currency gains (losses).

3. **Futures Contracts:** The portfolio uses futures contracts to invest in fixed income asset classes with greater efficiency and lower cost than is possible through direct investment, to add value when these instruments are attractively priced, or to adjust sensitivity to changes in interest rates. The primary risks associated with the use of futures contracts are imperfect correlation between changes in market values of bonds held by the portfolio and the prices of futures contracts, and the possibility of an illiquid market. Counterparty risk involving futures is mitigated because a regulated clearinghouse is the counterparty instead of the clearing broker. To further mitigate counterparty risk, the portfolio trades futures contracts on an exchange, monitors the financial strength of its clearing brokers and clearinghouse, and has entered into clearing agreements with its clearing brokers. The clearinghouse imposes initial margin requirements to secure the portfolio's performance and requires daily settlement of variation margin representing changes in the market value of each contract. Any securities pledged as initial margin for open contracts are noted in the Schedule of Investments.

Futures contracts are valued at their quoted daily settlement prices. The notional amounts of the contracts are not recorded in the Statement of Assets and Liabilities. Fluctuations in the value of the contracts are recorded in the Statement of Assets and Liabilities as an asset (liability) and in the Statement of Operations as unrealized appreciation (depreciation) until the contracts are closed, when they are recorded as realized gains (losses) on futures contracts.

During the year ended December 31, 2021, the portfolio's average investments in long and short futures contracts each represented less than 1% of net assets, based on the average of the notional amounts at each quarter-end during the period.

4. **Forward Currency Contracts:** The portfolio enters into forward currency contracts to provide the appropriate currency exposure related to any open futures contracts or to protect the value of securities and related receivables and payables against changes in foreign exchange rates. The portfolio's risks in using these contracts include movement in the values of the foreign currencies relative to the U.S. dollar and the ability of the counterparties to fulfill their obligations under the contracts. The portfolio mitigates its counterparty risk by entering into forward currency contracts only with a diverse group of prequalified counterparties, monitoring their financial strength, entering into master netting arrangements with its counterparties, and requiring its counterparties to transfer collateral as security for their performance. In the absence of a default, the collateral pledged or received by the portfolio cannot be repledged, resold, or rehypothecated. The master netting arrangements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate the forward currency contracts, determine the net amount owed by either party in accordance with its master netting arrangements, and sell or retain any collateral held up to the net amount owed to the portfolio under the master netting arrangements. The forward currency contracts contain provisions whereby a counterparty may terminate open contracts if the portfolio's net assets decline below a certain level, triggering a payment by the portfolio if the portfolio is in a net liability position at the time of the termination. The payment amount would be reduced by any collateral the portfolio has pledged. Any securities pledged as collateral for open contracts are noted in the Schedule of Investments. The value of collateral received or pledged is compared daily to the value of the forward currency contracts exposure with each counterparty, and any difference, if in excess of a specified minimum transfer amount, is adjusted and settled within two business days.

Forward currency contracts are valued at their quoted daily prices obtained from an independent third party, adjusted for currency risk based on the expiration date of each contract. The notional amounts of the contracts are not recorded in the Statement of Net Assets. Fluctuations in the value of the contracts are recorded in the Statement of Net Assets as an asset (liability) and in the Statement of Operations as unrealized appreciation (depreciation) until the contracts are closed, when they are recorded as realized forward currency contract gains (losses).

During the year ended December 31, 2021, the portfolio's average investment in forward currency contracts represented less than 1% of net assets, based on the average of the notional amounts at each quarter-end during the period. The portfolio had no open forward currency contracts at December 31, 2021.

5. **To Be Announced (TBA) Transactions:** A TBA transaction is an agreement to buy or sell mortgage-backed securities with agreed-upon characteristics (face amount, coupon, maturity) for settlement at a future date. The portfolio may be a seller of TBA transactions to reduce its exposure to the mortgage-backed securities market or in order to sell mortgage-backed securities it owns under delayed-delivery arrangements. When the portfolio is a buyer of TBA transactions, it maintains cash or short-term investments in an amount sufficient to meet the purchase price at the settlement date of the TBA transaction. The primary risk associated with TBA transactions is that a counterparty may default on its obligations. The portfolio mitigates its counterparty risk by, among other things, performing a credit analysis of counterparties, allocating transactions among numerous counterparties, and monitoring its exposure to each counterparty. The portfolio may also enter into a Master Securities Forward Transaction Agreement (MSFTA) with certain counterparties and require them to transfer collateral as security for their performance. In the absence of a default, the collateral pledged or received by the portfolio cannot be repledged, resold, or rehypothecated. Under an MSFTA, upon a counterparty default (including bankruptcy), the portfolio may terminate any TBA transactions with that counterparty, determine the net amount owed by either party in accordance with its MSFTA, and sell or retain any collateral held up to the net amount owed to the portfolio under the MSFTA.

6. **Mortgage Dollar Rolls:** The portfolio enters into mortgage-dollar-roll transactions, in which the portfolio sells mortgage-backed securities to a dealer and simultaneously agrees to purchase similar securities in the future at a predetermined price. The proceeds of the securities sold in mortgage-dollar-roll transactions are typically invested in high-quality short-term fixed income securities. The portfolio forgoes principal and interest paid on the securities sold, and is compensated by interest earned on the proceeds of the sale and by a lower price on the securities to be repurchased. The portfolio also enters into mortgage-dollar-roll transactions in which the portfolio buys mortgage-backed securities from a dealer pursuant to a TBA transaction and simultaneously agrees to sell similar securities in the future at a predetermined price. The securities bought in mortgage-dollar-roll transactions are used to cover an open TBA sell position. The portfolio continues to earn interest on mortgage-backed security pools already held and receives a lower price on the securities to be sold in the future. The portfolio accounts for mortgage-dollar-roll transactions as purchases and sales; as such, these transactions may increase the portfolio's portfolio turnover rate.

Amounts to be received or paid in connection with open mortgage dollar rolls are included in Receivables for Investment Securities Sold or Payables for Investment Securities Purchased in the Statement of Assets and Liabilities.

7. Repurchase Agreements: The portfolio enters into repurchase agreements with institutional counterparties. Securities pledged as collateral to the portfolio under repurchase agreements are held by a custodian bank until the agreements mature, and in the absence of a default, such collateral cannot be repledged, resold, or rehypothecated. Each agreement requires that the market value of the collateral be sufficient to cover payments of interest and principal. The portfolio further mitigates its counterparty risk by entering into repurchase agreements only with a diverse group of prequalified counterparties, monitoring their financial strength, and entering into master repurchase agreements with its counterparties. The master repurchase agreements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate any repurchase agreements with that counterparty, determine the net amount owed, and sell or retain the collateral up to the net amount owed to the portfolio. Such action may be subject to legal proceedings, which may delay or limit the disposition of collateral.

8. Federal Income Taxes: The portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income. The portfolio's tax returns are open to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return. Management has analyzed the portfolio's tax positions taken for all open federal and state income tax years, and has concluded that no provision for income tax is required in the portfolio's financial statements.

9. Distributions: Distributions to shareholders are recorded on the ex-dividend date. Distributions are determined on a tax basis at the fiscal year-end and may differ from net investment income and realized capital gains for financial reporting purposes.

10. Securities Lending: To earn additional income, the portfolio lends its securities to qualified institutional borrowers. Security loans are subject to termination by the portfolio at any time, and are required to be secured at all times by collateral in an amount at least equal to the market value of securities loaned. Daily market fluctuations could cause the value of loaned securities to be more or less than the value of the collateral received. When this occurs, the collateral is adjusted and settled on the next business day. The portfolio further mitigates its counterparty risk by entering into securities lending transactions only with a diverse group of prequalified counterparties, monitoring their financial strength, and entering into master securities lending agreements with its counterparties. The master securities lending agreements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate any loans with that borrower, determine the net amount owed, and sell or retain the collateral up to the net amount owed to the portfolio; however, such actions may be subject to legal proceedings. While collateral mitigates counterparty risk, in the event of a default, the portfolio may experience delays and costs in recovering the securities loaned. The portfolio invests cash collateral received in Vanguard Market Liquidity Fund, and records a liability in the Statement of Assets and Liabilities for the return of the collateral, during the period the securities are on loan. Collateral investments in Vanguard Market Liquidity Fund are subject to market appreciation or depreciation. Securities lending income represents fees charged to borrowers plus income earned on invested cash collateral, less expenses associated with the loan. During the term of the loan, the portfolio is entitled to all distributions made on or in respect of the loaned securities.

11. Credit Facilities and Interfund Lending Program: The portfolio and certain other funds managed by The Vanguard Group ("Vanguard") participate in a \$4.3 billion committed credit facility provided by a syndicate of lenders pursuant to a credit agreement and an uncommitted credit facility provided by Vanguard. Both facilities may be renewed annually. Each fund is individually liable for its borrowings, if any, under the credit facilities. Borrowings may be utilized for temporary or emergency purposes, subject to the portfolio's regulatory and contractual borrowing restrictions. With respect to the committed credit facility, the participating funds are charged administrative fees and an annual commitment fee of 0.10% of the undrawn committed amount of the facility; these fees are allocated to the funds based on a method approved by the portfolio's board of trustees and included in Management and Administrative expenses on the portfolio's Statement of Operations. Any borrowings under either facility bear interest at a rate based upon the higher of the one-month London Interbank Offered Rate (or an acceptable alternate rate, if necessary), federal funds effective rate, or overnight bank funding rate plus an agreed-upon spread, except that borrowings under the uncommitted credit facility may bear interest based upon an alternate rate agreed to by the portfolio and Vanguard.

In accordance with an exemptive order (the "Order") from the SEC, the portfolio may participate in a joint lending and borrowing program that allows registered open-end Vanguard funds to borrow

money from and lend money to each other for temporary or emergency purposes (the “Interfund Lending Program”), subject to compliance with the terms and conditions of the Order, and to the extent permitted by the portfolio’s investment objective and investment policies. Interfund loans and borrowings normally extend overnight, but can have a maximum duration of seven days. Loans may be called on one business day’s notice. The interest rate to be charged is governed by the conditions of the Order and internal procedures adopted by the board of trustees. The board of trustees is responsible for overseeing the Interfund Lending Program.

For the year ended December 31, 2021, the portfolio did not utilize the credit facilities or the Interfund Lending Program.

12. Other: Dividend income is recorded on the ex-dividend date. Non-cash dividends included in income, if any, are recorded at the fair value of the securities received. Interest income includes income distributions received from Vanguard Market Liquidity Fund and is accrued daily. Premiums and discounts on debt securities are amortized and accreted, respectively, to interest income over the lives of the respective securities, except for premiums on certain callable debt securities that are amortized to the earliest call date. Security transactions are accounted for on the date securities are bought or sold. Costs used to determine realized gains (losses) on the sale of investment securities are those of the specific securities sold.

Taxes on foreign dividends and capital gains have been provided for in accordance with the portfolio’s understanding of the applicable countries’ tax rules and rates. Deferred foreign capital gains tax, if any, is accrued daily based upon net unrealized gains. The portfolio has filed tax reclaims for previously withheld taxes on dividends earned in certain European Union countries. These filings are subject to various administrative and judicial proceedings within these countries. Such tax reclaims received during the year, if any, are included in dividend income. No other amounts for additional tax reclaims are reflected in the financial statements due to the uncertainty as to the ultimate resolution of proceedings, the likelihood of receipt of these reclaims, and the potential timing of payment.

B. Wellington Management Company LLP provides investment advisory services to the portfolio for a fee calculated at an annual percentage rate of average net assets. The basic fee is subject to quarterly adjustments based on the portfolio’s performance relative to the combined index comprising the S&P 500 Index and the Bloomberg Barclays U.S. Credit A or Better Bond Index for the preceding three years. For the year ended December 31, 2021, the investment advisory fee represented an effective annual rate of 0.05% of the portfolio’s average net assets, before a net decrease of \$279,000 (0.01%) based on performance.

C. In accordance with the terms of a Funds’ Service Agreement (the “FSA”) between Vanguard and the portfolio, Vanguard furnishes to the portfolio corporate management, administrative, marketing, and distribution services at Vanguard’s cost of operations (as defined by the FSA). These costs of operations are allocated to the portfolio based on methods and guidelines approved by the board of trustees and are generally settled twice a month.

Upon the request of Vanguard, the portfolio may invest up to 0.40% of its net assets as capital in Vanguard. At December 31, 2021, the portfolio had contributed to Vanguard capital in the amount of \$121,000, representing less than 0.01% of the portfolio’s net assets and 0.05% of Vanguard’s capital received pursuant to the FSA. The portfolio’s trustees and officers are also directors and employees, respectively, of Vanguard.

D. Various inputs may be used to determine the value of the portfolio’s investments and derivatives. These inputs are summarized in three broad levels for financial statement purposes. The inputs or methodologies used to value securities are not necessarily an indication of the risk associated with investing in those securities.

Level 1—Quoted prices in active markets for identical securities.

Level 2—Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3—Significant unobservable inputs (including the portfolio’s own assumptions used to determine the fair value of investments). Any investments and derivatives valued with significant unobservable inputs are noted on the Schedule of Investments.

Balanced Portfolio

The following table summarizes the market value of the portfolio's investments and derivatives as of December 31, 2021, based on the inputs used to value them:

	Level 1 (\$000)	Level 2 (\$000)	Level 3 (\$000)	Total (\$000)
Investments				
Assets				
Common Stocks	2,328,357	182,460	—	2,510,817
U.S. Government and Agency Obligations	—	302,841	—	302,841
Asset-Backed/Commercial Mortgage-Backed Securities	—	53,980	535	54,515
Corporate Bonds	—	787,496	—	787,496
Sovereign Bonds	—	13,439	—	13,439
Taxable Municipal Bonds	—	60,099	—	60,099
Temporary Cash Investments	12	50,690	—	50,702
Total	2,328,369	1,451,005	535	3,779,909
Derivative Financial Instruments				
Assets				
Futures Contracts ¹	133	—	—	133

¹ Includes cumulative appreciation (depreciation) on futures contracts and centrally cleared swaps, if any, as reported in the Schedule of Investments. Only current day's variation margin is reported within the Statement of Assets and Liabilities.

E. At December 31, 2021, the fair values of derivatives were reflected in the Statement of Assets and Liabilities as follows:

	Interest Rate Contracts (\$000)	Total (\$000)
Statement of Assets and Liabilities		
Unrealized Appreciation—Futures Contracts ¹	133	133
Total Assets	133	133

¹ Includes cumulative appreciation (depreciation) on futures contracts and centrally cleared swaps, if any, as reported in the Schedule of Investments. Only current day's variation margin is reported within the Statement of Assets and Liabilities.

Realized net gain (loss) and the change in unrealized appreciation (depreciation) on derivatives for the year ended December 31, 2021, were:

	Interest Rate Contracts (\$000)	Foreign Exchange Contracts (\$000)	Total (\$000)
Realized Net Gain (Loss) on Derivatives			
Futures Contracts	(130)	—	(130)
Forward Currency Contracts	—	107	107
Realized Net Gain (Loss) on Derivatives	(130)	107	(23)
Change in Unrealized Appreciation (Depreciation) on Derivatives			
Futures Contracts	117	—	117
Forward Currency Contracts	—	24	24
Change in Unrealized Appreciation (Depreciation) on Derivatives	117	24	141

F. Permanent differences between book-basis and tax-basis components of net assets are reclassified among capital accounts in the financial statements to reflect their tax character. These reclassifications have no effect on net assets or net asset value per share. As of period end, permanent differences primarily attributable to the accounting for foreign currency transactions were reclassified between the individual components of total distributable earnings (loss).

Temporary differences between book-basis and tax-basis components of total distributable earnings (loss) arise when certain items of income, gain, or loss are recognized in different periods for financial statement and tax purposes; these differences will reverse at some time in the future. The differences are primarily related to the deferral of losses from wash sales; the deferral of losses from straddles; and the recognition of unrealized gains or losses from certain derivative contracts. As of

Balanced Portfolio

period end, the tax-basis components of total distributable earnings (loss) are detailed in the table as follows:

	Amount (\$000)
Undistributed Ordinary Income	99,471
Undistributed Long-Term Gains	272,286
Capital Loss Carryforwards	—
Qualified Late-Year Losses	—
Net Unrealized Gains (Losses)	994,655

The tax character of distributions paid was as follows:

	Year Ended December 31,	
	2021 Amount (\$000)	2020 Amount (\$000)
Ordinary Income*	79,182	87,602
Long-Term Capital Gains	161,176	98,697
Total	240,358	186,299

* Includes short-term capital gains, if any.

As of December 31, 2021, gross unrealized appreciation and depreciation for investments and derivatives based on cost for U.S. federal income tax purposes were as follows:

	Amount (\$000)
Tax Cost	2,785,308
Gross Unrealized Appreciation	1,023,101
Gross Unrealized Depreciation	(28,501)
Net Unrealized Appreciation (Depreciation)	994,600

G. During the year ended December 31, 2021, the portfolio purchased \$684,447,000 of investment securities and sold \$849,764,000 of investment securities, other than U.S. government securities and temporary cash investments. Purchases and sales of U.S. government securities were \$475,881,000 and \$365,572,000, respectively.

The portfolio purchased securities from and sold securities to other funds or accounts managed by its investment advisor or their affiliates, in accordance with procedures adopted by the board of trustees in compliance with Rule 17a-7 of the Investment Company Act of 1940. For the year ended December 31, 2021, such purchases were \$0 and sales were \$3,398,000, resulting in net realized gain of \$450,000; these amounts, other than temporary cash investments, are included in the purchases and sales of investment securities noted above.

H. Capital shares issued and redeemed were:

	Year Ended December 31,	
	2021 Shares (000)	2020 Shares (000)
Issued	9,605	10,781
Issued in Lieu of Cash Distributions	9,716	9,447
Redeemed	(16,345)	(20,878)
Net Increase (Decrease) in Shares Outstanding	2,976	(650)

At December 31, 2021, one shareholder (an insurance company separate account whose holdings in the portfolio represent the indirect investment of Vanguard Variable Annuity contract holders) was the record or beneficial owner of 69% of the portfolio's net assets. If this shareholder were to redeem its investment in the portfolio, the redemption might result in an increase in the portfolio's expense ratio, cause the portfolio to incur higher transaction costs, or lead to the realization of taxable capital gains.

I. Management has determined that no events or transactions occurred subsequent to December 31, 2021, that would require recognition or disclosure in these financial statements.

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Vanguard Variable Insurance Funds and Shareholders of Balanced Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Balanced Portfolio (one of the portfolios constituting Vanguard Variable Insurance Funds, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

/s/PricewaterhouseCoopers LLP
Philadelphia, Pennsylvania
February 17, 2022

We have served as the auditor of one or more investment companies in The Vanguard Group of Funds since 1975.

Special 2021 tax information (unaudited) for corporate shareholders only for Balanced Portfolio, a portfolio of Vanguard Variable Insurance Funds

This information for the fiscal year ended December 31, 2021, is included pursuant to provisions of the Internal Revenue Code for corporate shareholders only.

For corporate shareholders, 29.5% of investment income (dividend income plus short-term gains, if any) qualifies for the dividends-received deduction.

For nonresident alien shareholders, 100% of short-term capital gain dividends distributed by the portfolio are qualified short-term capital gains.

The portfolio distributed \$161,176,000 as capital gain dividends (20% rate gain distributions) to shareholders during the fiscal year.

The percentage of the ordinary dividends reported by the portfolio that is treated as a Section 163(j) interest dividend and thus is eligible to be treated as interest income for purposes of Section 163(j) and the regulations thereunder is 34.4%.

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The People Who Govern Your Fund

The trustees of your mutual fund are there to see that the fund is operated and managed in your best interests since, as a shareholder, you are a part owner of the fund. Your fund's trustees also serve on the board of directors of The Vanguard Group, Inc., which is owned by the Vanguard funds and provides services to them.

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Information for each trustee and executive officer of the fund appears below. That information, as well as the Vanguard fund count, is as of the date on the cover of this fund report. The mailing address of the trustees and officers is P.O. Box 876, Valley Forge, PA 19482. More information about the trustees is in the **Statement of Additional Information**, which can be obtained, without charge, by contacting Vanguard at 800-662-7447, or online at vanguard.com.

Interested Trustee¹

Mortimer J. Buckley

Born in 1969. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chairman of the board (2019–present) of Vanguard and of each of the investment companies served by Vanguard; chief executive officer (2018–present) of Vanguard; chief executive officer, president, and trustee (2018–present) of each of the investment companies served by Vanguard; president and director (2017–present) of Vanguard; and president (2018–present) of Vanguard Marketing Corporation. Chief investment officer (2013–2017), managing director (2002–2017), head of the Retail Investor Group (2006–2012), and chief information officer (2001–2006) of Vanguard. Member of the board of governors of the Investment Company Institute and the board of governors of FINRA. Trustee and vice chair of The Shipley School.

Independent Trustees

Tara Bunch

Born in 1962. Trustee since November 2021. Principal occupation(s) during the past five years and other experience: head of global operations at Airbnb (2020–present). Vice president of AppleCare (2012–2020). Member of the board of directors of Out & Equal (2002–2006), the advisory board of the University of California, Berkeley School of Engineering (2020–present), and the advisory board of Santa Clara University's Leavey School of Business (2018–present).

Emerson U. Fullwood

Born in 1948. Trustee since January 2008. Principal occupation(s) during the past five years and other experience: executive chief staff and marketing officer for North America and corporate vice president (retired 2008) of Xerox Corporation (document management products and services). Former president of the Worldwide Channels Group, Latin America, and Worldwide Customer Service and executive chief staff officer of Developing Markets of Xerox. Executive in residence and 2009–2010 Distinguished Minett Professor at the Rochester Institute of Technology. Member of the board of directors of the University of Rochester Medical Center, the Monroe Community College Foundation, the United Way of Rochester, North Carolina A&T University, Roberts Wesleyan College, and the Rochester Philharmonic Orchestra. Trustee of the University of Rochester.

Amy Gutmann

Born in 1949. Trustee since June 2006. Principal occupation(s) during the past five years and other experience: president (2004–present) of the University of Pennsylvania. Christopher H. Browne Distinguished Professor of Political Science, School of Arts and Sciences, and professor of communication, Annenberg School for Communication, with secondary faculty appointments in the Department of Philosophy, School of Arts and Sciences, and at the Graduate School of Education, University of Pennsylvania.

F. Joseph Loughrey

Born in 1949. Trustee since October 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2009) and vice chairman of the board (2008–2009) of Cummins Inc. (industrial machinery). Chairman of the board of Hillenbrand, Inc. (specialized consumer services). Director of the V Foundation. Member of the advisory council for the College of Arts and Letters at the University of Notre Dame. Chairman of the board of Saint Anselm College.

Mark Loughridge

Born in 1953. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: senior vice president and chief financial officer (retired 2013) of IBM (information technology services). Fiduciary member of IBM's Retirement Plan Committee (2004–2013), senior vice president and general manager (2002–2004) of IBM Global Financing, vice president and controller (1998–2002) of IBM, and a variety of other prior management roles at IBM. Member of the Council on Chicago Booth.

Scott C. Malpass

Born in 1962. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: adjunct professor of finance at the University of Notre Dame (2020–present). Chief investment officer (retired 2020) and vice president (retired 2020) of the University of Notre Dame. Assistant professor (retired June 2020) of finance at the Mendoza College of Business, University of Notre Dame, and member of the Notre Dame 403(b) Investment Committee. Member of the board of Catholic Investment Services, Inc. (investment advisors), the board of superintendence of the Institute for the Works of Religion, and the board of directors of Paxos Trust Company (finance).

Deanna Mulligan

Born in 1963. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chief executive officer of Purposeful (advisory firm for CEOs and C-level executives; 2021–present). Board chair (2020), chief executive officer (2011–2020), and president (2010–2019) of The Guardian Life Insurance Company of America. Chief operating officer (2010–2011) and executive vice president (2008–2010) of Individual Life and Disability of the Guardian Life Insurance Company of America. Member of the board of the Economic Club of New York. Trustee of the Partnership for New York City (business leadership), Chief Executives for Corporate Purpose, and the NewYork-Presbyterian Hospital.

André F. Perold

Born in 1952. Trustee since December 2004. Principal occupation(s) during the past five years and other experience: George Gund Professor of Finance and Banking, Emeritus at the Harvard Business School (retired 2011). Chief investment officer and co-managing partner of HighVista Strategies (private investment firm). Member of the board (2018–present) of RIT Capital Partners (investment firm). Member of the investment committee of Partners Health Care System.

Sarah Bloom Raskin

Born in 1961. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: deputy secretary (2014–2017) of the United States Department of the Treasury. Governor (2010–2014) of the Federal Reserve Board. Commissioner (2007–2010) of financial regulation for the State of Maryland. Colin W. Brown Distinguished Professor of the Practice of Law (2021–present), professor (2020–present), Distinguished Fellow of the Global Financial Markets Center (2020–present), and Rubenstein Fellow (2017–2020) at Duke University. Trustee (2017–present) of Amherst College and member of Amherst College Investment Committee (2019–present). Member of the Regenerative Crisis Response Committee (2020–present).

David A. Thomas

Born in 1956. Trustee since July 2021. Principal occupation(s) during the past five years and other experience: president of Morehouse College (2018–present). Professor of business administration, emeritus at Harvard University (2017–2018). Dean (2011–2016) and professor of management (2016–2017) at the Georgetown University McDonough School of Business. Director of DTE

¹ Mr. Buckley is considered an "interested person," as defined in the Investment Company Act of 1940, because he is an officer of the Vanguard funds.

Energy Company (2013–present). Trustee of Common Fund (2019–present).

Peter F. Volanakis

Born in 1955. Trustee since July 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2010) of Corning Incorporated (communications equipment) and director of Corning Incorporated (2000–2010) and Dow Corning (2001–2010). Director (2012) of SPX Corporation (multi-industry manufacturing). Overseer of the Amos Tuck School of Business Administration, Dartmouth College (2001–2013). Member of the BMW Group Mobility Council.

Executive Officers

Christine M. Buchanan

Born in 1970. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief financial officer (2021–present) and treasurer (2017–present) of each of the investment companies served by Vanguard. Partner (2005–2017) at KPMG (audit, tax, and advisory services).

David Cermak

Born in 1960. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Finance director (2019–present) of each of the investment companies served by Vanguard. Managing director and head (2017–present) of Vanguard Investments Singapore. Managing director and head (2017–2019) of Vanguard Investments Hong Kong. Representative director and head (2014–2017) of Vanguard Investments Japan.

John Galloway

Born in 1973. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Investment stewardship officer (September 2020–present) of each of the investment companies served by Vanguard. Head of Investor Advocacy (February 2020–present) and head of Marketing Strategy and Planning (2017–2020) at Vanguard. Special assistant to the President of the United States (2015).

Peter Mahoney

Born in 1974. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Controller (2015–present) of each of the investment companies served by Vanguard. Head of International Fund Services (2008–2014) at Vanguard.

Anne E. Robinson

Born in 1970. Principal occupation(s) during the past five years and other experience: general counsel (2016–present) of Vanguard. Secretary (2016–present) of Vanguard and of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Managing director and general counsel of Global Cards and Consumer Services (2014–2016) at Citigroup. Counsel (2003–2014) at American Express.

Michael Rollings

Born in 1963. Principal occupation(s) during the past five years and other experience: finance director (2017–present) and treasurer (2017) of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Chief financial officer (2016–present) of Vanguard. Director (2016–present) of Vanguard Marketing Corporation. Executive vice president and chief financial officer (2006–2016) of MassMutual Financial Group.

John E. Schadl

Born in 1972. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief compliance officer (2019–present) of Vanguard and of each of the investment companies served by Vanguard. Assistant vice president (2019–present) of Vanguard Marketing Corporation.

Vanguard Senior Management Team

Matthew Benchener	Thomas M. Rampulla
Joseph Brennan	Karin A. Risi
Mortimer J. Buckley	Anne E. Robinson
Gregory Davis	Michael Rollings
John James	Nitin Tandon
John T. Marcante	Lauren Valente
Chris D. McIsaac	



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All comparative mutual fund data are from Morningstar, Inc., unless otherwise noted.

You can review information about your fund on the SEC's website, and you can receive copies of this information, for a fee, by sending a request via email addressed to publicinfo@sec.gov.

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You can obtain a free copy of Vanguard's proxy voting guidelines by visiting vanguard.com/proxyreporting or by calling Vanguard at 800-662-2739. The guidelines are also available from the SEC's website, www.sec.gov. In addition, you may obtain a free report on how your fund voted the proxies for securities it owned during the 12 months ended June 30. To get the report, visit either vanguard.com/proxyreporting or www.sec.gov.

Annual Report | December 31, 2021

Vanguard Variable Insurance Funds

High Yield Bond Portfolio

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Your Portfolio's Performance at a Glance

- For the 12 months ended December 31, 2021, the High Yield Bond Portfolio returned 3.68%, lagging the 4.35% return of its benchmark, the High-Yield Corporate Composite Index.
- The global economy continued to heal over the 12 months. Vaccination programs started rolling out in developed countries shortly after the period began—helping some of the hardest-hit sectors, such as hospitality, leisure, and travel, begin to rebound—and more workers returned to the labor force. Bond yields moved higher across much of the developed world, however, as new COVID-19 variants spread, inflation surged, and many central banks adopted less accommodative monetary stances.
- U.S. Treasuries returned -2.32%, as represented by the Bloomberg U.S. Treasury Index. Mortgage-backed securities and corporate bonds fared slightly better, each returning -1.04%, as represented by the Bloomberg U.S. Corporate Bond Index and the Bloomberg U.S. Mortgage-Backed Securities Index.
- In the high-yield market, the spread tightened. Lower-quality bonds generally outperformed those of higher quality, led by the lowest-rated CCC bonds. Positioning in the government-related and utilities sectors benefited relative performance, while positioning in the energy and communications sectors detracted.
- For the 10 years ended December 31, 2021, the portfolio posted an average annual return of 6.05%. Its benchmark index recorded an average annual return of 6.41%.
- Please note that the portfolio's returns are different from those in Vanguard Variable Annuity (and other plans that invest in the portfolio), which take into account insurance-related expenses.

Market Barometer

	Average Annual Total Returns Periods Ended December 31, 2021		
	One Year	Three Years	Five Years
Stocks			
Russell 1000 Index (Large-caps)	26.45%	26.21%	18.43%
Russell 2000 Index (Small-caps)	14.82	20.02	12.02
Russell 3000 Index (Broad U.S. market)	25.66	25.79	17.97
FTSE All-World ex US Index (International)	8.36	13.66	9.89
Bonds			
Bloomberg U.S. Aggregate Bond Index (Broad taxable market)	-1.54%	4.79%	3.57%
Bloomberg Municipal Bond Index (Broad tax-exempt market)	1.52	4.73	4.17
FTSE Three-Month U.S. Treasury Bill Index	0.05	0.95	1.11
CPI			
Consumer Price Index	7.04%	3.53%	2.92%

Advisor's Report

The investment environment

For the 12 months ended December 31, 2021, the portfolio returned 3.68%, compared with the benchmark return of 4.35%.

High-yield markets benefited early in the year from vaccine rollouts and additional U.S. fiscal stimulus, and later were propelled by recovering economic data and improving credit fundamentals. Concerns about the rapid spread of the Omicron COVID-19 variant contributed to some market volatility and spread-widening late in the year, but those concerns were eased because the Omicron variant appears to cause a less-severe infection than Delta.

Sovereign yields rose across most developed markets as central banks shifted to tighter monetary policies—including tapering asset purchases and signaling rate hikes—but high-yield spreads were able to absorb the bulk of this move.

The 10-year U.S. Treasury yield increased to 1.51% by the end of December 2021 from 0.91% at the end of December 2020. This led to lower bond prices because bond yields and prices generally move in opposite directions. The spread of the high-yield market tightened to 283 basis points over Treasuries as of December 31, 2021, compared with the 360-basis-point spread at the end of 2020. The average price of the high-yield market decreased by \$1, to \$104, during the period.

There was notable dispersion in performance by credit quality over the year as the high-yield market generally rewarded lower-quality credits. Lowest-rated CCC bonds led, returning 8.59%, according to Bloomberg High Yield Index data, while BB-rated bonds lagged with a 4.61% return. B-rated bonds returned 4.85%.

We continue to see “yellow flags” on inflation and are watching for signs that inflationary pressures could lead to

faster-than-expected monetary policy tightening. On the flip side, previous Federal Reserve policy cycles suggest that the high-yield market tends to perform well during the early stages of hikes when rate increases are responding to a strong economy. However, we are closely monitoring the potential slowdown in economic activity driven by tighter monetary policies.

High-yield issuers have generally adopted relatively credit-friendly financial policies since the start of the COVID-19 crisis in early 2020. Leverage ratios have fallen as companies have recovered and focused on balance-sheet improvement. Average leverage for new issues has stayed flat, albeit at the elevated levels of the last few years, while quality—as measured by the high-yield market's relatively low CCC component (11.5%)—remains high.

We detect somewhat more aggressive financial policy behavior, as evidenced by a modest increase in the use of issuance proceeds for dividends. We also see heightened leveraged buyout (LBO) activity, although the deals to date are mostly well-capitalized, with significant equity cushions. We have some concerns about the potential this year for margin pressure to hurt corporate credit metrics.

Spreads are still in the tightest decile in history. While the market has moved away from its all-time lows, it remains highly compressed with a large degree of negative convexity—meaning there may be limited price appreciation potential from incremental spread-tightening. We favor maintaining a moderately defensive risk positioning given tighter valuations. While the macroeconomic backdrop and corporate fundamentals generally remain positive, we have some concerns at the margin.

Dealers have limited appetite to take on more inventory because they are already stretched. Investor sentiment indicators have fallen to a more neutral level, but equity-raising activity is still high, with equity valuations in some areas of the

market verging on bubble territory. While this does not directly affect the broader high-yield market, it could eventually spill over in some form, via stock buybacks or LBOs at elevated valuations. Collateralized loan obligation (CLO) volume has been strong, but not at alarming levels, while CLO defaults—which are a more reliable signal of trouble—remain low.

We expect high-yield credit spreads to move sideways in a year that could see plenty of volatility because of multiple tail risks. However, we believe the ability to opportunistically lean into risk in the event of a significant repricing of credit risk will be key in 2022. While bouts of volatility may persist, we continue to take a long-term, issuer-specific approach to finding opportunities in this market.

The portfolio's shortfalls

Positioning in the energy and cable/satellite sectors detracted from relative returns. Credit selection in the media/entertainment and food/beverage sectors also hurt relative results.

The portfolio's successes

Positioning in the government-related and utilities sectors benefited relative performance. Credit selection in the gaming and technology sectors also contributed favorably to relative returns.

The portfolio's positioning

The portfolio remains consistent in its investment objective and strategy and maintains meaningful exposure to relatively higher-quality names in the high-yield market. We believe these companies have more stable credit profiles and more predictable cash flows than those at the lower end of the quality spectrum.

We prefer higher-quality credits in order to minimize defaults and to provide stable income. We continue to diversify the portfolio's holdings by issuer and industry. We also continue to deemphasize noncash-paying securities, preferred stocks, and equity-linked securities, such

as convertibles, because of their potential for volatility.

Michael L. Hong, CFA,
Senior Managing Director and Fixed
Income Portfolio Manager

Wellington Management Company LLP

January 12, 2022

About Your Portfolio's Expenses

As a shareholder of the portfolio, you incur ongoing costs, which include costs for portfolio management, administrative services, and shareholder reports (like this one), among others. Operating expenses, which are deducted from a portfolio's gross income, directly reduce the investment return of the portfolio.

A portfolio's expenses are expressed as a percentage of its average net assets. This figure is known as the expense ratio. The following examples are intended to help you understand the ongoing costs (in dollars) of investing in your portfolio and to compare these costs with those of other mutual funds. The examples are based on an investment of \$1,000 made at the beginning of the period shown and held for the entire period.

The accompanying table illustrates your portfolio's costs in two ways:

- **Based on actual portfolio return.** This section helps you to estimate the actual expenses that you paid over the period. The "Ending Account Value" shown is derived from the portfolio's actual return, and the third column shows the dollar amount that would have been paid by an investor who started with \$1,000 in the portfolio. You may use the information here, together with the amount you invested, to estimate the expenses that you paid over the period.

To do so, 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 given for your portfolio under the heading "Expenses Paid During Period."

- **Based on hypothetical 5% yearly return.** This section is intended to help you compare your portfolio's costs with those of other mutual funds. It assumes that the portfolio had a yearly return of 5% before expenses, but that the expense ratio is unchanged. In this case—because the return used is not the portfolio's actual return—the results do not apply to your investment. The example is useful in making comparisons because the Securities and Exchange Commission requires all mutual funds to calculate expenses based on a 5% return. You can assess your portfolio's costs by comparing this hypothetical example with the hypothetical examples that appear in shareholder reports of other funds.

Note that the expenses shown in the table are meant to highlight and help you compare **ongoing** costs only and do not reflect transaction costs incurred by the portfolio for buying and selling securities. The portfolio's expense ratio does not reflect additional fees and expenses associated with the annuity or life insurance program through which you invest.

The calculations assume no shares were bought or sold during the period. Your actual costs may have been higher or lower, depending on the amount of your investment and the timing of any purchases or redemptions.

You can find more information about the portfolio's expenses, including annual expense ratios, in the Financial Statements section of this report. For additional information on operating expenses and other shareholder costs, please refer to your portfolio's current prospectus.

Six Months Ended December 31, 2021

	Beginning Account Value 6/30/2021	Ending Account Value 12/31/2021	Expenses Paid During Period
High Yield Bond Portfolio			
Based on Actual Portfolio Return	\$1,000.00	\$ 1,015.10	\$1.32
Based on Hypothetical 5% Yearly Return	1,000.00	1,023.90	1.33

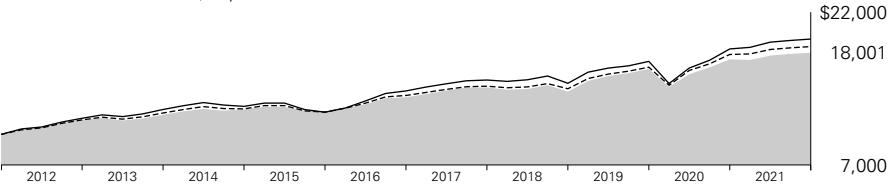
The calculations are based on expenses incurred in the most recent six-month period. The portfolio's annualized six-month expense ratio for that period is 0.26%. The dollar amounts shown as "Expenses Paid" are equal to the annualized expense ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent six-month period, then divided by the number of days in the most recent 12-month period (184/365).

High Yield Bond Portfolio

Performance Summary

All of the returns in this report represent past performance, which is not a guarantee of future results that may be achieved by the portfolio. (Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month-end, visit our website at vanguard.com/performance.) Note, too, that both investment returns and principal value can fluctuate widely, so an investor's shares, when sold, could be worth more or less than their original cost. The returns shown do not reflect taxes that a shareholder would pay on portfolio distributions or on the sale of portfolio shares. Nor do the returns reflect fees and expenses associated with the annuity or life insurance program through which a shareholder invests. If these fees and expenses were included, the portfolio's returns would be lower.

Cumulative Performance: December 31, 2011, Through December 31, 2021
Initial Investment of \$10,000



Average Annual Total Returns
Periods Ended December 31, 2021

	One Year	Five Years	Ten Years	Final Value of a \$10,000 Investment
High Yield Bond Portfolio	3.68%	5.69%	6.05%	\$18,001
High-Yield Corporate Composite Index	4.35	6.14	6.41	18,621
Bloomberg U.S. Corporate High Yield Bond Index	5.28	6.30	6.83	19,358

High-Yield Corporate Composite Index: Weighted 95% Bloomberg U.S. High-Yield Ba/B 2% Issuer Capped Index and 5% Bloomberg U.S. 1-5 Year Treasury Bond Index.

Portfolio Allocation

As of December 31, 2021

Communications	19.3%
Consumer Discretionary	16.2
Consumer Staples	4.1
Energy	9.2
Financials	9.6
Health Care	11.8
Industrials	6.7
Materials	8.7
Real Estate	1.2
Technology	11.4
Utilities	1.8

The table reflects the portfolio's investments, except for short-term investments and derivatives.

Financial Statements

Schedule of Investments

As of December 31, 2021

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The portfolio's Form N-PORT reports are available on the SEC's website at www.sec.gov.

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
Corporate Bonds (94.4%)									
Communications (18.3%)									
^{1,2} Altice France SA	2.125%	2/15/25	585	647	¹ Outfront Media Capital LLC / Outfront Media Capital Corp.	4.625%	3/15/30	2,132	2,133
¹ Altice France SA	5.500%	1/15/28	1,700	1,685	Quebecor Media Inc.	5.750%	1/15/23	2,810	2,925
¹ Altice France SA	5.125%	7/15/29	815	795	¹ ROBLOX Corp.	3.875%	5/1/30	3,155	3,200
¹ Arches Buyer Inc.	4.250%	6/1/28	1,770	1,770	¹ Scripps Escrow II Inc.	3.875%	1/15/29	1,835	1,844
Belo Corp.	7.750%	6/1/27	920	1,078	¹ Sirius XM Radio Inc.	3.125%	9/1/26	355	355
Belo Corp.	7.250%	9/15/27	667	767	¹ Sirius XM Radio Inc.	4.000%	7/15/28	1,090	1,097
¹ CCO Holdings LLC / CCO Holdings Capital Corp.	5.500%	5/1/26	868	895	¹ Sirius XM Radio Inc.	4.125%	7/1/30	1,590	1,594
¹ CCO Holdings LLC / CCO Holdings Capital Corp.	4.500%	8/15/30	2,530	2,596	¹ Sirius XM Radio Inc.	3.875%	9/1/31	1,375	1,351
¹ CCO Holdings LLC / CCO Holdings Capital Corp.	4.250%	2/1/31	2,055	2,077	Sprint Capital Corp.	6.875%	11/15/28	915	1,158
CCO Holdings LLC / CCO Holdings Capital Corp.	4.500%	5/1/32	3,161	3,258	Sprint Capital Corp.	8.750%	3/15/32	455	683
Charter Communications Operating LLC / Charter Communications Operating Capital	5.375%	5/1/47	500	597	Sprint Corp.	7.875%	9/15/23	6,974	7,695
Charter Communications Operating LLC / Charter Communications Operating Capital	5.125%	7/1/49	600	695	Sprint Corp.	7.125%	6/15/24	2,101	2,360
¹ CSC Holdings LLC	5.500%	4/15/27	2,610	2,699	Sprint Corp.	7.625%	2/15/25	1,595	1,837
¹ CSC Holdings LLC	6.500%	2/1/29	1,025	1,100	Telecom Italia Capital SA	6.375%	11/15/33	381	410
¹ CSC Holdings LLC	4.125%	12/1/30	4,305	4,207	Telecom Italia Capital SA	6.000%	9/30/34	1,085	1,147
¹ CSC Holdings LLC	4.625%	12/1/30	400	378	Telecom Italia Capital SA	7.721%	6/4/38	1,280	1,504
¹ CSC Holdings LLC	3.375%	2/15/31	1,935	1,812	Telecom Italia SpA	5.303%	5/30/24	445	468
¹ CSC Holdings LLC	4.500%	11/15/31	3,900	3,855	¹ Telenet Finance Luxembourg Notes Sarl	5.500%	3/1/28	3,400	3,513
¹ CSC Holdings LLC	5.000%	11/15/31	840	811	Time Warner Cable LLC	5.875%	11/15/40	60	75
DISH DBS Corp.	5.875%	7/15/22	2,176	2,213	Time Warner Cable LLC	5.500%	9/1/41	578	700
DISH DBS Corp.	5.000%	3/15/23	1,384	1,418	T-Mobile USA Inc.	5.375%	4/15/27	2,380	2,478
DISH DBS Corp.	5.875%	11/15/24	2,405	2,470	¹ T-Mobile USA Inc.	3.375%	4/15/29	1,310	1,337
DISH DBS Corp.	7.750%	7/1/26	3,000	3,169	¹ T-Mobile USA Inc.	3.500%	4/15/31	1,605	1,664
DISH DBS Corp.	7.375%	7/1/28	4,005	4,066	¹ UPC Broadband Finco BV	4.875%	7/15/31	2,410	2,470
Embarq Corp.	7.995%	6/1/36	865	969	¹ UPC Holding BV	5.500%	1/15/28	2,050	2,136
¹ Frontier Communications Holdings LLC	5.875%	10/15/27	810	857	ViacomCBS Inc.	5.875%	2/28/57	2,560	2,554
¹ Frontier Communications Holdings LLC	5.000%	5/1/28	4,105	4,235	ViacomCBS Inc.	6.250%	2/28/57	944	1,064
¹ Frontier Communications Holdings LLC	6.750%	5/1/29	1,975	2,060	Videotron Ltd.	5.375%	6/15/24	260	279
Frontier Communications Holdings LLC	5.875%	11/1/29	2,780	2,776	¹ Videotron Ltd.	5.125%	4/15/27	1,750	1,810
¹ Frontier Communications Holdings LLC	6.000%	1/15/30	1,290	1,295	^{1,3} Videotron Ltd.	3.625%	6/15/28	2,565	1,981
Go Daddy Operating Co. LLC / GD Finance Co. Inc.	3.500%	3/1/29	3,375	3,351	¹ Videotron Ltd.	3.625%	6/15/29	1,220	1,233
¹ Iliad Holding SAS	6.500%	10/15/26	755	794	^{1,4} Virgin Media Secured Finance plc	4.500%	8/15/30	1,190	1,198
¹ Iliad Holding SAS	7.000%	10/15/28	490	516	Virgin Media Vendor Financing Notes III DAC	4.875%	7/15/28	1,090	1,474
Lamar Media Corp.	3.750%	2/15/28	1,770	1,779	¹ Virgin Media Vendor Financing Notes IV DAC	5.000%	7/15/28	1,075	1,084
Lamar Media Corp.	4.000%	2/15/30	1,920	1,942	¹ Vmed O2 UK Financing I plc	4.250%	1/31/31	3,140	3,077
Lamar Media Corp.	3.625%	1/15/31	1,311	1,278	¹ VTR Comunicaciones SpA	5.125%	1/15/28	497	506
^{1,2} Lorca Telecom Bondco SA	4.000%	9/18/27	1,585	1,832	¹ VTR Finance NV	6.375%	7/15/28	255	267
Lumen Technologies Inc.	6.750%	12/1/23	755	815	^{1,2} WMG Acquisition Corp.	2.750%	7/15/28	520	607
Lumen Technologies Inc.	7.500%	4/1/24	557	610	¹ WMG Acquisition Corp.	3.875%	7/15/30	1,515	1,536
Netflix Inc.	3.625%	6/15/25	335	354	¹ WMG Acquisition Corp.	3.000%	2/15/31	2,085	2,002
¹ Outfront Media Capital LLC / Outfront Media Capital Corp.	5.000%	8/15/27	439	449	^{1,2} WP/AP Telecom Holdings IV BV	3.750%	1/15/29	1,020	1,174
					¹ Ziggo BV	5.500%	1/15/27	1,545	1,591
					¹ Ziggo BV	4.875%	1/15/30	1,529	1,567
									142,108
					Consumer Discretionary (15.3%)				
					¹ 1011778 BC ULC / New Red Finance Inc.	3.875%	1/15/28	1,185	1,200
					¹ 1011778 BC ULC / New Red Finance Inc.	4.375%	1/15/28	1,500	1,532
					¹ 1011778 BC ULC / New Red Finance Inc.	3.500%	2/15/29	500	495
					¹ 1011778 BC ULC / New Red Finance Inc.	4.000%	10/15/30	2,465	2,435
					¹ Adient Global Holdings Ltd.	4.875%	8/15/26	1,090	1,116
					¹ American Builders & Contractors Supply Co. Inc.	4.000%	1/15/28	2,226	2,277

High Yield Bond Portfolio

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)			Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
1	American Builders & Contractors Supply Co. Inc.	3.875%	11/15/29	1,165	1,164	1	JELD-WEN Inc.	4.875%	12/15/27	515	528
	Asbury Automotive Group Inc.	4.500%	3/1/28	745	761	1	KAR Auction Services Inc.	5.125%	6/1/25	2,069	2,095
1	Asbury Automotive Group Inc.	4.625%	11/15/29	645	658		KB Home	7.500%	9/15/22	215	225
	Asbury Automotive Group Inc.	4.750%	3/1/30	489	500		KB Home	7.625%	5/15/23	1,300	1,370
1	Asbury Automotive Group Inc.	5.000%	2/15/32	645	666		KB Home	4.800%	11/15/29	405	442
1	Ashton Woods USA LLC / Ashton Woods Finance Co.	4.625%	4/1/30	130	129	1	KB Home	4.000%	6/15/31	1,125	1,168
	Bath & Body Works Inc.	6.694%	1/15/27	300	345		KFC Holding Co. / Pizza Hut Holdings LLC / Taco Bell of America LLC	4.750%	6/1/27	1,010	1,051
1	Bath & Body Works Inc.	6.625%	10/1/30	2,130	2,418		Lennar Corp.	4.500%	4/30/24	1,965	2,089
1	Beacon Roofing Supply Inc.	4.125%	5/15/29	490	490		Lennar Corp.	5.250%	6/1/26	130	146
5,6	Beacon Roofing Supply Inc. Bank Loan, 1M USD LIBOR + 2.250%	2.340%	1/31/22	801	796	1	Lithia Motors Inc.	4.625%	12/15/27	1,945	2,045
	Boyd Gaming Corp.	4.750%	12/1/27	3,725	3,829		Macy's Retail Holdings LLC	2.875%	2/15/23	106	107
1	Builders Firstsource Inc.	4.250%	2/1/32	860	895	1	Macy's Retail Holdings LLC	3.625%	6/1/24	966	992
1	Caesars Entertainment Inc.	6.250%	7/1/25	1,810	1,901	1	Masonite International Corp.	3.500%	2/15/30	325	322
1	Caesars Entertainment Inc.	8.125%	7/1/27	1,695	1,876	1	Mattel Inc.	3.375%	4/1/26	635	651
1	Caesars Entertainment Inc.	4.625%	10/15/29	1,200	1,207	1	Mattel Inc.	5.875%	12/15/27	1,910	2,053
1	Caesars Resort Collection LLC / CRC Finco Inc.	5.750%	7/1/25	610	638		MGM Resorts International	6.000%	3/15/23	680	714
1	Carnival Corp.	5.750%	3/1/27	381	381	1	MGM Resorts International	5.750%	6/15/25	985	1,063
1	Carnival Corp.	4.000%	8/1/28	2,725	2,705	1	Michaels Cos. Inc.	5.250%	5/1/28	1,075	1,074
1	Carnival Corp.	6.000%	5/1/29	1,730	1,721	1	Michaels Cos. Inc.	7.875%	5/1/29	2,233	2,201
	Cedar Fair LP	5.250%	7/15/29	1,645	1,696	1	NMG Holding Co. Inc. / Neiman Marcus Group LLC	7.125%	4/1/26	460	488
	Cedar Fair LP / Canada's Wonderland Co. / Magnum Management Corp. / Millennium Op	5.375%	4/15/27	775	795	1	Penn National Gaming Inc.	4.125%	7/1/29	1,500	1,460
5,6,7	Chamberlain Group Inc. Bank Loan, 1M USD LIBOR + 3.500%	4.000%	1/31/22	985	984	1	Petsmart Inc.	4.750%	2/15/28	1,600	1,645
1	Cinemark USA Inc.	5.875%	3/15/26	555	561	1	Petsmart Inc.	7.750%	2/15/29	250	273
1	Cinemark USA Inc.	5.250%	7/15/28	1,720	1,677		PulteGroup Inc.	5.500%	3/1/26	818	931
1,2	Cirsa Finance International Sarl	6.250%	12/20/23	1,240	1,428		PVH Corp.	4.625%	7/10/25	1,135	1,238
1,2	Cirsa Finance International Sarl	4.500%	3/15/27	720	801	1	Royal Caribbean Cruises Ltd.	4.250%	7/1/26	295	286
1	Clarios Global LP / Clarios US Finance Co.	6.250%	5/15/26	322	337	1	Royal Caribbean Cruises Ltd.	5.500%	8/31/26	1,950	1,983
1	Clarios Global LP / Clarios US Finance Co.	8.500%	5/15/27	804	852	1	Scientific Games International Inc.	7.000%	5/15/28	1,975	2,114
5,6	Clarios Global LP Bank Loan, 1M USD LIBOR + 3.250%	3.337%	1/31/22	917	910		Service Corp. International	4.625%	12/15/27	505	528
	Ford Motor Co.	3.250%	2/12/32	2,220	2,273		Service Corp. International	5.125%	6/1/29	2,105	2,267
	Ford Motor Credit Co. LLC	5.596%	1/7/22	220	220		Service Corp. International	3.375%	8/15/30	650	638
	Ford Motor Credit Co. LLC	3.219%	1/9/22	410	410		Service Corp. International	4.000%	5/15/31	1,560	1,592
	Ford Motor Credit Co. LLC	3.339%	3/28/22	200	201	1	Speedway Motorsports LLC / Speedway Funding II Inc.	4.875%	11/1/27	817	830
	Ford Motor Credit Co. LLC	2.979%	8/3/22	250	252	5,6	SRAM LLC Bank Loan, 6M USD LIBOR + 2.750%	3.250%	6/30/22	633	632
	Ford Motor Credit Co. LLC	4.250%	9/20/22	420	428	1	Taylor Morrison Communities Inc.	5.875%	6/15/27	750	841
	Ford Motor Credit Co. LLC	3.350%	11/1/22	1,175	1,191	1	Taylor Morrison Communities Inc.	5.125%	8/1/30	1,075	1,189
	Ford Motor Credit Co. LLC	3.087%	1/9/23	900	914		Toll Brothers Finance Corp.	4.875%	11/15/25	295	325
	Ford Motor Credit Co. LLC	3.370%	11/17/23	395	408		Toll Brothers Finance Corp.	4.875%	3/15/27	710	794
	Ford Motor Credit Co. LLC	4.134%	8/4/25	380	403		Toll Brothers Finance Corp.	3.800%	11/1/29	1,161	1,253
	Ford Motor Credit Co. LLC	3.375%	11/13/25	470	488	1	Under Armour Inc.	3.250%	6/15/26	2,310	2,385
	Ford Motor Credit Co. LLC	4.389%	1/8/26	200	215	1	William Carter Co.	5.500%	5/15/25	280	292
	Ford Motor Credit Co. LLC	2.700%	8/10/26	2,290	2,313	1	William Carter Co.	5.625%	3/15/27	404	418
6	Ford Motor Credit Co. LLC, 3M USD LIBOR + 1.080%	1.221%	8/3/22	575	575	1	Williams Scotsman International Inc.	4.625%	8/15/28	60	62
6	Ford Motor Credit Co. LLC, 3M USD LIBOR + 1.235%	1.391%	2/15/23	255	254	1	WW International Inc.	4.500%	4/15/29	1,945	1,861
1	Gap Inc.	3.625%	10/1/29	1,120	1,108	5,6	WW International Inc. Bank Loan, 1M USD LIBOR + 3.500%	4.000%	1/31/22	307	304
1	Gap Inc.	3.875%	10/1/31	1,740	1,719	1	Wynn Las Vegas LLC / Wynn Las Vegas Capital Corp.	5.500%	3/1/25	1,615	1,670
5,6	Great Outdoors Group LLC Bank Loan, 3M USD LIBOR + 3.750%	4.500%	3/31/22	2,143	2,144	1	Wynn Las Vegas LLC / Wynn Las Vegas Capital Corp.	5.250%	5/15/27	660	674
1	Group 1 Automotive Inc.	4.000%	8/15/28	125	125	1	Wynn Macau Ltd.	5.500%	1/15/26	250	235
1	Hanesbrands Inc.	4.625%	5/15/24	730	762	1	Wynn Macau Ltd.	5.125%	12/15/29	415	370
1	Hanesbrands Inc.	4.875%	5/15/26	2,974	3,186	1	Yum! Brands Inc.	7.750%	4/1/25	1,150	1,212
5,6	IRB Holding Corp. Bank Loan, 3M USD LIBOR + 3.250%	4.250%	3/15/22	2,772	2,769	1	Yum! Brands Inc.	4.750%	1/15/30	910	985
1	Jacobs Entertainment Inc.	7.875%	2/1/24	600	613	1	Yum! Brands Inc.	3.625%	3/15/31	1,550	1,545
1	JELD-WEN Inc.	4.625%	12/15/25	345	349						119,152
Consumer Staples (3.9%)											
	B&G Foods Inc.	5.250%	9/15/27	3,260	3,372	1,4	Bellis Acquisition Co. plc	3.250%	2/16/26	508	661
	Darling Global Finance BV	3.625%	5/15/26	395	456	1,2	Darling Global Finance BV	3.625%	5/15/26	395	456
	Darling Ingredients Inc.	5.250%	4/15/27	795	820	1	Darling Ingredients Inc.	5.250%	4/15/27	795	820
	Energizer Holdings Inc.	4.750%	6/15/28	3,420	3,489	1	Energizer Holdings Inc.	4.750%	6/15/28	3,420	3,489
	Energizer Holdings Inc.	4.375%	3/31/29	580	567	1	Energizer Holdings Inc.	4.375%	3/31/29	580	567

High Yield Bond Portfolio

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
5,6	Froneri International Ltd. Bank Loan, 1M USD LIBOR + 2.250%								
	2.337%	1/31/22	892	878					
	5.200%	7/15/45	3,010	3,837					
1	Kraft Heinz Foods Co.								
	6.875%	5/1/25	200	210					
1	Performance Food Group Inc.								
	5.500%	10/15/27	2,685	2,804					
1	Performance Food Group Inc.								
	4.250%	8/1/29	1,490	1,478					
1	Post Holdings Inc.								
	5.750%	3/1/27	890	921					
1	Post Holdings Inc.								
	5.625%	1/15/28	2,170	2,300					
1	Post Holdings Inc.								
	5.500%	12/15/29	385	405	1				
1	Post Holdings Inc.								
	4.625%	4/15/30	3,364	3,414					
1	Post Holdings Inc.								
	4.500%	9/15/31	2,485	2,466					
1	TreeHouse Foods Inc.								
	4.000%	9/1/28	1,021	980					
1	United Natural Foods Inc.								
	6.750%	10/15/28	695	745					
1	US Foods Inc.								
	4.625%	6/1/30	480	486					
			30,289						
Energy (8.7%)									
	4.875%	11/15/27	1,560	1,703					
	4.375%	10/15/28	105	114					
	4.250%	1/15/30	365	396	1,8				
	5.100%	9/1/40	1,065	1,204	1,8				
	5.250%	2/1/42	471	545	1,8				
	4.250%	1/15/44	22	22	1,8				
	5.350%	7/1/49	1,372	1,572	1				
1	Blue Racer Midstream LLC / Blue Racer Finance Corp.								
	7.625%	12/15/25	435	462	1				
1	Blue Racer Midstream LLC / Blue Racer Finance Corp.								
	6.625%	7/15/26	775	803	1				
1	Buckeye Partners LP								
	4.125%	3/1/25	1,285	1,329					
1	Buckeye Partners LP								
	4.500%	3/1/28	1,954	1,976					
	4.500%	10/1/29	1,076	1,146					
	4.375%	1/15/28	1,553	1,681					
1	Continental Resources Inc.								
	5.750%	1/15/31	960	1,132					
	4.900%	6/1/44	2,355	2,624					
	4.950%	4/1/22	1,436	1,436					
	3.875%	3/15/23	801	821					
1	DT Midstream Inc.								
	4.125%	6/15/29	1,068	1,098					
1	DT Midstream Inc.								
	4.375%	6/15/31	900	938					
	5.050%	4/1/45	906	874					
	4.000%	8/1/24	420	437					
1	EQM Midstream Partners LP								
	6.000%	7/1/25	1,580	1,718					
1	EQM Midstream Partners LP								
	6.500%	7/1/27	1,710	1,918					
	5.500%	7/15/28	466	509					
1	EQM Midstream Partners LP								
	4.500%	1/15/29	990	1,030					
1	EQM Midstream Partners LP								
	4.750%	1/15/31	1,680	1,776					
	3.000%	10/1/22	385	389					
	6.625%	2/1/25	145	164					
	7.500%	2/1/30	699	897					
	3.625%	5/15/31	857	894					
5,6	NorthRiver Midstream Finance LP Bank Loan, 3M USD LIBOR + 3.250%								
	3.382%	1/4/22	723	721					
	3.400%	4/15/26	365	374					
	3.200%	8/15/26	100	103					
	6.375%	9/1/28	240	285					
	3.500%	8/15/29	1,308	1,343					
	6.125%	1/1/31	676	821					
	4.400%	4/15/46	225	232					
	4.100%	2/15/47	290	285					
	4.200%	3/15/48	125	125					
	4.400%	8/15/49	110	112					
	7.200%	11/1/31	140	182					
	7.375%	11/1/31	1,344	1,770					
	6.500%	8/15/34	797	1,025					
	6.500%	2/1/38	715	923					
	8.250%	1/15/29	675	753					
1	Rockies Express Pipeline LLC								
	4.950%	7/15/29	207	222					
1	Rockies Express Pipeline LLC								
	4.800%	5/15/30	166	173					
1	Rockies Express Pipeline LLC								
	7.500%	7/15/38	842	951					

High Yield Bond Portfolio

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)			Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
¹	Freedom Mortgage Corp.	7.625%	5/1/26	88	90	¹	CHS/Community Health Systems Inc.	6.625%	2/15/25	975	1,009
¹	goeasy Ltd.	4.375%	5/1/26	1,371	1,401	¹	CHS/Community Health Systems Inc.	5.625%	3/15/27	1,315	1,391
¹	Home Point Capital Inc.	5.000%	2/1/26	742	688	¹	CHS/Community Health Systems Inc.	6.000%	1/15/29	770	825
¹	HUB International Ltd.	5.625%	12/1/29	860	886	¹	CHS/Community Health Systems Inc.	4.750%	2/15/31	835	845
^{5,6,7,9}	HUB International Ltd. Bank Loan	—%	11/30/24	355	355	¹	Grifols Escrow Issuer SA	4.750%	10/15/28	290	293
	ING Groep NV	6.875%	12/29/49	2,805	2,857	^{1,2}	Grifols SA	1.625%	2/15/25	810	916
¹	Intesa Sanpaolo SpA	5.017%	6/26/24	900	964	^{1,2}	Grifols SA	2.250%	11/15/27	1,325	1,505
¹	Intesa Sanpaolo SpA	5.710%	1/15/26	3,185	3,524		HCA Inc.	7.690%	6/15/25	130	153
¹	LD Holdings Group LLC	6.500%	11/1/25	430	424		HCA Inc.	5.875%	2/15/26	2,895	3,272
¹	LD Holdings Group LLC	6.125%	4/1/28	225	212		HCA Inc.	5.625%	9/1/28	390	456
	MGIC Investment Corp.	5.750%	8/15/23	685	721		HCA Inc.	5.875%	2/1/29	450	537
	MGIC Investment Corp.	5.250%	8/15/28	885	934		HCA Inc.	3.500%	9/1/30	5,575	5,888
¹	Nationstar Mortgage Holdings Inc.	5.125%	12/15/30	3,518	3,503	¹	Hill-Rom Holdings Inc.	4.375%	9/15/27	310	325
	Navient Corp.	5.500%	1/25/23	1,000	1,042	¹	Hologic Inc.	3.250%	2/15/29	1,665	1,672
	Navient Corp.	7.250%	9/25/23	186	200	^{5,6}	ICON Luxembourg Sarl Bank Loan, 3M USD LIBOR + 2.250%	3.000%	3/31/22	552	552
	Navient Corp.	6.750%	6/15/26	40	44	^{5,6}	ICON Luxembourg Sarl Bank Loan, 3M USD LIBOR + 2.250%	3.000%	3/31/22	137	137
	Navient Corp.	4.875%	3/15/28	398	397	¹	IQVIA Inc.	5.000%	5/15/27	4,093	4,238
	Navient Corp.	5.500%	3/15/29	2,185	2,187	^{1,2}	IQVIA Inc.	2.250%	1/15/28	1,200	1,373
	Navient Corp.	5.625%	8/1/33	281	268	^{1,2}	IQVIA Inc.	2.875%	6/15/28	1,405	1,638
	OneMain Finance Corp.	8.250%	10/1/23	380	420	¹	Jazz Securities DAC	4.375%	1/15/29	1,285	1,330
	OneMain Finance Corp.	6.125%	3/15/24	755	800	^{5,6}	Medline Industries Inc. Bank Loan, 1M USD LIBOR + 3.250%	3.750%	1/31/22	3,510	3,506
	OneMain Finance Corp.	7.125%	3/15/26	2,536	2,901	¹	Mozart Debt Merger Sub Inc.	3.875%	4/1/29	5,695	5,675
	OneMain Finance Corp.	3.500%	1/15/27	545	540	¹	Mozart Debt Merger Sub Inc.	5.250%	10/1/29	3,054	3,102
	OneMain Finance Corp.	3.875%	9/15/28	1,350	1,326	¹	Organon & Co. / Organon Foreign Debt Co.-Issuer BV	4.125%	4/30/28	2,675	2,743
	OneMain Finance Corp.	4.000%	9/15/30	1,500	1,475	¹	Organon & Co. / Organon Foreign Debt Co.-Issuer BV	5.125%	4/30/31	1,045	1,092
¹	Park Aerospace Holdings Ltd.	5.500%	2/15/24	600	644	¹	Par Pharmaceutical Inc.	7.500%	4/1/27	767	784
¹	PennyMac Financial Services Inc.	5.375%	10/15/25	1,745	1,791	¹	Teleflex Inc.	4.250%	6/1/28	1,991	2,048
¹	PennyMac Financial Services Inc.	4.250%	2/15/29	2,700	2,593	¹	Tenet Healthcare Corp.	4.625%	7/15/24	115	117
	Radian Group Inc.	4.500%	10/1/24	2,485	2,605	¹	Tenet Healthcare Corp.	4.625%	9/1/24	315	323
	Radian Group Inc.	6.625%	3/15/25	300	332	¹	Tenet Healthcare Corp.	7.500%	4/1/25	305	320
	Radian Group Inc.	4.875%	3/15/27	300	322	¹	Tenet Healthcare Corp.	4.875%	1/1/26	270	277
^{5,6,7,9}	Trans Union LLC Bank Loan	—%	12/1/28	2,450	2,442	¹	Tenet Healthcare Corp.	4.625%	6/15/28	870	895
¹	United Wholesale Mortgage LLC	5.750%	6/15/27	650	652		Teva Pharmaceutical Finance Netherlands III BV	3.150%	10/1/26	2,890	2,734
				70,517			Teva Pharmaceutical Finance Netherlands III BV	6.750%	3/1/28	2,000	2,144
Health Care (11.1%)						86,466					
¹	180 Medical Inc.	3.875%	10/15/29	200	203	Industrials (6.3%)					
¹	Acadia Healthcare Co. Inc.	5.500%	7/1/28	480	504	¹	APX Group Inc.	5.750%	7/15/29	580	574
¹	Acadia Healthcare Co. Inc.	5.000%	4/15/29	350	362	^{5,6}	APX Group Inc. Bank Loan, 3M USD LIBOR + 2.500%	4.000%	3/31/22	975	972
^{1,2}	Avantor Funding Inc.	2.625%	11/1/25	2,316	2,693	¹	Aramark Services Inc.	5.000%	4/1/25	1,935	1,973
¹	Avantor Funding Inc.	4.625%	7/15/28	3,035	3,189	¹	Aramark Services Inc.	5.000%	2/1/28	980	1,014
¹	Bausch Health Americas Inc.	9.250%	4/1/26	520	552	¹	Ashtead Capital Inc.	4.375%	8/15/27	1,545	1,603
¹	Bausch Health Americas Inc.	8.500%	1/31/27	1,150	1,216	¹	Brand Industrial Services Inc.	8.500%	7/15/25	3,262	3,257
¹	Bausch Health Cos. Inc.	6.125%	4/15/25	2,159	2,204	^{5,6}	Brown Group Holding LLC Bank Loan, 3M USD LIBOR + 2.500%	3.250%	3/31/22	2,991	2,984
¹	Bausch Health Cos. Inc.	5.500%	11/1/25	2,140	2,173	¹	BWV Technologies Inc.	4.125%	6/30/28	1,058	1,073
¹	Bausch Health Cos. Inc.	9.000%	12/15/25	815	859	¹	BWV Technologies Inc.	4.125%	4/15/29	1,440	1,463
¹	Bausch Health Cos. Inc.	7.000%	1/15/28	540	543	¹	Clean Harbors Inc.	4.875%	7/15/27	1,414	1,461
¹	Bausch Health Cos. Inc.	5.000%	1/30/28	1,295	1,205	¹	Clean Harbors Inc.	5.125%	7/15/29	768	815
¹	Bausch Health Cos. Inc.	4.875%	6/1/28	925	949	^{5,6}	Core & Main LP Bank Loan, 1M USD LIBOR + 2.500%	2.588%	1/27/22	260	258
¹	Bausch Health Cos. Inc.	7.250%	5/30/29	60	59	¹	First Student Bidco Inc. / First Transit Parent Inc.	4.000%	7/31/29	2,092	2,030
¹	Bausch Health Cos. Inc.	5.250%	1/30/30	2,120	1,874	¹	Hawaiian Brand Intellectual Property Ltd. / HawaiianMiles Loyalty Ltd.	5.750%	1/20/26	500	524
^{1,2}	CAB SELAS	3.375%	2/1/28	1,246	1,415						
²	CAB SELAS	3.375%	2/1/28	650	738						
¹	Catalent Pharma Solutions Inc.	5.000%	7/15/27	630	654						
^{1,2}	Catalent Pharma Solutions Inc.	2.375%	3/1/28	1,310	1,488						
²	Catalent Pharma Solutions Inc.	2.375%	3/1/28	750	852						
¹	Catalent Pharma Solutions Inc.	3.125%	2/15/29	185	183						
¹	Catalent Pharma Solutions Inc.	3.500%	4/1/30	430	429						
	Centene Corp.	4.250%	12/15/27	2,080	2,176						
	Centene Corp.	4.625%	12/15/29	735	793						
	Centene Corp.	3.375%	2/15/30	810	827						
	Centene Corp.	3.000%	10/15/30	590	600						
	Centene Corp.	2.625%	8/1/31	775	762						
¹	Charles River Laboratories International Inc.	4.250%	5/1/28	1,550	1,615						
¹	Charles River Laboratories International Inc.	3.750%	3/15/29	640	650						
¹	Charles River Laboratories International Inc.	4.000%	3/15/31	570	584						

High Yield Bond Portfolio

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
¹	Herc Holdings Inc.	5.500%	7/15/27	5,966	6,211
^{1,2}	Loxam SAS	4.250%	4/15/24	190	218
²	Loxam SAS	2.875%	4/15/26	655	739
²	Loxam SAS	3.750%	7/15/26	750	866
¹	Mueller Water Products Inc.	4.000%	6/15/29	175	177
^{1,2}	Q-Park Holding I BV	1.500%	3/1/25	805	883
^{1,2}	Q-Park Holding I BV	2.000%	3/1/27	1,025	1,100
¹	Sensata Technologies BV	4.875%	10/15/23	300	316
¹	Sensata Technologies BV	5.625%	11/1/24	575	632
¹	Sensata Technologies BV	5.000%	10/1/25	1,625	1,764
¹	Sensata Technologies Inc.	4.375%	2/15/30	400	423
¹	Sensata Technologies Inc.	3.750%	2/15/31	1,642	1,639
¹	Spirit AeroSystems Inc.	5.500%	1/15/25	750	779
¹	Stericycle Inc.	3.875%	1/15/29	255	252
^{1,2}	TK Elevator Midco GmbH	4.375%	7/15/27	275	323
¹	TK Elevator US Newco Inc.	5.250%	7/15/27	1,360	1,428
¹	United Airlines Inc.	4.375%	4/15/26	260	271
¹	United Airlines Inc.	4.625%	4/15/29	295	306
	United Rentals North America Inc.	5.500%	5/15/27	2,125	2,209
	United Rentals North America Inc.	4.875%	1/15/28	1,794	1,885
	United Rentals North America Inc.	5.250%	1/15/30	740	801
	United Rentals North America Inc.	4.000%	7/15/30	2,665	2,752
	United Rentals North America Inc.	3.875%	2/15/31	1,206	1,225
	United Rentals North America Inc.	3.750%	1/15/32	875	882
^{1,2}	Verisure Holding AB	3.250%	2/15/27	688	781
^{1,2}	Verisure Midholding AB	5.250%	2/15/29	221	255
					49,118
Materials (8.2%)					
¹	ARD Finance SA	6.500%	6/30/27	955	983
¹	Ardagh Metal Packaging Finance USA LLC / Ardagh Metal Packaging Finance plc	3.250%	9/1/28	1,190	1,177
¹	Ardagh Packaging Finance plc / Ardagh Holdings USA Inc.	4.125%	8/15/26	1,490	1,523
^{1,4}	Ardagh Packaging Finance plc / Ardagh Holdings USA Inc.	4.750%	7/15/27	160	216
¹	Ardagh Packaging Finance plc / Ardagh Holdings USA Inc.	5.250%	8/15/27	700	705
¹	Ardagh Packaging Finance plc / Ardagh Holdings USA Inc.	5.250%	8/15/27	2,125	2,146
	Ball Corp.	4.875%	3/15/26	1,100	1,211
²	Ball Corp.	1.500%	3/15/27	920	1,060
¹	Berry Global Inc.	4.500%	2/15/26	983	997
¹	Berry Global Inc.	4.875%	7/15/26	2,120	2,195
¹	Berry Global Inc.	5.625%	7/15/27	215	225
	Cemex SAB de CV	7.375%	6/5/27	565	623
	Cemex SAB de CV	5.450%	11/19/29	590	634
¹	Cemex SAB de CV	3.875%	7/11/31	1,285	1,282
	CF Industries Inc.	5.375%	3/15/44	596	752
¹	Chemours Co.	4.625%	11/15/29	1,575	1,562
	Commercial Metals Co.	5.375%	7/15/27	595	618
	Commercial Metals Co.	3.875%	2/15/31	145	144
¹	Constellium SE	5.875%	2/15/26	747	757
¹	Constellium SE	5.625%	6/15/28	500	525
¹	Constellium SE	3.750%	4/15/29	1,105	1,088
	Crown Americas LLC / Crown Americas Capital Corp. VI	4.750%	2/1/26	2,715	2,790
^{1,2}	Crown European Holdings SA	2.875%	2/1/26	1,555	1,868
¹	Diamond BC BV	4.625%	10/1/29	360	357
¹	Flex Acquisition Co. Inc.	6.875%	1/15/25	4,000	4,004
¹	Flex Acquisition Co. Inc.	7.875%	7/15/26	845	877
	Graphic Packaging International LLC	4.125%	8/15/24	1,045	1,101

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
1	Graphic Packaging International LLC	4.750%	7/15/27	205	222
1	Graphic Packaging International LLC	3.500%	3/15/28	1,990	2,002
1	Graphic Packaging International LLC	3.500%	3/1/29	540	539
1	Graphic Packaging International LLC	3.750%	2/1/30	485	490
1	Novelis Corp.	3.250%	11/15/26	635	642
1	Novelis Corp.	4.750%	1/30/30	1,369	1,443
1	Novelis Corp.	3.875%	8/15/31	655	652
1	OCI NV	4.625%	10/15/25	555	575
	Olin Corp.	5.125%	9/15/27	1,775	1,829
	Olin Corp.	5.625%	8/1/29	730	791
	Olin Corp.	5.000%	2/1/30	1,097	1,156
1	Owens-Brockway Glass Container Inc.	5.875%	8/15/23	2,140	2,241
1	Owens-Brockway Glass Container Inc.	5.375%	1/15/25	640	667
1	Owens-Brockway Glass Container Inc.	6.375%	8/15/25	1,245	1,347
1	Owens-Brockway Glass Container Inc.	6.625%	5/13/27	1,180	1,244
1	Sealed Air Corp.	4.000%	12/1/27	424	442
	Silgan Holdings Inc.	4.750%	3/15/25	84	85
	Silgan Holdings Inc.	4.125%	2/1/28	2,545	2,607
2	Silgan Holdings Inc.	2.250%	6/1/28	1,320	1,489
1	Standard Industries Inc.	5.000%	2/15/27	700	721
1	Standard Industries Inc.	4.750%	1/15/28	1,025	1,060
1	Standard Industries Inc.	4.375%	7/15/30	2,600	2,655
1	Standard Industries Inc.	3.375%	1/15/31	3,015	2,907
5,6	Starfruit Finco BV Bank Loan, 1M USD LIBOR + 3.000%	2.839%	1/31/22	493	491
2	Trivium Packaging Finance BV	3.750%	8/15/26	1,000	1,152
1,2	Trivium Packaging Finance BV	3.750%	8/15/26	180	207
1	Trivium Packaging Finance BV	5.500%	8/15/26	745	778
1	Tronox Inc.	4.625%	3/15/29	2,030	2,025
1	Valvoline Inc.	3.625%	6/15/31	355	346
					64,225
Real Estate (1.1%)					
1	Iron Mountain Inc.	4.875%	9/15/27	595	617
1	Iron Mountain Inc.	4.875%	9/15/29	782	810
	MGM Growth Properties Operating Partnership LP / MGP Finance Co-Issuer Inc.	5.625%	5/1/24	150	160
	Service Properties Trust	7.500%	9/15/25	128	139
	Service Properties Trust	5.250%	2/15/26	175	174
	Service Properties Trust	4.750%	10/1/26	893	868
	Service Properties Trust	4.950%	2/15/27	200	194
	Service Properties Trust	5.500%	12/15/27	1,007	1,034
	Service Properties Trust	3.950%	1/15/28	485	446
	Service Properties Trust	4.950%	10/1/29	76	73
	Service Properties Trust	4.375%	2/15/30	467	430
1	VICI Properties LP / VICI Note Co. Inc.	4.250%	12/1/26	2,235	2,327
1	VICI Properties LP / VICI Note Co. Inc.	3.750%	2/15/27	458	473
1	VICI Properties LP / VICI Note Co. Inc.	4.625%	12/1/29	820	873
					8,618
Technology (10.7%)					
1	Black Knight InfoServ LLC	3.625%	9/1/28	2,147	2,143
1	Booz Allen Hamilton Inc.	3.875%	9/1/28	300	305
1	Booz Allen Hamilton Inc.	4.000%	7/1/29	370	382
	CDK Global Inc.	4.875%	6/1/27	785	816
1	CDK Global Inc.	5.250%	5/15/29	2,220	2,353
	CDW LLC / CDW Finance Corp.	5.500%	12/1/24	112	123
	CDW LLC / CDW Finance Corp.	4.125%	5/1/25	1,340	1,377
	CDW LLC / CDW Finance Corp.	4.250%	4/1/28	2,745	2,840
	CDW LLC / CDW Finance Corp.	3.250%	2/15/29	1,977	1,992

High Yield Bond Portfolio

		Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
¹	Dun & Bradstreet Corp.	6.875%	8/15/26	453	471
^{5,6}	Dun & Bradstreet Corp. Bank Loan, 1M USD LIBOR + 3.250%	3.338%	1/27/22	3,301	3,287
¹	Entegris Inc.	4.375%	4/15/28	1,905	1,966
¹	Entegris Inc.	3.625%	5/1/29	575	582
¹	Fair Isaac Corp.	4.000%	6/15/28	720	740
¹	Gartner Inc.	3.625%	6/15/29	430	435
¹	Gartner Inc.	3.750%	10/1/30	1,510	1,535
¹	II-VI Inc.	5.000%	12/15/29	620	634
¹	Imola Merger Corp.	4.750%	5/15/29	6,300	6,460
¹	Microchip Technology Inc.	4.250%	9/1/25	1,025	1,065
¹	MSCI Inc.	4.000%	11/15/29	1,820	1,903
¹	MSCI Inc.	3.625%	9/1/30	245	251
¹	MSCI Inc.	3.250%	8/15/33	805	815
¹	Nielsen Finance LLC / Nielsen Finance Co.	4.500%	7/15/29	2,050	2,016
¹	Nielsen Finance LLC / Nielsen Finance Co.	4.750%	7/15/31	2,050	2,031
	Nokia of America Corp.	6.500%	1/15/28	1,355	1,478
	Nokia of America Corp.	6.450%	3/15/29	2,612	2,871
	Nokia OYJ	4.375%	6/12/27	725	788
	Nokia OYJ	6.625%	5/15/39	3,460	4,787
	NortonLifeLock Inc.	3.950%	6/15/22	345	348
¹	NortonLifeLock Inc.	5.000%	4/15/25	3,475	3,505
¹	Open Text Corp.	3.875%	2/15/28	3,103	3,163
¹	Open Text Corp.	3.875%	12/1/29	655	665
¹	Open Text Holdings Inc.	4.125%	2/15/30	3,080	3,167
¹	Open Text Holdings Inc.	4.125%	12/1/31	805	815
^{5,6}	Peraton Corp. Bank Loan, 1M USD LIBOR + 3.750%	4.500%	1/31/22	1,633	1,633
¹	Presidio Holdings Inc.	4.875%	2/1/27	2,577	2,656
¹	Presidio Holdings Inc.	8.250%	2/1/28	1,130	1,208
¹	PTC Inc.	3.625%	2/15/25	335	340
¹	PTC Inc.	4.000%	2/15/28	635	646
¹	Qorvo Inc.	3.375%	4/1/31	1,570	1,597
^{5,6}	SS&C European Holdings Sarl Bank Loan, 1M USD LIBOR + 1.750%	1.837%	1/31/22	438	433
¹	SS&C Technologies Inc.	5.500%	9/30/27	4,075	4,268
^{5,6}	SS&C Technologies Inc. Bank Loan, 1M USD LIBOR + 1.750%	1.837%	1/31/22	540	533
^{5,6}	SS&C Technologies Inc. Bank Loan, 1M USD LIBOR + 1.750%	1.837%	1/31/22	654	646
	Western Digital Corp.	4.750%	2/15/26	2,554	2,792
	Xerox Corp.	4.375%	3/15/23	698	721
	Xerox Corp.	4.800%	3/1/35	542	547
	Xerox Corp.	6.750%	12/15/39	1,995	2,228
¹	Xerox Holdings Corp.	5.000%	8/15/25	155	164
¹	Xerox Holdings Corp.	5.500%	8/15/28	4,685	4,937
					83,458
Utilities (1.7%)					
	AmeriGas Partners LP / AmeriGas Finance Corp.	5.625%	5/20/24	1,395	1,509
	AmeriGas Partners LP / AmeriGas Finance Corp.	5.500%	5/20/25	620	665

	Coupon	Maturity Date	Face Amount (\$000)	Market Value* (\$000)	
	AmeriGas Partners LP / AmeriGas Finance Corp.	5.875%	8/20/26	1,765	1,974
1	Clearway Energy Operating LLC	4.750%	3/15/28	571	602
1	Clearway Energy Operating LLC	3.750%	2/15/31	2,370	2,369
1	Clearway Energy Operating LLC	3.750%	1/15/32	325	324
1	NextEra Energy Operating Partners LP	4.250%	7/15/24	983	1,022
1	NextEra Energy Operating Partners LP	4.250%	9/15/24	103	107
1	NextEra Energy Operating Partners LP	3.875%	10/15/26	3,035	3,218
1	NextEra Energy Operating Partners LP	4.500%	9/15/27	700	755
1	Suburban Propane Partners LP/Suburban Energy Finance Corp.	5.000%	6/1/31	555	563
					13,108
Total Corporate Bonds (Cost \$710,224)					734,740
Temporary Cash Investments (4.7%)					
Repurchase Agreement (4.7%)					
	Bank of America Securities LLC (Dated 12/31/21, Repurchase Value \$36,900,000, collateralized by Fannie Mae 0.000%, 1/3/22, with a value of \$37,638,000) (Cost \$36,900)	0.050%	1/3/22	36,900	36,900
Total Investments (99.1%) (Cost \$747,124)					771,640
Other Assets and Liabilities—Net (0.9%)					7,065
Net Assets (100%)					778,705

Cost is in \$000.

- See Note A in Notes to Financial Statements.

- Security exempt from registration under Rule 144A of the Securities Act of 1933. Such securities may be sold in transactions exempt from registration, normally to qualified institutional buyers. At December 31, 2021, the aggregate value was \$440,869,000, representing 56.6% of net assets.
- Face amount denominated in euro.
- Face amount denominated in Canadian dollars.
- Face amount denominated in British pounds.
- Security is a senior, secured, high-yield floating-rate loan. These loans are debt obligations issued by public and private companies and are comparable to high-yield bonds from a ratings and leverage perspective. At December 31, 2021 the aggregate value of these securities was \$32,865,000, representing 4.2% of net assets.
- Variable-rate security; rate shown is effective rate at period end. Certain variable-rate securities are not based on a published reference rate and spread but are determined by the issuer or agent based on current market conditions.
- Includes securities purchased on a when-issued or delayed-delivery basis for which the portfolio has not taken delivery as of December 31, 2021.
- The average or expected maturity is shorter than the final maturity shown because of the possibility of interim principal payments and prepayments or the possibility of the issue being called.
- Represents an unsettled loan as of December 31, 2021. The coupon rate is not known until the settlement date.
1M—1-month.
3M—3-month.
6M—6-month.
LIBOR—London Interbank Offered Rate.
USD—U.S. dollar.

Derivative Financial Instruments Outstanding as of Period End

Forward Currency Contracts

Counterparty	Contract Settlement Date	Contract Amount (000)				Unrealized Appreciation (\$000)	Unrealized Depreciation (\$000)
			Receive		Deliver		
Bank of America, N.A.	1/31/22	USD	1,982	CAD	2,565	—	(45)
Barclays Bank plc	1/31/22	USD	31,141	EUR	27,603	—	(304)
Bank of America, N.A.	1/31/22	USD	2,186	GBP	1,641	—	(34)
						—	(383)

CAD—Canadian dollar.

EUR—euro.

GBP—British pound.

USD—U.S. dollar.

Statement of Assets and Liabilities

As of December 31, 2021

(\$000s, except shares and per-share amounts)	Amount
Assets	
Investments in Securities, at Value—Unaffiliated Issuers (Cost \$747,124)	771,640
Investment in Vanguard	26
Foreign Currency, at Value (Cost \$263)	263
Receivables for Investment Securities Sold	413
Receivables for Accrued Income	9,545
Receivables for Capital Shares Issued	286
Receivable from Broker	817
Total Assets	782,990
Liabilities	
Due to Custodian	105
Payables for Investment Securities Purchased	3,333
Payables to Investment Advisor	118
Payables for Capital Shares Redeemed	278
Payables to Vanguard	68
Unrealized Depreciation—Forward Currency Contracts	383
Total Liabilities	4,285
Net Assets	778,705

At December 31, 2021, net assets consisted of:

Paid-in Capital	732,223
Total Distributable Earnings (Loss)	46,482
Net Assets	778,705
Net Assets	
Applicable to 96,652,717 outstanding \$.001 par value shares of beneficial interest (unlimited authorization)	778,705
Net Asset Value Per Share	\$8.06

Statement of Operations

	Year Ended December 31, 2021
	(\$000)
Investment Income	
Income	
Interest ¹	35,918
Total Income	35,918
Expenses	
Investment Advisory Fees—Note B	481
The Vanguard Group—Note C	
Management and Administrative	1,473
Marketing and Distribution	62
Custodian Fees	14
Auditing Fees	33
Shareholders' Reports	20
Trustees' Fees and Expenses	—
Total Expenses	2,083
Net Investment Income	33,835
Realized Net Gain (Loss)	
Investment Securities Sold	8,936
Forward Currency Contracts	2,834
Realized Net Gain (Loss)	11,770
Change in Unrealized Appreciation (Depreciation)	
Investment Securities	(16,940)
Forward Currency Contracts	(141)
Foreign Currencies	(13)
Change in Unrealized Appreciation (Depreciation)	(17,094)
Net Increase (Decrease) in Net Assets Resulting from Operations	28,511

¹ Interest is net of foreign withholding taxes of \$6,000.

Statement of Changes in Net Assets

	Year Ended December 31,	
	2021 (\$000)	2020 (\$000)
Increase (Decrease) in Net Assets		
Operations		
Net Investment Income	33,835	35,499
Realized Net Gain (Loss)	11,770	(14,050)
Change in Unrealized Appreciation (Depreciation)	(17,094)	21,715
Net Increase (Decrease) in Net Assets Resulting from Operations	28,511	43,164
Distributions		
Total Distributions	(34,925)	(39,449)
Capital Share Transactions		
Issued	118,974	259,625
Issued in Lieu of Cash Distributions	34,925	39,449
Redeemed	(199,987)	(254,487)
Net Increase (Decrease) from Capital Share Transactions	(46,088)	44,587
Total Increase (Decrease)	(52,502)	48,302
Net Assets		
Beginning of Period	831,207	782,905
End of Period	778,705	831,207

Financial Highlights

For a Share Outstanding Throughout Each Period	Year Ended December 31,				
	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$8.12	\$8.19	\$7.53	\$8.13	\$7.99
Investment Operations					
Net Investment Income ¹	.337	.353	.410	.420	.419
Net Realized and Unrealized Gain (Loss) on Investments	(.053)	.021	.731	(.636)	.119
Total from Investment Operations	.284	.374	1.141	(.216)	.538
Distributions					
Dividends from Net Investment Income	(.344)	(.444)	(.481)	(.384)	(.398)
Distributions from Realized Capital Gains	—	—	—	—	—
Total Distributions	(.344)	(.444)	(.481)	(.384)	(.398)
Net Asset Value, End of Period	\$8.06	\$8.12	\$8.19	\$7.53	\$8.13
Total Return	3.68%	5.67%	15.67%	-2.73%	7.00%
Ratios/Supplemental Data					
Net Assets, End of Period (Millions)	\$779	\$831	\$783	\$704	\$752
Ratio of Total Expenses to Average Net Assets	0.26%	0.26%	0.26%	0.26%	0.28%
Ratio of Net Investment Income to Average Net Assets	4.22%	4.57%	5.21%	5.39%	5.22%
Portfolio Turnover Rate	30%	41%	27%	23%	28%

¹ Calculated based on average shares outstanding.

Notes to Financial Statements

The High Yield Bond Portfolio, a portfolio of Vanguard Variable Insurance Funds, is registered under the Investment Company Act of 1940 as an open-end investment company. The portfolio's shares are only available for purchase by separate accounts of insurance companies as investments for variable annuity plans, variable life insurance contracts, or other variable benefit insurance contracts. Certain of the portfolio's investments are in corporate debt instruments; the issuers' abilities to meet their obligations may be affected by economic developments in their respective industries. Market disruptions associated with the COVID-19 pandemic have had a global impact, and uncertainty exists as to the long-term implications. Such disruptions can adversely affect assets of the portfolio and thus portfolio performance.

A. The following significant accounting policies conform to generally accepted accounting principles for U.S. investment companies. The portfolio consistently follows such policies in preparing its financial statements.

1. **Security Valuation:** Securities are valued as of the close of trading on the New York Stock Exchange (generally 4 p.m., Eastern time) on the valuation date. Bonds and temporary cash investments are valued using the latest bid prices or using valuations based on a matrix system (which considers such factors as security prices, yields, maturities, and ratings), both as furnished by independent pricing services. Equity securities are valued at the latest quoted sales prices or official closing prices taken from the primary market in which each security trades; such securities not traded on the valuation date are valued at the mean of the latest quoted bid and asked prices. Securities for which market quotations are not readily available, or whose values have been materially affected by events occurring before the portfolio's pricing time but after the close of the securities' primary markets, are valued by methods deemed by the board of trustees to represent fair value.

2. **Foreign Currency:** Securities and other assets and liabilities denominated in foreign currencies are translated into U.S. dollars using exchange rates obtained from an independent third party as of the portfolio's pricing time on the valuation date. Realized gains (losses) and unrealized appreciation (depreciation) on investment securities include the effects of changes in exchange rates since the securities were purchased, combined with the effects of changes in security prices. Fluctuations in the value of other assets and liabilities resulting from changes in exchange rates are recorded as unrealized foreign currency gains (losses) until the assets or liabilities are settled in cash, at which time they are recorded as realized foreign currency gains (losses).

3. **Forward Currency Contracts:** The portfolio enters into forward currency contracts to protect the value of securities and related receivables and payables against changes in future foreign exchange rates. The portfolio's risks in using these contracts include movement in the values of the foreign currencies relative to the U.S. dollar and the ability of the counterparties to fulfill their obligations under the contracts. The portfolio mitigates its counterparty risk by entering into forward currency contracts only with a diverse group of prequalified counterparties, monitoring their financial strength, entering into master netting arrangements with its counterparties, and requiring its counterparties to transfer collateral as security for their performance. In the absence of a default, the collateral pledged or received by the portfolio cannot be repledged, resold, or rehypothecated. The master netting arrangements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate the forward currency contracts, determine the net amount owed by either party in accordance with its master netting arrangements, and sell or retain any collateral held up to the net amount owed to the portfolio under the master netting arrangements. The forward currency contracts contain provisions whereby a counterparty may terminate open contracts if the portfolio's net assets decline below a certain level, triggering a payment by the portfolio if the portfolio is in a net liability position at the time of the termination. The payment amount would be reduced by any collateral the portfolio has pledged. Any securities pledged as collateral for open contracts are noted in the Schedule of Investments. The value of collateral received or pledged is compared daily to the value of the forward currency contracts exposure with each counterparty, and any difference, if in excess of a specified minimum transfer amount, is adjusted and settled within two business days.

Forward currency contracts are valued at their quoted daily prices obtained from an independent third party, adjusted for currency risk based on the expiration date of each contract. The notional amounts of the contracts are not recorded in the Statement of Assets and Liabilities. Fluctuations in the value of the contracts are recorded in the Statement of Assets and Liabilities as an asset (liability) and in the Statement of Operations as unrealized appreciation (depreciation) until the contracts are closed, when they are recorded as realized gains (losses) on forward currency contracts.

During the year ended December 31, 2021, the portfolio's average investment in forward currency contracts represented 5% of net assets, based on the average of the notional amounts at each quarter-end during the period.

4. Repurchase Agreements: The portfolio enters into repurchase agreements with institutional counterparties. Securities pledged as collateral to the portfolio under repurchase agreements are held by a custodian bank until the agreements mature, and in the absence of a default, such collateral cannot be repledged, resold, or rehypothecated. Each agreement requires that the market value of the collateral be sufficient to cover payments of interest and principal. The portfolio further mitigates its counterparty risk by entering into repurchase agreements only with a diverse group of prequalified counterparties, monitoring their financial strength, and entering into master repurchase agreements with its counterparties. The master repurchase agreements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate any repurchase agreements with that counterparty, determine the net amount owed, and sell or retain the collateral up to the net amount owed to the portfolio. Such action may be subject to legal proceedings, which may delay or limit the disposition of collateral.

5. Federal Income Taxes: The portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income. The portfolio's tax returns are open to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return. Management has analyzed the portfolio's tax positions taken for all open federal and state income tax years, and has concluded that no provision for income tax is required in the portfolio's financial statements.

6. Distributions: Distributions to shareholders are recorded on the ex-dividend date. Distributions are determined on a tax basis at the fiscal year-end and may differ from net investment income and realized capital gains for financial reporting purposes.

7. Credit Facilities and Interfund Lending Program: The portfolio and certain other funds managed by The Vanguard Group ("Vanguard") participate in a \$4.3 billion committed credit facility provided by a syndicate of lenders pursuant to a credit agreement and an uncommitted credit facility provided by Vanguard. Both facilities may be renewed annually. Each fund is individually liable for its borrowings, if any, under the credit facilities. Borrowings may be utilized for temporary or emergency purposes, subject to the portfolio's regulatory and contractual borrowing restrictions. With respect to the committed credit facility, the participating funds are charged administrative fees and an annual commitment fee of 0.10% of the undrawn committed amount of the facility; these fees are allocated to the funds based on a method approved by the portfolio's board of trustees and included in Management and Administrative expenses on the portfolio's Statement of Operations. Any borrowings under either facility bear interest at a rate based upon the higher of the one-month London Interbank Offered Rate (or an acceptable alternate rate, if necessary), federal funds effective rate, or overnight bank funding rate plus an agreed-upon spread, except that borrowings under the uncommitted credit facility may bear interest based upon an alternate rate agreed to by the portfolio and Vanguard.

In accordance with an exemptive order (the "Order") from the SEC, the portfolio may participate in a joint lending and borrowing program that allows registered open-end Vanguard funds to borrow money from and lend money to each other for temporary or emergency purposes (the "Interfund Lending Program"), subject to compliance with the terms and conditions of the Order, and to the extent permitted by the portfolio's investment objective and investment policies. Interfund loans and borrowings normally extend overnight, but can have a maximum duration of seven days. Loans may be called on one business day's notice. The interest rate to be charged is governed by the conditions of the Order and internal procedures adopted by the board of trustees. The board of trustees is responsible for overseeing the Interfund Lending Program.

For the year ended December 31, 2021, the portfolio did not utilize the credit facilities or the Interfund Lending Program.

8. Other: Interest income is accrued daily. Premiums and discounts on debt securities are amortized and accreted, respectively, to interest income over the lives of the respective securities, except for premiums on certain callable debt securities that are amortized to the earliest call date. Security transactions are accounted for on the date securities are bought or sold. Costs used to determine realized gains (losses) on the sale of investment securities are those of the specific securities sold.

B. Wellington Management Company LLP provides investment advisory services to the portfolio for a fee calculated at an annual percentage rate of average net assets. For the year ended December 31, 2021, the investment advisory fee represented an effective annual basic rate of 0.06% of the portfolio's average net assets.

C. In accordance with the terms of a Funds' Service Agreement (the "FSA") between Vanguard and the portfolio, Vanguard furnishes to the portfolio corporate management, administrative, marketing,

and distribution services at Vanguard's cost of operations (as defined by the FSA). These costs of operations are allocated to the portfolio based on methods and guidelines approved by the board of trustees and are generally settled twice a month.

Upon the request of Vanguard, the portfolio may invest up to 0.40% of its net assets as capital in Vanguard. At December 31, 2021, the portfolio had contributed to Vanguard capital in the amount of \$26,000, representing less than 0.01% of the portfolio's net assets and 0.01% of Vanguard's capital received pursuant to the FSA. The portfolio's trustees and officers are also directors and employees, respectively, of Vanguard.

D. Various inputs may be used to determine the value of the portfolio's investments and derivatives. These inputs are summarized in three broad levels for financial statement purposes. The inputs or methodologies used to value securities are not necessarily an indication of the risk associated with investing in those securities.

Level 1—Quoted prices in active markets for identical securities.

Level 2—Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3—Significant unobservable inputs (including the portfolio's own assumptions used to determine the fair value of investments). Any investments and derivatives valued with significant unobservable inputs are noted on the Schedule of Investments.

The following table summarizes the market value of the portfolio's investments and derivatives as of December 31, 2021, based on the inputs used to value them:

	Level 1 (\$000)	Level 2 (\$000)	Level 3 (\$000)	Total (\$000)
Investments				
Assets				
Corporate Bonds	—	734,740	—	734,740
Temporary Cash Investments	—	36,900	—	36,900
Total	—	771,640	—	771,640
Derivative Financial Instruments				
Liabilities				
Forward Currency Contracts	—	383	—	383

E. Permanent differences between book-basis and tax-basis components of net assets are reclassified among capital accounts in the financial statements to reflect their tax character. These reclassifications have no effect on net assets or net asset value per share. As of period end, permanent differences primarily attributable to the accounting for foreign currency transactions were reclassified between the individual components of total distributable earnings (loss).

Temporary differences between book-basis and tax-basis components of total distributable earnings (loss) arise when certain items of income, gain, or loss are recognized in different periods for financial statement and tax purposes; these differences will reverse at some time in the future. The differences are primarily related to the deferral of losses from wash sales; the recognition of unrealized gains or losses from certain derivative contracts; the recognition of gain or loss from foreign currency hedges; and the treatment of amortization adjustments from certain fixed income securities. As of period end, the tax-basis components of total distributable earnings (loss) are detailed in the table as follows:

	Amount (\$000)
Undistributed Ordinary Income	32,321
Undistributed Long-Term Gains	—
Capital Loss Carryforwards	(10,614)
Qualified Late-Year Losses	—
Net Unrealized Gains (Losses)	24,775

The tax character of distributions paid was as follows:

	Year Ended December 31,	
	2021 Amount (\$000)	2020 Amount (\$000)
Ordinary Income*	34,925	39,449
Long-Term Capital Gains	—	—
Total	34,925	39,449

* Includes short-term capital gains, if any.

As of December 31, 2021, gross unrealized appreciation and depreciation for investments and derivatives based on cost for U.S. federal income tax purposes were as follows:

	Amount (\$000)
Tax Cost	746,865
Gross Unrealized Appreciation	29,194
Gross Unrealized Depreciation	(4,419)
Net Unrealized Appreciation (Depreciation)	24,775

F. During the year ended December 31, 2021, the portfolio purchased \$222,637,000 of investment securities and sold \$265,695,000 of investment securities, other than U.S. government securities and temporary cash investments. Purchases and sales of U.S. government securities were \$8,203,000 and \$8,206,000, respectively.

G. Capital shares issued and redeemed were:

	Year Ended December 31,	
	2021 Shares (000)	2020 Shares (000)
Issued	14,871	34,269
Issued in Lieu of Cash Distributions	4,518	5,853
Redeemed	(25,144)	(33,293)
Net Increase (Decrease) in Shares Outstanding	(5,755)	6,829

At December 31, 2021, one shareholder (an insurance company separate account whose holdings in the portfolio represent the indirect investment of Vanguard Variable Annuity contract holders) was the record or beneficial owner of 41% of the portfolio's net assets. If this shareholder were to redeem its investment in the portfolio, the redemption might result in an increase in the portfolio's expense ratio, cause the portfolio to incur higher transaction costs, or lead to the realization of taxable capital gains.

H. Management has determined that no events or transactions occurred subsequent to December 31, 2021, that would require recognition or disclosure in these financial statements.

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Vanguard Variable Insurance Funds and Shareholders of High Yield Bond Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of High Yield Bond Portfolio (one of the portfolios constituting Vanguard Variable Insurance Funds, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian and brokers; when replies were not received from the brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

/s/PricewaterhouseCoopers LLP
Philadelphia, Pennsylvania
February 17, 2022

We have served as the auditor of one or more investment companies in The Vanguard Group of Funds since 1975.

Special 2021 tax information (unaudited) for corporate shareholders only for High Yield Bond Portfolio, a portfolio of Vanguard Variable Insurance Funds

This information for the fiscal year ended December 31, 2021, is included pursuant to provisions of the Internal Revenue Code for corporate shareholders only.

The percentage of the ordinary dividends reported by the portfolio that is treated as a Section 163(j) interest dividend and thus is eligible to be treated as interest income for purposes of Section 163(j) and the regulations thereunder is 96.5%.

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The People Who Govern Your Fund

The trustees of your mutual fund are there to see that the fund is operated and managed in your best interests since, as a shareholder, you are a part owner of the fund. Your fund's trustees also serve on the board of directors of The Vanguard Group, Inc., which is owned by the Vanguard funds and provides services to them.

A majority of Vanguard's board members are independent, meaning that they have no affiliation with Vanguard or the funds they oversee, apart from the sizable personal investments they have made as private individuals. The independent board members have distinguished backgrounds in business, academia, and public service. Each of the trustees and executive officers oversees 217 Vanguard funds.

Information for each trustee and executive officer of the fund appears below. That information, as well as the Vanguard fund count, is as of the date on the cover of this fund report. The mailing address of the trustees and officers is P.O. Box 876, Valley Forge, PA 19482. More information about the trustees is in the **Statement of Additional Information**, which can be obtained, without charge, by contacting Vanguard at 800-662-7447, or online at vanguard.com.

Interested Trustee¹

Mortimer J. Buckley

Born in 1969. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chairman of the board (2019–present) of Vanguard and of each of the investment companies served by Vanguard; chief executive officer (2018–present) of Vanguard; chief executive officer, president, and trustee (2018–present) of each of the investment companies served by Vanguard; president and director (2017–present) of Vanguard; and president (2018–present) of Vanguard Marketing Corporation. Chief investment officer (2013–2017), managing director (2002–2017), head of the Retail Investor Group (2006–2012), and chief information officer (2001–2006) of Vanguard. Member of the board of governors of the Investment Company Institute and the board of governors of FINRA. Trustee and vice chair of The Shipley School.

Independent Trustees

Tara Bunch

Born in 1962. Trustee since November 2021. Principal occupation(s) during the past five years and other experience: head of global operations at Airbnb (2020–present). Vice president of AppleCare (2012–2020). Member of the board of directors of Out & Equal (2002–2006), the advisory board of the University of California, Berkeley School of Engineering (2020–present), and the advisory board of Santa Clara University's Leavey School of Business (2018–present).

Emerson U. Fullwood

Born in 1948. Trustee since January 2008. Principal occupation(s) during the past five years and other experience: executive chief staff and marketing officer for North America and corporate vice president (retired 2008) of Xerox Corporation (document management products and services). Former president of the Worldwide Channels Group, Latin America, and Worldwide Customer Service and executive chief staff officer of Developing Markets of Xerox. Executive in residence and 2009–2010 Distinguished Minett Professor at the Rochester Institute of Technology. Member of the board of directors of the University of Rochester Medical Center, the Monroe Community College Foundation, the United Way of Rochester, North Carolina A&T University, Roberts Wesleyan College, and the Rochester Philharmonic Orchestra. Trustee of the University of Rochester.

Amy Gutmann

Born in 1949. Trustee since June 2006. Principal occupation(s) during the past five years and other experience: president (2004–present) of the University of Pennsylvania. Christopher H. Browne Distinguished Professor of Political Science, School of Arts and Sciences, and professor of communication, Annenberg School for Communication, with secondary faculty appointments in the Department of Philosophy, School of Arts and Sciences, and at the Graduate School of Education, University of Pennsylvania.

F. Joseph Loughrey

Born in 1949. Trustee since October 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2009) and vice chairman of the board (2008–2009) of Cummins Inc. (industrial machinery). Chairman of the board of Hillenbrand, Inc. (specialized consumer services). Director of the V Foundation. Member of the advisory council for the College of Arts and Letters at the University of Notre Dame. Chairman of the board of Saint Anselm College.

Mark Loughridge

Born in 1953. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: senior vice president and chief financial officer (retired 2013) of IBM (information technology services). Fiduciary member of IBM's Retirement Plan Committee (2004–2013), senior vice president and general manager (2002–2004) of IBM Global Financing, vice president and controller (1998–2002) of IBM, and a variety of other prior management roles at IBM. Member of the Council on Chicago Booth.

Scott C. Malpass

Born in 1962. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: adjunct professor of finance at the University of Notre Dame (2020–present). Chief investment officer (retired 2020) and vice president (retired 2020) of the University of Notre Dame. Assistant professor (retired June 2020) of finance at the Mendoza College of Business, University of Notre Dame, and member of the Notre Dame 403(b) Investment Committee. Member of the board of Catholic Investment Services, Inc. (investment advisors), the board of superintendence of the Institute for the Works of Religion, and the board of directors of Paxos Trust Company (finance).

Deanna Mulligan

Born in 1963. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chief executive officer of Purposeful (advisory firm for CEOs and C-level executives; 2021–present). Board chair (2020), chief executive officer (2011–2020), and president (2010–2019) of The Guardian Life Insurance Company of America. Chief operating officer (2010–2011) and executive vice president (2008–2010) of Individual Life and Disability of the Guardian Life Insurance Company of America. Member of the board of the Economic Club of New York. Trustee of the Partnership for New York City (business leadership), Chief Executives for Corporate Purpose, and the NewYork-Presbyterian Hospital.

André F. Perold

Born in 1952. Trustee since December 2004. Principal occupation(s) during the past five years and other experience: George Gund Professor of Finance and Banking, Emeritus at the Harvard Business School (retired 2011). Chief investment officer and co-managing partner of HighVista Strategies (private investment firm). Member of the board (2018–present) of RIT Capital Partners (investment firm). Member of the investment committee of Partners Health Care System.

Sarah Bloom Raskin

Born in 1961. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: deputy secretary (2014–2017) of the United States Department of the Treasury. Governor (2010–2014) of the Federal Reserve Board. Commissioner (2007–2010) of financial regulation for the State of Maryland. Colin W. Brown Distinguished Professor of the Practice of Law (2021–present), professor (2020–present), Distinguished Fellow of the Global Financial Markets Center (2020–present), and Rubenstein Fellow (2017–2020) at Duke University. Trustee (2017–present) of Amherst College and member of Amherst College Investment Committee (2019–present). Member of the Regenerative Crisis Response Committee (2020–present).

David A. Thomas

Born in 1956. Trustee since July 2021. Principal occupation(s) during the past five years and other experience: president of Morehouse College (2018–present). Professor of business administration, emeritus at Harvard University (2017–2018). Dean (2011–2016) and professor of management (2016–2017) at the Georgetown University McDonough School of Business. Director of DTE

¹ Mr. Buckley is considered an "interested person," as defined in the Investment Company Act of 1940, because he is an officer of the Vanguard funds.

Energy Company (2013–present). Trustee of Common Fund (2019–present).

Peter F. Volanakis

Born in 1955. Trustee since July 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2010) of Corning Incorporated (communications equipment) and director of Corning Incorporated (2000–2010) and Dow Corning (2001–2010). Director (2012) of SPX Corporation (multi-industry manufacturing). Overseer of the Amos Tuck School of Business Administration, Dartmouth College (2001–2013). Member of the BMW Group Mobility Council.

Executive Officers

Christine M. Buchanan

Born in 1970. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief financial officer (2021–present) and treasurer (2017–present) of each of the investment companies served by Vanguard. Partner (2005–2017) at KPMG (audit, tax, and advisory services).

David Cermak

Born in 1960. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Finance director (2019–present) of each of the investment companies served by Vanguard. Managing director and head (2017–present) of Vanguard Investments Singapore. Managing director and head (2017–2019) of Vanguard Investments Hong Kong. Representative director and head (2014–2017) of Vanguard Investments Japan.

John Galloway

Born in 1973. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Investment stewardship officer (September 2020–present) of each of the investment companies served by Vanguard. Head of Investor Advocacy (February 2020–present) and head of Marketing Strategy and Planning (2017–2020) at Vanguard. Special assistant to the President of the United States (2015).

Peter Mahoney

Born in 1974. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Controller (2015–present) of each of the investment companies served by Vanguard. Head of International Fund Services (2008–2014) at Vanguard.

Anne E. Robinson

Born in 1970. Principal occupation(s) during the past five years and other experience: general counsel (2016–present) of Vanguard. Secretary (2016–present) of Vanguard and of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Managing director and general counsel of Global Cards and Consumer Services (2014–2016) at Citigroup. Counsel (2003–2014) at American Express.

Michael Rollings

Born in 1963. Principal occupation(s) during the past five years and other experience: finance director (2017–present) and treasurer (2017) of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Chief financial officer (2016–present) of Vanguard. Director (2016–present) of Vanguard Marketing Corporation. Executive vice president and chief financial officer (2006–2016) of MassMutual Financial Group.

John E. Schadl

Born in 1972. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief compliance officer (2019–present) of Vanguard and of each of the investment companies served by Vanguard. Assistant vice president (2019–present) of Vanguard Marketing Corporation.

Vanguard Senior Management Team

Matthew Benchener	Thomas M. Rampulla
Joseph Brennan	Karin A. Risi
Mortimer J. Buckley	Anne E. Robinson
Gregory Davis	Michael Rollings
John James	Nitin Tandon
John T. Marcante	Lauren Valente
Chris D. McIsaac	



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All comparative mutual fund data are from Morningstar, Inc., unless otherwise noted.

You can obtain a free copy of Vanguard's proxy voting guidelines by visiting vanguard.com/proxyreporting or by calling Vanguard at 800-662-2739. The guidelines are also available from the SEC's website, www.sec.gov. In addition, you may obtain a free report on how your fund voted the proxies for securities it owned during the 12 months ended June 30. To get the report, visit either vanguard.com/proxyreporting or www.sec.gov.

You can review information about your fund on the SEC's website, and you can receive copies of this information, for a fee, by sending a request via email addressed to publicinfo@sec.gov.

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Vanguard Variable Insurance Funds

Mid-Cap Index Portfolio

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Your Portfolio's Performance at a Glance

- For the 12 months ended December 31, 2021, the Mid-Cap Index Portfolio returned 24.36%, in line with its benchmark index after factoring in the portfolio's expenses.
- The U.S. economy continued to heal over the 12 months. Vaccination programs started rolling out shortly after the period began—helping some of the hardest-hit sectors, such as hospitality, leisure, and travel, begin to rebound—and more workers returned to the labor force. U.S. stocks performed strongly even as new COVID-19 variants spread, inflation surged, and Federal Reserve monetary policy turned less accommodative.
- Technology contributed most to the portfolio's performance. Industrials and real estate also performed strongly.
- For the 10 years ended December 31, the portfolio's average annual return was 14.97%, in line with its benchmark.
- Please note that the portfolio's returns are different from those in Vanguard Variable Annuity (and other plans that invest in the portfolio), which take into account insurance-related expenses.

Market Barometer

	Average Annual Total Returns Periods Ended December 31, 2021		
	One Year	Three Years	Five Years
Stocks			
Russell 1000 Index (Large-caps)	26.45%	26.21%	18.43%
Russell 2000 Index (Small-caps)	14.82	20.02	12.02
Russell 3000 Index (Broad U.S. market)	25.66	25.79	17.97
FTSE All-World ex US Index (International)	8.36	13.66	9.89
Bonds			
Bloomberg U.S. Aggregate Bond Index (Broad taxable market)	-1.54%	4.79%	3.57%
Bloomberg Municipal Bond Index (Broad tax-exempt market)	1.52	4.73	4.17
FTSE Three-Month U.S. Treasury Bill Index	0.05	0.95	1.11
CPI			
Consumer Price Index	7.04%	3.53%	2.92%

About Your Portfolio's Expenses

As a shareholder of the portfolio, you incur ongoing costs, which include costs for portfolio management, administrative services, and shareholder reports (like this one), among others. Operating expenses, which are deducted from a portfolio's gross income, directly reduce the investment return of the portfolio.

A portfolio's expenses are expressed as a percentage of its average net assets. This figure is known as the expense ratio. The following examples are intended to help you understand the ongoing costs (in dollars) of investing in your portfolio and to compare these costs with those of other mutual funds. The examples are based on an investment of \$1,000 made at the beginning of the period shown and held for the entire period.

The accompanying table illustrates your portfolio's costs in two ways:

- **Based on actual portfolio return.** This section helps you to estimate the actual expenses that you paid over the period. The "Ending Account Value" shown is derived from the portfolio's actual return, and the third column shows the dollar amount that would have been paid by an investor who started with \$1,000 in the portfolio. You may use the information here, together with the amount you invested, to estimate the expenses that you paid over the period.

To do so, 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 given for your portfolio under the heading "Expenses Paid During Period."

- **Based on hypothetical 5% yearly return.** This section is intended to help you compare your portfolio's costs with those of other mutual funds. It assumes that the portfolio had a yearly return of 5% before expenses, but that the expense ratio is unchanged. In this case—because the return used is not the portfolio's actual return—the results do not apply to your investment. The example is useful in making comparisons because the Securities and Exchange Commission requires all mutual funds to calculate expenses based on a 5% return. You can assess your portfolio's costs by comparing this hypothetical example with the hypothetical examples that appear in shareholder reports of other funds.

Note that the expenses shown in the table are meant to highlight and help you compare *ongoing* costs only and do not reflect transaction costs incurred by the portfolio for buying and selling securities. The portfolio's expense ratio does not reflect additional fees and expenses associated with the annuity or life insurance program through which you invest.

The calculations assume no shares were bought or sold during the period. Your actual costs may have been higher or lower, depending on the amount of your investment and the timing of any purchases or redemptions.

You can find more information about the portfolio's expenses, including annual expense ratios, in the Financial Statements section of this report. For additional information on operating expenses and other shareholder costs, please refer to your portfolio's current prospectus.

Six Months Ended December 31, 2021

	Beginning Account Value 6/30/2021	Ending Account Value 12/31/2021	Expenses Paid During Period
Mid-Cap Index Portfolio			
Based on Actual Portfolio Return	\$1,000.00	\$1,079.10	\$0.89
Based on Hypothetical 5% Yearly Return	1,000.00	1,024.35	0.87

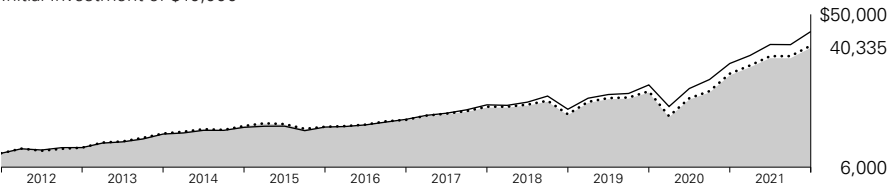
The calculations are based on expenses incurred in the most recent six-month period. The portfolio's annualized six-month expense ratio for that period is 0.17%. The dollar amounts shown as "Expenses Paid" are equal to the annualized expense ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent six-month period, then divided by the number of days in the most recent 12-month period (184/365).

Mid-Cap Index Portfolio

Performance Summary

All of the returns in this report represent past performance, which is not a guarantee of future results that may be achieved by the portfolio. (Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month-end, visit our website at vanguard.com/performance.) Note, too, that both investment returns and principal value can fluctuate widely, so an investor's shares, when sold, could be worth more or less than their original cost. The returns shown do not reflect taxes that a shareholder would pay on portfolio distributions or on the sale of portfolio shares. Nor do the returns reflect fees and expenses associated with the annuity or life insurance program through which a shareholder invests. If these fees and expenses were included, the portfolio's returns would be lower.

Cumulative Performance: December 31, 2011, Through December 31, 2021
Initial Investment of \$10,000



	Average Annual Total Returns			Final Value of a \$10,000 Investment
	One Year	Five Years	Ten Years	
Mid-Cap Index Portfolio	24.36%	15.72%	14.97%	\$40,335
Spliced Mid-Cap Index	24.52	15.89	15.15	40,996
Dow Jones U.S. Total Stock Market Float Adjusted Index	25.66	17.92	16.24	45,050

Spliced Mid-Cap Index: MSCI US Mid Cap 450 Index through January 30, 2013; CRSP US Mid Cap Index thereafter.

Portfolio Allocation

As of December 31, 2021

Basic Materials	3.4%
Consumer Discretionary	14.3
Consumer Staples	4.0
Energy	4.4
Financials	11.2
Health Care	11.2
Industrials	15.5
Real Estate	9.5
Technology	18.6
Telecommunications	2.1
Utilities	5.8

The table reflects the portfolio's investments, except for short-term investments and derivatives. Sector categories are based on the Industry Classification Benchmark ("ICB"), except for the "Other" category (if applicable), which includes securities that have not been provided an ICB classification as of the effective reporting period.

The portfolio may invest in derivatives (such as futures and swap contracts) for various reasons, including, but not limited to, attempting to remain fully invested and tracking its target index as closely as possible.

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Mid-Cap Index Portfolio

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
* Plug Power Inc.	214,300	6,050	* Hologic Inc.	93,489	7,158
Phillips 66	81,500	5,905	* Insulet Corp.	25,600	6,811
Williams Cos. Inc.	226,064	5,887	Viatis Inc.	449,757	6,085
		121,048	* BioMarin Pharmaceutical Inc.	68,314	6,036
Financials (11.2%)			* Bio-Rad Laboratories Inc. Class A	7,853	5,933
MSCI Inc.	29,129	17,847	* ABIOMED Inc.	16,055	5,766
* SVB Financial Group	21,867	14,831	Teleflex Inc.	17,418	5,721
First Republic Bank	66,630	13,760	* Cardinal Health Inc.	104,723	5,392
Arthur J Gallagher & Co.	77,100	13,082	* Incyte Corp.	69,781	5,122
Discover Financial Services	109,032	12,600	* Exact Sciences Corp.	64,048	4,985
Ameriprise Financial Inc.	41,592	12,547	* Zimmer Biomet Holdings Inc.	38,826	4,932
State Street Corp.	129,209	12,016	* Teladoc Health Inc.	53,600	4,922
Fifth Third Bancorp	254,366	11,078	* Royalty Pharma plc Class A	119,804	4,774
Willis Towers Watson plc	46,367	11,012	* Elanco Animal Health Inc.	167,140	4,743
Nasdaq Inc.	43,526	9,141	* 10X Genomics Inc. Class A	30,700	4,573
American International Group Inc.	154,500	8,785	* DENTSPLY SIRONA Inc.	81,273	4,534
Northern Trust Corp.	73,430	8,783	* Henry Schein Inc.	51,590	4,000
Hartford Financial Services Group Inc.	126,612	8,741	* Charles River Laboratories International Inc.	9,400	3,542
Huntington Bancshares Inc.	538,033	8,296	* Universal Health Services Inc. Class B	25,863	3,353
KeyCorp	346,236	8,008	* DaVita Inc.	22,728	2,586
Broadridge Financial Solutions Inc.	43,392	7,933	* agilon health Inc.	66,076	1,784
Regions Financial Corp.	354,493	7,728	* Novocure Ltd.	16,400	1,231
Citizens Financial Group Inc.	158,450	7,487	* GoodRx Holdings Inc. Class A	27,175	888
M&T Bank Corp.	47,886	7,354	* Oak Street Health Inc.	20,105	666
Principal Financial Group Inc.	98,564	7,129	*.1 Ginkgo Bioworks Holdings Inc.	66,307	551
Raymond James Financial Inc.	69,087	6,936			310,237
FactSet Research Systems Inc.	13,957	6,783	Industrials (15.5%)		
Cincinnati Financial Corp.	57,004	6,494	IHS Markit Ltd.	133,493	17,744
* Markel Corp.	5,084	6,274	* Carrier Global Corp.	322,305	17,482
* Ally Financial Inc.	128,808	6,133	* Mettler-Toledo International Inc.	8,556	14,521
* Arch Capital Group Ltd.	136,448	6,065	* Cintas Corp.	32,681	14,483
Apollo Asset Management Inc.	82,500	5,976	* Keysight Technologies Inc.	67,620	13,964
MarketAxess Holdings Inc.	13,426	5,522	* Old Dominion Freight Line Inc.	38,505	13,800
Fidelity National Financial Inc.	100,544	5,246	* Verisk Analytics Inc.	59,921	13,706
Cboe Global Markets Inc.	39,670	5,173	* Equifax Inc.	45,421	13,299
Equitable Holdings Inc.	150,513	4,935	* AMETEK Inc.	86,022	12,649
Loews Corp.	80,233	4,634	* TransDigm Group Inc.	19,492	12,402
Annaly Capital Management Inc.	539,790	4,221	* Zebra Technologies Corp. Class A	19,860	11,821
* Athene Holding Ltd. Class A	49,086	4,090	* Ball Corp.	120,442	11,595
W R Berkley Corp.	49,256	4,058	* PACCAR Inc.	116,273	10,262
Everest Re Group Ltd.	14,624	4,006	* Vulcan Materials Co.	49,312	10,236
Tradeweb Markets Inc. Class A	39,100	3,915	* Martin Marietta Materials Inc.	23,216	10,227
Franklin Resources Inc.	111,947	3,749	* Dover Corp.	53,543	9,723
Interactive Brokers Group Inc. Class A	32,950	2,617	* Fortive Corp.	126,711	9,667
Lincoln National Corp.	31,936	2,180	* Synchrony Financial	203,600	9,445
* Alleghany Corp.	2,397	1,600	* Ingersoll Rand Inc.	151,612	9,380
* Globe Life Inc.	16,907	1,585	* Bill.com Holdings Inc.	36,200	9,019
¹ UWM Holdings Corp. Class A	33,400	198	* United Rentals Inc.	26,978	8,965
		310,548	* Waters Corp.	22,728	8,469
Health Care (11.1%)			* Expeditors International of Washington Inc.	63,018	8,463
* IQVIA Holdings Inc.	71,073	20,053	* TransUnion	71,303	8,455
* Dexcom Inc.	36,093	19,380	* WW Grainger Inc.	16,263	8,428
* Centene Corp.	217,060	17,886	* Generac Holdings Inc.	23,500	8,270
* ResMed Inc.	54,184	14,114	* Trimble Inc.	93,304	8,135
* Veeva Systems Inc. Class A	51,538	13,167	* Xylem Inc.	67,068	8,043
* West Pharmaceutical Services Inc.	27,600	12,945	* Teledyne Technologies Inc.	17,400	7,602
* Laboratory Corp. of America Holdings	35,620	11,192	* Rockwell Automation Inc.	21,574	7,526
* IDEXX Laboratories Inc.	15,806	10,408	* Otis Worldwide Corp.	78,996	6,878
* Cerner Corp.	109,448	10,164	* Jacobs Engineering Group Inc.	47,980	6,680
* PerkinElmer Inc.	46,900	9,430	* Affirm Holdings Inc. Class A	65,823	6,619
* Horizon Therapeutics plc	84,400	9,095	* FleetCor Technologies Inc.	28,657	6,415
* STERIS plc	37,200	9,055	* JB Hunt Transport Services Inc.	31,269	6,391
* Catalent Inc.	63,700	8,156	* Masco Corp.	90,728	6,371
* Avantor Inc.	192,700	8,120	* Textron Inc.	82,018	6,332
* Seagen Inc.	51,044	7,891	* Westinghouse Air Brake Technologies Corp.	66,055	6,084
* Quest Diagnostics Inc.	45,592	7,888	* Stanley Black & Decker Inc.	30,300	5,715
* Cooper Cos. Inc.	18,307	7,670	* Fortune Brands Home & Security Inc.	50,476	5,396
* Alnylam Pharmaceuticals Inc.	44,433	7,535	* Crown Holdings Inc.	47,563	5,262
			* CH Robinson Worldwide Inc.	48,390	5,208

Mid-Cap Index Portfolio

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
Packaging Corp. of America	35,308	4,807	* Unity Software Inc.	63,798	9,122
Westrock Co.	98,503	4,370	* VeriSign Inc.	35,131	8,917
Snap-on Inc.	19,957	4,298	Seagate Technology Holdings plc	78,690	8,890
HEICO Corp. Class A	26,699	3,431	* Tyler Technologies Inc.	15,200	8,177
Cognex Corp.	31,241	2,429	Monolithic Power Systems Inc.	16,263	8,023
Jack Henry & Associates Inc.	13,760	2,298	* Paycom Software Inc.	18,992	7,885
HEICO Corp.	15,569	2,245	* AppLovin Corp. Class A	82,333	7,761
Hubbell Inc. Class B	10,132	2,110	Hewlett Packard Enterprise Co.	486,468	7,672
* Mohawk Industries Inc.	10,119	1,844	NetApp Inc.	83,180	7,652
Western Union Co.	74,926	1,337	* Pinterest Inc. Class A	209,304	7,608
* Marqeta Inc. Class A	25,897	445	* Western Digital Corp.	115,928	7,560
* Aurora Innovation Inc.	35,700	402	* Akamai Technologies Inc.	60,452	7,075
		431,148	* Splunk Inc.	60,087	6,953
Real Estate (9.5%)			SS&C Technologies Holdings Inc.	80,361	6,588
Digital Realty Trust Inc.	105,575	18,673	* Qorvo Inc.	40,978	6,409
SBA Communications Corp.	40,505	15,757	* Twitter Inc.	141,277	6,106
Realty Income Corp.	210,512	15,071	* Palantir Technologies Inc. Class A	319,120	5,811
Welltower Inc.	161,914	13,887	* ZoomInfo Technologies Inc. Class A	89,988	5,777
AvalonBay Communities Inc.	51,959	13,124	* RingCentral Inc. Class A	30,490	5,712
Alexandria Real Estate Equities Inc.	57,683	12,861	* NortonLifeLock Inc.	205,463	5,338
* CBRE Group Inc. Class A	118,319	12,839	* DocuSign Inc.	34,768	5,295
Equity Residential	132,536	11,994	* GoDaddy Inc. Class A	61,797	5,244
* CoStar Group Inc.	146,940	11,613	* Black Knight Inc.	54,885	4,549
Weyerhaeuser Co.	278,621	11,474	Citrix Systems Inc.	46,453	4,394
Extra Space Storage Inc.	49,792	11,289	* Coupa Software Inc.	27,600	4,362
Invitation Homes Inc.	222,074	10,069	* UiPath Inc. Class A	96,211	4,150
Mid-America Apartment Communities Inc.	42,838	9,829	* IAC/InterActiveCorp	29,670	3,878
Simon Property Group Inc.	61,133	9,767	Bentley Systems Inc. Class B	75,418	3,645
Sun Communities Inc.	44,388	9,320	* F5 Inc.	11,331	2,773
Duke Realty Corp.	141,699	9,301	* Dropbox Inc. Class A	109,486	2,687
Essex Property Trust Inc.	24,228	8,534	* Zendesk Inc.	22,500	2,347
Ventas Inc.	148,400	7,586	Leidos Holdings Inc.	26,100	2,320
Healthpeak Properties Inc.	200,409	7,233	* IPG Photonics Corp.	6,491	1,117
UDR Inc.	114,950	6,896	* Qualtrics International Inc. Class A	19,934	706
Camden Property Trust	38,030	6,795	* Bumble Inc. Class A	15,451	523
Boston Properties Inc.	52,274	6,021	* HashiCorp Inc. Class A	5,700	519
WP Carey Inc.	69,227	5,680	* Gitlab Inc. Class A	4,000	348
Iron Mountain Inc.	107,663	5,634	* Toast Inc. Class A	8,080	280
* Zillow Group Inc. Class C	62,600	3,997			517,249
* Opendoor Technologies Inc.	170,900	2,497	Telecommunications (2.1%)		
Regency Centers Corp.	31,799	2,396	* Motorola Solutions Inc.	62,831	17,071
* Host Hotels & Resorts Inc.	133,058	2,314	* Arista Networks Inc.	85,760	12,328
* Zillow Group Inc. Class A	16,000	996	* Roku Inc.	43,796	9,994
		263,447	* Liberty Broadband Corp. Class C	54,539	8,786
Technology (18.6%)			Lumen Technologies Inc.	380,587	4,776
* Synopsys Inc.	56,761	20,916	* DISH Network Corp. Class A	91,931	2,982
Xilinx Inc.	92,215	19,552	Juniper Networks Inc.	60,639	2,166
Amphenol Corp. Class A	222,452	19,456	* Liberty Broadband Corp. Class A	6,486	1,044
* Palo Alto Networks Inc.	34,866	19,412	* Altice USA Inc. Class A	39,477	639
* Cadence Design Systems Inc.	103,045	19,202			59,786
* Fortinet Inc.	51,670	18,570	Utilities (5.8%)		
Microchip Technology Inc.	206,378	17,967	Waste Connections Inc.	96,887	13,203
* Datadog Inc. Class A	90,900	16,190	American Water Works Co. Inc.	67,562	12,760
Marvell Technology Inc.	153,138	13,398	Eversource Energy	127,884	11,635
* EPAM Systems Inc.	20,000	13,369	WEC Energy Group Inc.	117,363	11,392
* Match Group Inc.	100,004	13,226	Consolidated Edison Inc.	131,539	11,223
* ANSYS Inc.	32,442	13,013	Edison International	141,441	9,653
* MongoDB Inc.	23,357	12,364	* PG&E Corp.	732,767	8,896
* Okta Inc.	54,877	12,302	Ameren Corp.	95,006	8,456
* Cloudflare Inc. Class A	91,700	12,059	Entergy Corp.	74,756	8,421
* HubSpot Inc.	16,700	11,008	FirstEnergy Corp.	202,478	8,421
* ON Semiconductor Corp.	160,200	10,881	PPL Corp.	279,167	8,392
Corning Inc.	285,645	10,635	DTE Energy Co.	64,896	7,758
CDW Corp.	50,462	10,334	CMS Energy Corp.	107,699	7,006
* Zscaler Inc.	31,300	10,058	CenterPoint Energy Inc.	233,795	6,525
Teradyne Inc.	60,600	9,910	Evergy Inc.	84,365	5,788
* Gartner Inc.	29,037	9,708	AES Corp.	235,423	5,720
Skyworks Solutions Inc.	61,529	9,546	Alliant Energy Corp.	92,998	5,717

Mid-Cap Index Portfolio

	Shares	Market Value* (\$000)
Vistra Corp.	179,626	4,090
NiSource Inc.	146,193	4,036
Avangrid Inc.	28,745	1,434
		160,526
Total Common Stocks (Cost \$1,889,259)		2,776,768
Temporary Cash Investments (0.5%)		
Money Market Fund (0.5%)		
^{2,3} Vanguard Market Liquidity Fund, 0.090% (Cost \$12,817)	128,183	12,817
Total Investments (100.3%) (Cost \$1,902,076)		2,789,585
Other Assets and Liabilities—Net (-0.3%)		(8,638)
Net Assets (100%)		2,780,947

Cost is in \$000.

• See Note A in Notes to Financial Statements.

* Non-income-producing security.

1 Includes partial security positions on loan to broker-dealers. The total value of securities on loan is \$6,420,000.

2 Affiliated money market fund available only to Vanguard funds and certain trusts and accounts managed by Vanguard. Rate shown is the 7-day yield.

3 Collateral of \$6,989,000 was received for securities on loan.

Derivative Financial Instruments Outstanding as of Period End

Futures Contracts

				(\$000)
	Expiration	Number of Long (Short) Contracts	Notional Amount	Value and Unrealized Appreciation (Depreciation)
Long Futures Contracts				
E-mini S&P 500 Index	March 2022	6	1,428	(4)
E-mini S&P Mid-Cap 400 Index	March 2022	13	3,689	111
				107

See accompanying Notes, which are an integral part of the Financial Statements.

Statement of Assets and Liabilities

As of December 31, 2021

(\$000s, except shares and per-share amounts)	Amount
Assets	
Investments in Securities, at Value	
Unaffiliated Issuers (Cost \$1,889,259)	2,776,768
Affiliated Issuers (Cost \$12,817)	12,817
Total Investments in Securities	2,789,585
Investment in Vanguard	88
Cash	1,056
Cash Collateral Pledged—Futures Contracts	410
Receivables for Accrued Income	2,850
Receivables for Capital Shares Issued	841
Total Assets	2,794,830
Liabilities	
Payables for Investment Securities Purchased	5,147
Collateral for Securities on Loan	6,989
Payables for Capital Shares Redeemed	1,544
Payables to Vanguard	203
Variation Margin Payable—Futures Contracts	—
Total Liabilities	13,883
Net Assets	2,780,947

At December 31, 2021, net assets consisted of:

Paid-in Capital	1,618,536
Total Distributable Earnings (Loss)	1,162,411
Net Assets	2,780,947
Net Assets	
Applicable to 94,341,242 outstanding \$.001 par value shares of beneficial interest (unlimited authorization)	2,780,947
Net Asset Value Per Share	\$29.48

Statement of Operations

	Year Ended December 31, 2021
	(\$000)
Investment Income	
Income	
Dividends	30,393
Interest ¹	2
Securities Lending—Net	136
Total Income	30,531
Expenses	
The Vanguard Group—Note B	
Investment Advisory Services	383
Management and Administrative	3,658
Marketing and Distribution	154
Custodian Fees	55
Auditing Fees	31
Shareholders' Reports	42
Trustees' Fees and Expenses	1
Total Expenses	4,324
Net Investment Income	26,207
Realized Net Gain (Loss)	
Investment Securities Sold ¹	248,953
Futures Contracts	989
Realized Net Gain (Loss)	249,942
Change in Unrealized Appreciation (Depreciation)	
Investment Securities ¹	266,321
Futures Contracts	(22)
Change in Unrealized Appreciation (Depreciation)	266,299
Net Increase (Decrease) in Net Assets Resulting from Operations	542,448

¹ Interest income, realized net gain (loss), capital gain distributions received, and change in unrealized appreciation (depreciation) from an affiliated company of the portfolio were \$2,000, (\$2,000), less than \$1,000, and \$2,000, respectively. Purchases and sales are for temporary cash investment purposes.

Statement of Changes in Net Assets

	Year Ended December 31,	
	2021 (\$000)	2020 (\$000)
Increase (Decrease) in Net Assets		
Operations		
Net Investment Income	26,207	29,290
Realized Net Gain (Loss)	249,942	163,685
Change in Unrealized Appreciation (Depreciation)	266,299	140,812
Net Increase (Decrease) in Net Assets Resulting from Operations	542,448	333,787
Distributions		
Total Distributions	(190,939)	(142,409)
Capital Share Transactions		
Issued	357,264	302,317
Issued in Lieu of Cash Distributions	190,939	142,409
Redeemed	(359,789)	(549,858)
Net Increase (Decrease) from Capital Share Transactions	188,414	(105,132)
Total Increase (Decrease)	539,923	86,246
Net Assets		
Beginning of Period	2,241,024	2,154,778
End of Period	2,780,947	2,241,024

See accompanying Notes, which are an integral part of the Financial Statements.

Financial Highlights

For a Share Outstanding Throughout Each Period	Year Ended December 31,				
	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$25.77	\$24.03	\$20.23	\$23.72	\$21.11
Investment Operations					
Net Investment Income ¹	.284	.325 ²	.334	.343	.292
Net Realized and Unrealized Gain (Loss) on Investments	5.642	3.047	5.621	(2.386)	3.575
Total from Investment Operations	5.926	3.372	5.955	(2.043)	3.867
Distributions					
Dividends from Net Investment Income	(.318)	(.344)	(.350)	(.286)	(.270)
Distributions from Realized Capital Gains	(1.898)	(1.288)	(1.805)	(1.161)	(.987)
Total Distributions	(2.216)	(1.632)	(2.155)	(1.447)	(1.257)
Net Asset Value, End of Period	\$29.48	\$25.77	\$24.03	\$20.23	\$23.72
Total Return	24.36%	18.07%	30.87%	-9.33%	19.08%
Ratios/Supplemental Data					
Net Assets, End of Period (Millions)	\$2,781	\$2,241	\$2,155	\$1,621	\$1,804
Ratio of Total Expenses to Average Net Assets	0.17%	0.17%	0.17%	0.17%	0.19%
Ratio of Net Investment Income to Average Net Assets	1.03%	1.50% ²	1.49%	1.49%	1.32%
Portfolio Turnover Rate	20%	28%	21%	21%	18%

¹ Calculated based on average shares outstanding.

² Net investment income per share and the ratio of net investment income to average net assets include \$0.036 and 0.17%, respectively, resulting from a special dividend from NortonLifeLock Inc. in February 2020.

Notes to Financial Statements

The Mid-Cap Index Portfolio, a portfolio of Vanguard Variable Insurance Funds, is registered under the Investment Company Act of 1940 as an open-end investment company. The portfolio's shares are only available for purchase by separate accounts of insurance companies as investments for variable annuity plans, variable life insurance contracts, or other variable benefit insurance contracts. Market disruptions associated with the COVID-19 pandemic have had a global impact, and uncertainty exists as to the long-term implications. Such disruptions can adversely affect assets of the portfolio and thus portfolio performance.

A. The following significant accounting policies conform to generally accepted accounting principles for U.S. investment companies. The portfolio consistently follows such policies in preparing its financial statements.

1. **Security Valuation:** Securities are valued as of the close of trading on the New York Stock Exchange (generally 4 p.m., Eastern time) on the valuation date. Equity securities are valued at the latest quoted sales prices or official closing prices taken from the primary market in which each security trades; such securities not traded on the valuation date are valued at the mean of the latest quoted bid and asked prices. Securities for which market quotations are not readily available, or whose values have been materially affected by events occurring before the portfolio's pricing time but after the close of the securities' primary markets, are valued by methods deemed by the board of trustees to represent fair value. Investments in Vanguard Market Liquidity Fund are valued at that fund's net asset value. Temporary cash investments are valued using the latest bid prices or using valuations based on a matrix system (which considers such factors as security prices, yields, maturities, and ratings), both as furnished by independent pricing services.

2. **Futures Contracts:** The portfolio uses index futures contracts to a limited extent, with the objectives of maintaining full exposure to the stock market, maintaining liquidity, and minimizing transaction costs. The portfolio may purchase futures contracts to immediately invest incoming cash in the market, or sell futures in response to cash outflows, thereby simulating a fully invested position in the underlying index while maintaining a cash balance for liquidity. The primary risks associated with the use of futures contracts are imperfect correlation between changes in market values of stocks held by the portfolio and the prices of futures contracts, and the possibility of an illiquid market. Counterparty risk involving futures is mitigated because a regulated clearinghouse is the counterparty instead of the clearing broker. To further mitigate counterparty risk, the portfolio trades futures contracts on an exchange, monitors the financial strength of its clearing brokers and clearinghouse, and has entered into clearing agreements with its clearing brokers. The clearinghouse imposes initial margin requirements to secure the portfolio's performance and requires daily settlement of variation margin representing changes in the market value of each contract. Any securities pledged as initial margin for open contracts are noted in the Schedule of Investments.

Futures contracts are valued at their quoted daily settlement prices. The notional amounts of the contracts are not recorded in the Statement of Assets and Liabilities. Fluctuations in the value of the contracts are recorded in the Statement of Assets and Liabilities as an asset (liability) and in the Statement of Operations as unrealized appreciation (depreciation) until the contracts are closed, when they are recorded as realized gains (losses) on futures contracts.

During the year ended December 31, 2021, the portfolio's average investments in long and short futures contracts represented less than 1% and 0% of net assets, respectively, based on the average of the notional amounts at each quarter-end during the period.

3. **Federal Income Taxes:** The portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income. The portfolio's tax returns are open to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return. Management has analyzed the portfolio's tax positions taken for all open federal and state income tax years, and has concluded that no provision for income tax is required in the portfolio's financial statements.

4. **Distributions:** Distributions to shareholders are recorded on the ex-dividend date. Distributions are determined on a tax basis at the fiscal year-end and may differ from net investment income and realized capital gains for financial reporting purposes.

5. **Securities Lending:** To earn additional income, the portfolio lends its securities to qualified institutional borrowers. Security loans are subject to termination by the portfolio at any time, and are required to be secured at all times by collateral in an amount at least equal to the market value of securities loaned. Daily market fluctuations could cause the value of loaned securities to be more or less than the value of the collateral received. When this occurs, the collateral is adjusted and settled before the opening of the market on the next business day. The portfolio further mitigates its counterparty risk by entering into securities lending transactions only with a diverse group of

prequalified counterparties, monitoring their financial strength, and entering into master securities lending agreements with its counterparties. The master securities lending agreements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate any loans with that borrower, determine the net amount owed, and sell or retain the collateral up to the net amount owed to the portfolio; however, such actions may be subject to legal proceedings. While collateral mitigates counterparty risk, in the event of a default, the portfolio may experience delays and costs in recovering the securities loaned. The portfolio invests cash collateral received in Vanguard Market Liquidity Fund, and records a liability in the Statement of Assets and Liabilities for the return of the collateral, during the period the securities are on loan. Collateral investments in Vanguard Market Liquidity Fund are subject to market appreciation or depreciation. Securities lending income represents fees charged to borrowers plus income earned on invested cash collateral, less expenses associated with the loan. During the term of the loan, the portfolio is entitled to all distributions made on or in respect of the loaned securities.

6. Credit Facilities and Interfund Lending Program: The portfolio and certain other funds managed by The Vanguard Group ("Vanguard") participate in a \$4.3 billion committed credit facility provided by a syndicate of lenders pursuant to a credit agreement and an uncommitted credit facility provided by Vanguard. Both facilities may be renewed annually. Each fund is individually liable for its borrowings, if any, under the credit facilities. Borrowings may be utilized for temporary or emergency purposes, subject to the portfolio's regulatory and contractual borrowing restrictions. With respect to the committed credit facility, the participating funds are charged administrative fees and an annual commitment fee of 0.10% of the undrawn committed amount of the facility; these fees are allocated to the funds based on a method approved by the portfolio's board of trustees and included in Management and Administrative expenses on the portfolio's Statement of Operations. Any borrowings under either facility bear interest at a rate based upon the higher of the one-month London Interbank Offered Rate (or an acceptable alternate rate, if necessary), federal funds effective rate, or overnight bank funding rate plus an agreed-upon spread, except that borrowings under the uncommitted credit facility may bear interest based upon an alternative rate agreed to by the portfolio and Vanguard.

In accordance with an exemptive order (the "Order") from the SEC, the portfolio may participate in a joint lending and borrowing program that allows registered open-end Vanguard funds to borrow money from and lend money to each other for temporary or emergency purposes (the "Interfund Lending Program"), subject to compliance with the terms and conditions of the Order, and to the extent permitted by the portfolio's investment objective and investment policies. Interfund loans and borrowings normally extend overnight, but can have a maximum duration of seven days. Loans may be called on one business day's notice. The interest rate to be charged is governed by the conditions of the Order and internal procedures adopted by the board of trustees. The board of trustees is responsible for overseeing the Interfund Lending Program.

For the year ended December 31, 2021, the portfolio did not utilize the credit facilities or the Interfund Lending Program.

7. Other: Dividend income is recorded on the ex-dividend date. Non-cash dividends included in income, if any, are recorded at the fair value of the securities received. Interest income includes income distributions received from Vanguard Market Liquidity Fund and is accrued daily. Premiums and discounts on debt securities are amortized and accreted, respectively, to interest income over the lives of the respective securities, except for premiums on certain callable debt securities that are amortized to the earliest call date. Security transactions are accounted for on the date securities are bought or sold. Costs used to determine realized gains (losses) on the sale of investment securities are those of the specific securities sold.

B. In accordance with the terms of a Funds' Service Agreement (the "FSA") between Vanguard and the portfolio, Vanguard furnishes to the portfolio investment advisory, corporate management, administrative, marketing, and distribution services at Vanguard's cost of operations (as defined by the FSA). These costs of operations are allocated to the portfolio based on methods and guidelines approved by the board of trustees and are generally settled twice a month.

Upon the request of Vanguard, the portfolio may invest up to 0.40% of its net assets as capital in Vanguard. At December 31, 2021, the portfolio had contributed to Vanguard capital in the amount of \$88,000, representing less than 0.01% of the portfolio's net assets and 0.04% of Vanguard's capital received pursuant to the FSA. The portfolio's trustees and officers are also directors and employees, respectively, of Vanguard.

C. Various inputs may be used to determine the value of the portfolio's investments and derivatives. These inputs are summarized in three broad levels for financial statement purposes. The inputs or methodologies used to value securities are not necessarily an indication of the risk associated with investing in those securities.

Level 1—Quoted prices in active markets for identical securities.

Level 2—Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3—Significant unobservable inputs (including the portfolio's own assumptions used to determine the fair value of investments). Any investments and derivatives valued with significant unobservable inputs are noted on the Schedule of Investments.

At December 31, 2021, 100% of the market value of the portfolio's investments and derivatives was determined based on Level 1 inputs.

D. Permanent differences between book-basis and tax-basis components of net assets are reclassified among capital accounts in the financial statements to reflect their tax character. These reclassifications have no effect on net assets or net asset value per share. As of period end, permanent differences primarily attributable to the accounting for passive foreign investment companies were reclassified between the individual components of total distributable earnings (loss).

Temporary differences between book-basis and tax-basis components of total distributable earnings (loss) arise when certain items of income, gain, or loss are recognized in different periods for financial statement and tax purposes; these differences will reverse at some time in the future. The differences are primarily related to the deferral of losses from wash sales; the recognition of unrealized gains or losses from certain derivative contracts; and the recognition of unrealized gains from passive foreign investment companies. As of period end, the tax-basis components of total distributable earnings (loss) are detailed in the table as follows:

	Amount (\$000)
Undistributed Ordinary Income	54,272
Undistributed Long-Term Gains	221,243
Capital Loss Carryforwards	—
Qualified Late-Year Losses	—
Net Unrealized Gains (Losses)	886,896

The tax character of distributions paid was as follows:

	Year Ended December 31,	
	2021 Amount (\$000)	2020 Amount (\$000)
Ordinary Income*	46,656	31,056
Long-Term Capital Gains	144,283	111,353
Total	190,939	142,409

* Includes short-term capital gains, if any.

As of December 31, 2021, gross unrealized appreciation and depreciation for investments and derivatives based on cost for U.S. federal income tax purposes were as follows:

	Amount (\$000)
Tax Cost	1,902,689
Gross Unrealized Appreciation	985,028
Gross Unrealized Depreciation	(98,132)
Net Unrealized Appreciation (Depreciation)	886,896

E. During the year ended December 31, 2021, the portfolio purchased \$534,824,000 of investment securities and sold \$508,966,000 of investment securities, other than temporary cash investments.

The portfolio purchased securities from and sold securities to other Vanguard funds or accounts managed by Vanguard or its affiliates, in accordance with procedures adopted by the board of trustees in compliance with Rule 17a-7 of the Investment Company Act of 1940. For the year ended December 31, 2021, such purchases were \$82,700,000 and sales were \$124,946,000, resulting in

net realized gain of \$57,390,000; these amounts, other than temporary cash investments, are included in the purchases and sales of investment securities noted above.

F. Capital shares issued and redeemed were:

	Year Ended December 31,	
	2021 Shares (000)	2020 Shares (000)
Issued	12,978	14,451
Issued in Lieu of Cash Distributions	7,500	8,812
Redeemed	(13,103)	(25,982)
Net Increase (Decrease) in Shares Outstanding	7,375	(2,719)

At December 31, 2021, one shareholder, (an insurance company separate account whose holdings in the portfolio represent the indirect investment of Vanguard Variable Annuity contract holders) was the record or beneficial owner of 37% of the portfolio's net assets. If this shareholder were to redeem its investment in the portfolio, the redemption might result in an increase in the portfolio's expense ratio, cause the portfolio to incur higher transaction costs, or lead to the realization of taxable capital gains.

G. Management has determined that no events or transactions occurred subsequent to December 31, 2021, that would require recognition or disclosure in these financial statements.

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Vanguard Variable Insurance Funds and Shareholders of Mid-Cap Index Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Mid-Cap Index Portfolio (one of the portfolios constituting Vanguard Variable Insurance Funds, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent and brokers; when replies were not received from the transfer agent or brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

/s/PricewaterhouseCoopers LLP
Philadelphia, Pennsylvania
February 16, 2022

We have served as the auditor of one or more investment companies in The Vanguard Group of Funds since 1975.

Special 2021 tax information (unaudited) for corporate shareholders only for Mid-Cap Index Portfolio, a portfolio of Vanguard Variable Insurance Funds

This information for the fiscal year ended December 31, 2021, is included pursuant to provisions of the Internal Revenue Code for corporate shareholders only.

The portfolio distributed \$144,283,000 as capital gain dividend (20% rate gain distributions) to shareholders during the fiscal year.

For corporate shareholders, 44.3% of investment income (dividend income plus short-term gains, if any) qualifies for the dividends-received deduction.

The CRSP US Mid Cap Index (the “Index”) is a product of the Center for Research in Security Prices, LLC (“CRSP”), an affiliate of the University of Chicago (“University”), and has been licensed for use by Vanguard. CRSP® is a trademark of CRSP; and has been licensed by CRSP for use for certain purposes by Vanguard. The Vanguard Mid-Cap Index Portfolio is not sponsored, endorsed, sold or promoted by CRSP or University. Neither CRSP nor University makes any representation or warranty, express or implied, to the owners of the Vanguard Mid-Cap Index Portfolio or any member of the public regarding the advisability of investing in securities generally or in Vanguard Mid-Cap Index Portfolio particularly or the ability of the Index to track general market performance. The Index is determined, composed and calculated without regard to Vanguard or the Vanguard Mid-Cap Index Portfolio. Neither CRSP nor the University has any obligation to take the needs of Vanguard or the owners of Vanguard Mid-Cap Index Portfolio into consideration in determining, composing or calculating the Index. Neither CRSP nor the University is responsible for and has not participated in the determination of the prices and amount of Vanguard Mid-Cap Index Portfolio or the timing of the issuance or sale of Vanguard Mid-Cap Index Portfolio or in the determination or calculation of the equation by which Vanguard Mid-Cap Index Portfolio is to be converted into cash, surrendered or redeemed, as the case may be. Neither CRSP nor the University has any obligation or liability in connection with the administration, marketing or trading of Vanguard Mid-Cap Index Portfolio. There is no assurance that investment products based on the Index will accurately track index performance or provide positive investment returns. Neither CRSP nor the University is an investment advisor. Inclusion of a security within an index is not a recommendation by CRSP or the University to buy, sell, or hold such security, nor is it considered to be investment advice.

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The People Who Govern Your Fund

The trustees of your mutual fund are there to see that the fund is operated and managed in your best interests since, as a shareholder, you are a part owner of the fund. Your fund's trustees also serve on the board of directors of The Vanguard Group, Inc., which is owned by the Vanguard funds and provides services to them.

A majority of Vanguard's board members are independent, meaning that they have no affiliation with Vanguard or the funds they oversee, apart from the sizable personal investments they have made as private individuals. The independent board members have distinguished backgrounds in business, academia, and public service. Each of the trustees and executive officers oversees 217 Vanguard funds.

Information for each trustee and executive officer of the fund appears below. That information, as well as the Vanguard fund count, is as of the date on the cover of this fund report. The mailing address of the trustees and officers is P.O. Box 876, Valley Forge, PA 19482. More information about the trustees is in the *Statement of Additional Information*, which can be obtained, without charge, by contacting Vanguard at 800-662-7447, or online at vanguard.com.

Interested Trustee¹

Mortimer J. Buckley

Born in 1969. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chairman of the board (2019–present) of Vanguard and of each of the investment companies served by Vanguard; chief executive officer (2018–present) of Vanguard; chief executive officer, president, and trustee (2018–present) of each of the investment companies served by Vanguard; president and director (2017–present) of Vanguard; and president (2018–present) of Vanguard Marketing Corporation. Chief investment officer (2013–2017), managing director (2002–2017), head of the Retail Investor Group (2006–2012), and chief information officer (2001–2006) of Vanguard. Member of the board of governors of the Investment Company Institute and the board of governors of FINRA. Trustee and vice chair of The Shipley School.

Independent Trustees

Tara Bunch

Born in 1962. Trustee since November 2021. Principal occupation(s) during the past five years and other experience: head of global operations at Airbnb (2020–present). Vice president of AppleCare (2012–2020). Member of the board of directors of Out & Equal (2002–2006), the advisory board of the University of California, Berkeley School of Engineering (2020–present), and the advisory board of Santa Clara University's Leavey School of Business (2018–present).

Emerson U. Fullwood

Born in 1948. Trustee since January 2008. Principal occupation(s) during the past five years and other experience: executive chief staff and marketing officer for North America and corporate vice president (retired 2008) of Xerox Corporation (document management products and services). Former president of the Worldwide Channels Group, Latin America, and Worldwide Customer Service and executive chief staff officer of Developing Markets of Xerox. Executive in residence and 2009–2010 Distinguished Minett Professor at the Rochester Institute of Technology. Member of the board of directors of the University of Rochester Medical Center, the Monroe Community College Foundation, the United Way of Rochester, North Carolina A&T University, Roberts Wesleyan College, and the Rochester Philharmonic Orchestra. Trustee of the University of Rochester.

Amy Gutmann

Born in 1949. Trustee since June 2006. Principal occupation(s) during the past five years and other experience: president (2004–present) of the University of Pennsylvania. Christopher H. Browne Distinguished Professor of Political Science, School of Arts and Sciences, and professor of communication, Annenberg School for Communication, with secondary faculty appointments in the Department of Philosophy, School of Arts and Sciences, and at the Graduate School of Education, University of Pennsylvania.

F. Joseph Loughrey

Born in 1949. Trustee since October 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2009) and vice chairman of the board (2008–2009) of Cummins Inc. (industrial machinery). Chairman of the board of Hillenbrand, Inc. (specialized consumer services). Director

of the V Foundation. Member of the advisory council for the College of Arts and Letters at the University of Notre Dame. Chairman of the board of Saint Anselm College.

Mark Loughridge

Born in 1953. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: senior vice president and chief financial officer (retired 2013) of IBM (information technology services). Fiduciary member of IBM's Retirement Plan Committee (2004–2013), senior vice president and general manager (2002–2004) of IBM Global Financing, vice president and controller (1998–2002) of IBM, and a variety of other prior management roles at IBM. Member of the Council on Chicago Booth.

Scott C. Malpass

Born in 1962. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: adjunct professor of finance at the University of Notre Dame (2020–present). Chief investment officer (retired 2020) and vice president (retired 2020) of the University of Notre Dame. Assistant professor (retired June 2020) of finance at the Mendoza College of Business, University of Notre Dame, and member of the Notre Dame 403(b) Investment Committee. Member of the board of Catholic Investment Services, Inc. (investment advisors), the board of superintendence of the Institute for the Works of Religion, and the board of directors of Paxos Trust Company (finance).

Deanna Mulligan

Born in 1963. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chief executive officer of Purposeful (advisory firm for CEOs and C-level executives; 2021–present). Board chair (2020), chief executive officer (2011–2020), and president (2010–2019) of The Guardian Life Insurance Company of America. Chief operating officer (2010–2011) and executive vice president (2008–2010) of Individual Life and Disability of the Guardian Life Insurance Company of America. Member of the board of the Economic Club of New York. Trustee of the Partnership for New York City (business leadership), Chief Executives for Corporate Purpose, and the NewYork-Presbyterian Hospital.

André F. Perold

Born in 1952. Trustee since December 2004. Principal occupation(s) during the past five years and other experience: George Gund Professor of Finance and Banking, Emeritus at the Harvard Business School (retired 2011). Chief investment officer and co-managing partner of HighVista Strategies (private investment firm). Member of the board (2018–present) of RIT Capital Partners (investment firm). Member of the investment committee of Partners Health Care System.

Sarah Bloom Raskin

Born in 1961. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: deputy secretary (2014–2017) of the United States Department of the Treasury. Governor (2010–2014) of the Federal Reserve Board. Commissioner (2007–2010) of financial regulation for the State of Maryland. Colin W. Brown Distinguished Professor of the Practice of Law (2021–present), professor (2020–present), Distinguished Fellow of the Global Financial Markets Center (2020–present), and Rubenstein Fellow (2017–2020) at Duke University. Trustee (2017–present) of Amherst College and member of Amherst College Investment Committee (2019–present). Member of the Regenerative Crisis Response Committee (2020–present).

¹ Mr. Buckley is considered an "interested person," as defined in the Investment Company Act of 1940, because he is an officer of the Vanguard funds.

David A. Thomas

Born in 1956. Trustee since July 2021. Principal occupation(s) during the past five years and other experience: president of Morehouse College (2018–present). Professor of business administration, emeritus at Harvard University (2017–2018). Dean (2011–2016) and professor of management (2016–2017) at the Georgetown University McDonough School of Business. Director of DTE Energy Company (2013–present). Trustee of Common Fund (2019–present).

Peter F. Volanakis

Born in 1955. Trustee since July 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2010) of Corning Incorporated (communications equipment) and director of Corning Incorporated (2000–2010) and Dow Corning (2001–2010). Director (2012) of SPX Corporation (multi-industry manufacturing). Overseer of the Amos Tuck School of Business Administration, Dartmouth College (2001–2013). Member of the BMW Group Mobility Council.

Executive Officers**Christine M. Buchanan**

Born in 1970. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief financial officer (2021–present) and treasurer (2017–present) of each of the investment companies served by Vanguard. Partner (2005–2017) at KPMG (audit, tax, and advisory services).

David Cermak

Born in 1960. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Finance director (2019–present) of each of the investment companies served by Vanguard. Managing director and head (2017–present) of Vanguard Investments Singapore. Managing director and head (2017–2019) of Vanguard Investments Hong Kong. Representative director and head (2014–2017) of Vanguard Investments Japan.

John Galloway

Born in 1973. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Investment stewardship officer (September 2020–present) of each of the investment companies served by Vanguard. Head of Investor Advocacy (February 2020–present) and head of Marketing Strategy and Planning (2017–2020) at Vanguard. Special assistant to the President of the United States (2015).

Peter Mahoney

Born in 1974. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Controller (2015–present) of each of the investment companies served by Vanguard. Head of International Fund Services (2008–2014) at Vanguard.

Anne E. Robinson

Born in 1970. Principal occupation(s) during the past five years and other experience: general counsel (2016–present) of Vanguard. Secretary (2016–present) of Vanguard and of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Managing director and general counsel of Global Cards and Consumer Services (2014–2016) at Citigroup. Counsel (2003–2014) at American Express.

Michael Rollings

Born in 1963. Principal occupation(s) during the past five years and other experience: finance director (2017–present) and treasurer (2017) of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Chief financial officer (2016–present) of Vanguard. Director (2016–present) of Vanguard Marketing Corporation. Executive vice president and chief financial officer (2006–2016) of MassMutual Financial Group.

John E. Schadl

Born in 1972. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief compliance officer (2019–present) of Vanguard and of each of the investment companies served by Vanguard. Assistant vice president (2019–present) of Vanguard Marketing Corporation.

Vanguard Senior Management Team

Matthew Benchener
Joseph Brennan
Mortimer J. Buckley
Gregory Davis
John James
John T. Marcante
Chris D. McIsaac

Thomas M. Rampulla
Karin A. Risi
Anne E. Robinson
Michael Rollings
Nitin Tandon
Lauren Valente



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This material may be used in conjunction with the offering of shares of any Vanguard fund only if preceded or accompanied by the fund's current prospectus.

All comparative mutual fund data are from Morningstar, Inc., unless otherwise noted.

You can obtain a free copy of Vanguard's proxy voting guidelines by visiting vanguard.com/proxyreporting or by calling Vanguard at 800-662-2739. The guidelines are also available from the SEC's website, www.sec.gov. In addition, you may obtain a free report on how your fund voted the proxies for securities it owned during the 12 months ended June 30. To get the report, visit either vanguard.com/proxyreporting or www.sec.gov.

You can review information about your portfolio on the SEC's website, and you can receive copies of this information, for a fee, by sending a request via email addressed to publicinfo@sec.gov.

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Annual Report | December 31, 2021

Vanguard Variable Insurance Funds

Real Estate Index Portfolio

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Your Portfolio's Performance at a Glance

- For the 12 months ended December 31, 2021, the Real Estate Index Portfolio returned 40.21%, in line with its target benchmark after factoring in the portfolio's expenses.
- The U.S. economy continued to heal throughout 2021. Vaccination programs started rolling out shortly after the period began, helping some of the hardest-hit sectors such as hospitality, leisure, and travel begin to rebound, and more workers returned to the labor force. U.S. stocks performed strongly even with the spread of new COVID-19 variants, a surge in inflation, and Federal Reserve monetary policy turning less accommodative.
- Specialized REITs, the largest subsector in the portfolio, contributed the most to performance during the year. Residential REITs, industrial REITs, and specialized REITs also performed strongly.
- The portfolio recorded an average annual return of 11.43% for the 10 years ended December 31, in line with its benchmark average of 11.69%.
- Please note that the portfolio's returns are different from those in Vanguard Variable Annuity (and other plans that invest in the portfolio), which take into account insurance-related expenses.

Market Barometer

	Average Annual Total Returns Periods Ended December 31, 2021		
	One Year	Three Years	Five Years
Stocks			
Russell 1000 Index (Large-caps)	26.45%	26.21%	18.43%
Russell 2000 Index (Small-caps)	14.82	20.02	12.02
Russell 3000 Index (Broad U.S. market)	25.66	25.79	17.97
FTSE All-World ex US Index (International)	8.36	13.66	9.89
Bonds			
Bloomberg U.S. Aggregate Bond Index (Broad taxable market)	-1.54%	4.79%	3.57%
Bloomberg Municipal Bond Index (Broad tax-exempt market)	1.52	4.73	4.17
FTSE Three-Month U.S. Treasury Bill Index	0.05	0.95	1.11
CPI			
Consumer Price Index	7.04%	3.53%	2.92%

About Your Portfolio's Expenses

As a shareholder of the portfolio, you incur ongoing costs, which include costs for portfolio management, administrative services, and shareholder reports (like this one), among others. Operating expenses, which are deducted from a portfolio's gross income, directly reduce the investment return of the portfolio.

A portfolio's expenses are expressed as a percentage of its average net assets. This figure is known as the expense ratio. The following examples are intended to help you understand the ongoing costs (in dollars) of investing in your portfolio and to compare these costs with those of other mutual funds. The examples are based on an investment of \$1,000 made at the beginning of the period shown and held for the entire period.

The accompanying table illustrates your portfolio's costs in two ways:

- **Based on actual portfolio return.** This section helps you to estimate the actual expenses that you paid over the period. The "Ending Account Value" shown is derived from the portfolio's actual return, and the third column shows the dollar amount that would have been paid by an investor who started with \$1,000 in the portfolio. You may use the information here, together with the amount you invested, to estimate the expenses that you paid over the period.

To do so, 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 given for your portfolio under the heading "Expenses Paid During Period."

- **Based on hypothetical 5% yearly return.** This section is intended to help you compare your portfolio's costs with those of other mutual funds. It assumes that the portfolio had a yearly return of 5% before expenses, but that the expense ratio is unchanged. In this case—because the return used is not the portfolio's actual return—the results do not apply to your investment. The example is useful in making comparisons because the Securities and Exchange Commission requires all mutual funds to calculate expenses based on a 5% return. You can assess your portfolio's costs by comparing this hypothetical example with the hypothetical examples that appear in shareholder reports of other funds.

Note that the expenses shown in the table are meant to highlight and help you compare *ongoing* costs only and do not reflect transaction costs incurred by the portfolio for buying and selling securities. The portfolio's expense ratio does not reflect additional fees and expenses associated with the annuity or life insurance program through which you invest.

The calculations assume no shares were bought or sold during the period. Your actual costs may have been higher or lower, depending on the amount of your investment and the timing of any purchases or redemptions.

You can find more information about the portfolio's expenses, including annual expense ratios, in the Financial Statements section of this report. For additional information on operating expenses and other shareholder costs, please refer to your portfolio's current prospectus.

Six Months Ended December 31, 2021

	Beginning Account Value 6/30/2021	Ending Account Value 12/31/2021	Expenses Paid During Period
Real Estate Index Portfolio			
Based on Actual Portfolio Return	\$1,000.00	\$1,155.60	\$1.41
Based on Hypothetical 5% Yearly Return	1,000.00	1,023.89	1.33

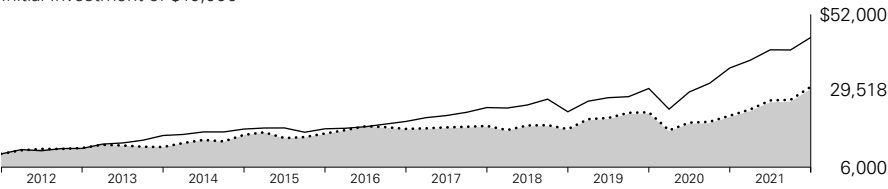
The calculations are based on expenses incurred in the most recent six-month period. The portfolio's annualized six-month expense ratio for that period is 0.26%. The dollar amounts shown as "Expenses Paid" are equal to the annualized expense ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent six-month period, then divided by the number of days in the most recent 12-month period (184/365).

Real Estate Index Portfolio

Performance Summary

All of the returns in this report represent past performance, which is not a guarantee of future results that may be achieved by the portfolio. (Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month-end, visit our website at vanguard.com/performance.) Note, too, that both investment returns and principal value can fluctuate widely, so an investor's shares, when sold, could be worth more or less than their original cost. The returns shown do not reflect taxes that a shareholder would pay on portfolio distributions or on the sale of portfolio shares. Nor do the returns reflect fees and expenses associated with the annuity or life insurance program through which a shareholder invests. If these fees and expenses were included, the portfolio's returns would be lower.

Cumulative Performance: December 31, 2011, Through December 31, 2021
Initial Investment of \$10,000



	Average Annual Total Returns			Final Value of a \$10,000 Investment
	One Year	Five Years	Ten Years	
Real Estate Index Portfolio	40.21%	11.25%	11.43%	\$29,518
Real Estate Spliced Index	40.56	11.51	11.69	30,197
Dow Jones U.S. Total Stock Market Float Adjusted Index	25.66	17.92	16.24	45,050

Real Estate Spliced Index: the MSCI US REIT Index through January 18, 2018; and the MSCI US Investable Market Real Estate 25/50 Index thereafter.

Portfolio Allocation

As of December 31, 2021

Diversified Real Estate Activities	0.1 %
Diversified REITs	3.0
Health Care REITs	7.3
Hotel & Resort REITs	2.4
Industrial REITs	12.6
Office REITs	6.5
Real Estate Development	0.3
Real Estate Operating Companies	0.2
Real Estate Services	4.8
Residential REITs	15.0
Retail REITs	10.5
Specialized REITs	37.3

The table reflects the portfolio's investments, except for short-term investments and derivatives. Sector categories are based on the Global Industry Classification Standard ("GICS"), except for the "Other" category (if applicable), which includes securities that have not been provided a GICS classification as of the effective reporting period.

The portfolio may invest in derivatives (such as futures and swap contracts) for various reasons, including, but not limited to, attempting to remain fully invested and tracking its target index as closely as possible.

The Global Industry Classification Standard ("GICS") was developed by and is the exclusive property and a service mark of MSCI Inc. ("MSCI") and Standard and Poor's, a division of McGraw-Hill Companies, Inc. ("S&P"), and is licensed for use by Vanguard. Neither MSCI, S&P nor any third party involved in making or compiling the GICS or any GICS classification makes any express or implied warranties or representations with respect to such standard or classification (or the results to be obtained by the use thereof), and all such parties hereby expressly disclaim all warranties of originality, accuracy, completeness, merchantability or fitness for a particular purpose with respect to any such standard or classification. Without limiting any of the foregoing, in no event shall MSCI, S&P, any of its affiliates or any third party involved in making or compiling the GICS or any GICS classification have any liability for any direct, indirect, special, punitive, consequential or any other damages (including lost profits) even if notified of the possibility of such damages.

Financial Statements

Schedule of Investments

As of December 31, 2021

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The portfolio's Form N-PORT reports are available on the SEC's website at www.sec.gov.

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
Equity Real Estate Investment Trusts (REITs) (94.5%)					
Diversified REITs (3.0%)					
WP Carey Inc.	165,427	13,573	STAG Industrial Inc.	144,997	6,954
STORE Capital Corp.	218,649	7,522	Innovative Industrial Properties Inc.	21,402	5,627
* DigitalBridge Group Inc.	440,585	3,670	Terreno Realty Corp.	63,103	5,382
Broadstone Net Lease Inc.	142,555	3,538	LXP Industrial Trust	248,943	3,888
PS Business Parks Inc.	18,545	3,416	Monmouth Real Estate Investment Corp.	83,831	1,761
Essential Properties Realty Trust Inc.	105,805	3,050	Industrial Logistics Properties Trust	58,730	1,471
Washington REIT	75,890	1,962	Plymouth Industrial REIT Inc.	26,783	857
American Assets Trust Inc.	46,159	1,732			193,101
iStar Inc.	64,422	1,664	Office REITs (6.5%)		
Alexander & Baldwin Inc.	65,093	1,633	Alexandria Real Estate Equities Inc.	129,578	28,891
Global Net Lease Inc.	90,371	1,381	Boston Properties Inc.	132,954	15,314
Empire State Realty Trust Inc. Class A	131,783	1,173	Kilroy Realty Corp.	93,739	6,230
Gladstone Commercial Corp.	32,573	839	Vornado Realty Trust	145,659	6,097
Armada Hoffer Properties Inc.	54,134	824	Cousins Properties Inc.	132,983	5,357
One Liberty Properties Inc.	14,726	520	Douglas Emmett Inc.	156,980	5,259
		46,497	SL Green Realty Corp.	60,128	4,311
			Highwoods Properties Inc.	93,347	4,162
Health Care REITs (7.3%)			Hudson Pacific Properties Inc.	136,861	3,382
Welltower Inc.	378,365	32,452	JBG SMITH Properties	105,886	3,040
Ventas Inc.	351,951	17,992	* Equity Commonwealth	109,116	2,826
Healthpeak Properties Inc.	482,981	17,431	Corporate Office Properties Trust	100,513	2,811
Medical Properties Trust Inc.	532,802	12,590	Brandywine Realty Trust	153,008	2,053
Healthcare Trust of America Inc. Class A	195,814	6,538	Piedmont Office Realty Trust Inc. Class A	111,300	2,046
Omega Healthcare Investors Inc.	213,661	6,322	Easterly Government Properties Inc. Class A	80,949	1,855
Healthcare Realty Trust Inc.	130,333	4,124	Paramount Group Inc.	158,127	1,319
Physicians Realty Trust	195,032	3,672	* Veris Residential Inc.	65,682	1,207
Sabra Health Care REIT Inc.	197,543	2,675	* Office Properties Income Trust	43,599	1,083
National Health Investors Inc.	39,004	2,242	* Orion Office REIT Inc.	48,909	913
CareTrust REIT Inc.	86,887	1,984	City Office REIT Inc.	38,792	765
LTC Properties Inc.	34,871	1,190	Franklin Street Properties Corp.	91,179	543
Global Medical REIT Inc.	55,542	986			99,464
Community Healthcare Trust Inc.	20,806	983	Residential REITs (15.0%)		
Universal Health Realty Income Trust	12,127	721	AvalonBay Communities Inc.	124,993	31,572
Diversified Healthcare Trust	211,854	655	Equity Residential	318,530	28,827
		112,557	Mid-America Apartment Communities Inc.	103,910	23,841
Hotel & Resort REITs (2.4%)			Invitation Homes Inc.	516,270	23,408
* Host Hotels & Resorts Inc.	638,620	11,105	Sun Communities Inc.	103,802	21,795
* Ryman Hospitality Properties Inc.	46,823	4,306	Essex Property Trust Inc.	58,248	20,517
* Park Hotels & Resorts Inc.	211,978	4,002	Camden Property Trust	89,998	16,081
Apple Hospitality REIT Inc.	193,331	3,122	UDR Inc.	265,559	15,931
Pebblebrook Hotel Trust	117,566	2,630	Equity LifeStyle Properties Inc.	156,160	13,689
* Sunstone Hotel Investors Inc.	195,927	2,298	American Homes 4 Rent Class A	259,396	11,312
RLJ Lodging Trust	149,139	2,077	Apartment Income REIT Corp.	140,422	7,677
* Xenia Hotels & Resorts Inc.	102,246	1,852	American Campus Communities Inc.	124,450	7,130
* DiamondRock Hospitality Co.	188,936	1,816	Independence Realty Trust Inc.	94,199	2,433
Service Properties Trust	146,038	1,284	NexPoint Residential Trust Inc.	20,341	1,705
* Summit Hotel Properties Inc.	94,649	924	Centerspace	12,649	1,403
* Chatham Lodging Trust	43,527	597	* UMH Properties Inc.	42,871	1,172
* CorePoint Lodging Inc.	35,972	565	* Apartment Investment & Management Co. Class A	133,061	1,027
		36,578	Preferred Apartment Communities Inc.	46,364	837
Industrial REITs (12.6%)					230,357
Prologis Inc.	661,563	111,381	Retail REITs (10.5%)		
Duke Realty Corp.	338,818	22,240	Simon Property Group Inc.	294,215	47,007
Rexford Industrial Realty Inc.	123,242	9,996	Realty Income Corp.	493,375	35,321
EastGroup Properties Inc.	36,146	8,236	Kimco Realty Corp.	520,826	12,838
Americold Realty Trust	233,537	7,658	Regency Centers Corp.	136,776	10,306
First Industrial Realty Trust Inc.	115,554	7,650	Federal Realty Investment Trust	62,612	8,535
			National Retail Properties Inc.	157,056	7,550
			Brixmor Property Group Inc.	265,672	6,751

Real Estate Index Portfolio

	Shares	Market Value* (\$000)
Spirit Realty Capital Inc.	106,536	5,134
Agree Realty Corp.	61,700	4,403
Kite Realty Group Trust	195,372	4,255
Macerich Co.	191,274	3,305
SITE Centers Corp.	151,292	2,395
Retail Opportunity Investments Corp.	108,757	2,132
Urban Edge Properties	104,963	1,994
Tanger Factory Outlet Centers Inc.	93,273	1,798
Acadia Realty Trust	79,388	1,733
Getty Realty Corp.	33,658	1,080
RPT Realty	71,743	960
American Finance Trust Inc. Class A	104,186	951
NETSTREIT Corp.	35,134	805
Saul Centers Inc.	12,913	685
Urstadt Biddle Properties Inc. Class A	26,700	569
Alexander's Inc.	2,056	535
* Seritage Growth Properties Class A	34,845	462
*.1 Spirit MTA REIT	42,040	11
		161,515
Specialized REITs (37.2%)		
American Tower Corp.	407,377	119,159
Crown Castle International Corp.	386,837	80,748
Equinix Inc.	80,335	67,951
Public Storage	141,143	52,866
Digital Realty Trust Inc.	252,963	44,742
SBA Communications Corp.	98,065	38,149
Weyerhaeuser Co.	671,263	27,643
Extra Space Storage Inc.	119,820	27,167
VICI Properties Inc.	550,331	16,570
Iron Mountain Inc.	258,970	13,552
Life Storage Inc.	70,081	10,735
CubeSmart	180,540	10,275
CyrusOne Inc.	110,951	9,955
Gaming & Leisure Properties Inc.	199,063	9,686
Lamar Advertising Co. Class A	77,612	9,414
MGM Growth Properties LLC Class A	140,112	5,724
National Storage Affiliates Trust	75,383	5,216
Rayonier Inc.	126,393	5,101
PotlatchDeltic Corp.	60,171	3,623
Outfront Media Inc.	130,681	3,505
EPR Properties	66,683	3,167
Uniti Group Inc.	208,816	2,925
Four Corners Property Trust Inc.	68,382	2,011
Safehold Inc.	14,400	1,150
Gladstone Land Corp.	26,321	889
GEO Group Inc.	108,486	841
		572,764
Total Equity Real Estate Investment Trusts (REITs) (Cost \$1,139,510)		1,452,833

Derivative Financial Instruments Outstanding as of Period End
Futures Contracts

				(\$000)
	Expiration	Number of Long (Short) Contracts	Notional Amount	Value and Unrealized Appreciation (Depreciation)
Long Futures Contracts				
Dow Jones U.S. Real Estate Index	March 2022	33	1,493	81

	Shares	Market Value* (\$000)
Real Estate Management & Development (5.4%)		
Diversified Real Estate Activities (0.1%)		
St. Joe Co.	29,191	1,520
RMR Group Inc. Class A	13,790	478
		1,998
Real Estate Development (0.3%)		
* Howard Hughes Corp.	36,947	3,760
* Forestar Group Inc.	16,135	351
		4,111
Real Estate Operating Companies (0.2%)		
Kennedy-Wilson Holdings Inc.	113,349	2,707
* FRP Holdings Inc.	5,472	316
		3,023
Real Estate Services (4.8%)		
* CBRE Group Inc. Class A	300,534	32,611
* Jones Lang LaSalle Inc.	45,348	12,214
* Zillow Group Inc. Class C	148,951	9,511
* Zillow Group Inc. Class A	55,657	3,463
* Redfin Corp.	84,408	3,240
Newmark Group Inc. Class A	155,914	2,916
* Cushman & Wakefield plc	119,781	2,664
* eXp World Holdings Inc.	58,993	1,987
* Realogy Holdings Corp.	104,703	1,760
* Opendoor Technologies Inc.	108,669	1,588
* Marcus & Millichap Inc.	21,480	1,105
RE/MAX Holdings Inc. Class A	16,564	505
* Douglas Elliman Inc.	41,939	482
		74,046
Total Real Estate Management & Development (Cost \$66,421)		83,178
Temporary Cash Investments (0.0%)		
Money Market Fund (0.0%)		
² Vanguard Market Liquidity Fund, 0.090% (Cost \$15)	154	15
Total Investments (99.9%) (Cost \$1,205,946)		1,536,026
Other Assets and Liabilities—Net (0.1%)		1,874
Net Assets (100%)		1,537,900

Cost is in \$000.

• See Note A in Notes to Financial Statements.

* Non-income-producing security.

1 Security value determined using significant unobservable inputs.

2 Affiliated money market fund available only to Vanguard funds and certain trusts and accounts managed by Vanguard. Rate shown is the 7-day yield.

REIT—Real Estate Investment Trust.

Statement of Assets and Liabilities

As of December 31, 2021

(\$000s, except shares and per-share amounts)	Amount
Assets	
Investments in Securities, at Value	
Unaffiliated Issuers (Cost \$1,205,931)	1,536,011
Affiliated Issuers (Cost \$15)	15
Total Investments in Securities	1,536,026
Investment in Vanguard	46
Cash Collateral Pledged—Futures Contracts	82
Receivables for Accrued Income	4,395
Receivables for Capital Shares Issued	543
Variation Margin Receivable—Futures Contracts	2
Total Assets	1,541,094
Liabilities	
Due to Custodian	1,344
Payables for Investment Securities Purchased	1,407
Payables for Capital Shares Redeemed	274
Payables to Vanguard	169
Total Liabilities	3,194
Net Assets	1,537,900

At December 31, 2021, net assets consisted of:

Paid-in Capital	1,130,006
Total Distributable Earnings (Loss)	407,894
Net Assets	1,537,900
Net Assets	
Applicable to 92,841,895 outstanding \$.001 par value shares of beneficial interest (unlimited authorization)	1,537,900
Net Asset Value Per Share	\$16.56

Statement of Operations

	Year Ended December 31, 2021
	(\$000)
Investment Income	
Income	
Dividends	25,126
Non-Cash Dividends	1,595
Interest ¹	3
Securities Lending—Net	27
Total Income	26,751
Expenses	
The Vanguard Group—Note B	
Investment Advisory Services	195
Management and Administrative	3,041
Marketing and Distribution	80
Custodian Fees	17
Auditing Fees	33
Shareholders' Reports and Proxy Fees	19
Trustees' Fees and Expenses	—
Total Expenses	3,385
Net Investment Income	23,366
Realized Net Gain (Loss)	
Capital Gain Distributions Received ¹	6,915
Investment Securities Sold ¹	46,375
Futures Contracts	446
Swap Contracts	1,315
Realized Net Gain (Loss)	55,051
Change in Unrealized Appreciation (Depreciation)	
Investment Securities ¹	358,388
Futures Contracts	52
Swap Contracts	(552)
Change in Unrealized Appreciation (Depreciation)	357,888
Net Increase (Decrease) in Net Assets Resulting from Operations	436,305

¹ Interest income, realized net gain (loss), capital gain distributions received, and change in unrealized appreciation (depreciation) from an affiliated company of the portfolio were \$3,000, (\$3,000), less than \$1,000, and \$2,000, respectively. Purchases and sales are for temporary cash investment purposes.

Statement of Changes in Net Assets

	Year Ended December 31,	
	2021 (\$000)	2020 (\$000)
Increase (Decrease) in Net Assets		
Operations		
Net Investment Income	23,366	22,598
Realized Net Gain (Loss)	55,051	36,511
Change in Unrealized Appreciation (Depreciation)	357,888	(132,843)
Net Increase (Decrease) in Net Assets Resulting from Operations	436,305	(73,734)
Distributions		
Total Distributions	(58,868)	(44,948)
Capital Share Transactions		
Issued	219,715	151,575
Issued in Lieu of Cash Distributions	58,868	44,948
Redeemed	(195,227)	(243,185)
Net Increase (Decrease) from Capital Share Transactions	83,356	(46,662)
Total Increase (Decrease)	460,793	(165,344)
Net Assets		
Beginning of Period	1,077,107	1,242,451
End of Period	1,537,900	1,077,107

See accompanying Notes, which are an integral part of the Financial Statements.

Financial Highlights

For a Share Outstanding Throughout Each Period	Year Ended December 31,				
	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$12.43	\$13.74	\$11.57	\$13.14	\$13.48
Investment Operations					
Net Investment Income ¹	.257	.259	.329	.367	.375
Net Realized and Unrealized Gain (Loss) on Investments	4.553	(1.054)	2.874	(1.084)	.220
Total from Investment Operations	4.810	(.795)	3.203	(.717)	.595
Distributions					
Dividends from Net Investment Income	(.293)	(.316)	(.368)	(.383)	(.336)
Distributions from Realized Capital Gains	(.387)	(.199)	(.665)	(.470)	(.599)
Total Distributions	(.680)	(.515)	(1.033)	(.853)	(.935)
Net Asset Value, End of Period	\$16.56	\$12.43	\$13.74	\$11.57	\$13.14
Total Return	40.21%	-4.85%	28.81%	-5.35%	4.78%
Ratios/Supplemental Data					
Net Assets, End of Period (Millions)	\$1,538	\$1,077	\$1,242	\$965	\$1,077
Ratio of Total Expenses to Average Net Assets	0.26%	0.26%	0.26%	0.26%	0.27%
Ratio of Net Investment Income to Average Net Assets	1.79%	2.19%	2.52%	3.04%	2.87%
Portfolio Turnover Rate	12%	10%	7%	35%	10%

¹ Calculated based on average shares outstanding.

Notes to Financial Statements

The Real Estate Index Portfolio, a portfolio of Vanguard Variable Insurance Funds, is registered under the Investment Company Act of 1940 as an open-end investment company. The portfolio's shares are only available for purchase by separate accounts of insurance companies as investments for variable annuity plans, variable life insurance contracts, or other variable benefit insurance contracts. Market disruptions associated with the COVID-19 pandemic have had a global impact, and uncertainty exists as to the long-term implications. Such disruptions can adversely affect assets of the portfolio and thus portfolio performance.

A. The following significant accounting policies conform to generally accepted accounting principles for U.S. investment companies. The portfolio consistently follows such policies in preparing its financial statements.

1. **Security Valuation:** Securities are valued as of the close of trading on the New York Stock Exchange (generally 4 p.m., Eastern time) on the valuation date. Equity securities are valued at the latest quoted sales prices or official closing prices taken from the primary market in which each security trades; such securities not traded on the valuation date are valued at the mean of the latest quoted bid and asked prices. Securities for which market quotations are not readily available, or whose values have been materially affected by events occurring before the portfolio's pricing time but after the close of the securities' primary markets, are valued by methods deemed by the board of trustees to represent fair value. Investments in Vanguard Market Liquidity Fund are valued at that fund's net asset value. Temporary cash investments are valued using the latest bid prices or using valuations based on a matrix system (which considers such factors as security prices, yields, maturities, and ratings), both as furnished by independent pricing services.

2. **Futures Contracts:** The portfolio uses index futures contracts to a limited extent, with the objectives of maintaining full exposure to the stock market, maintaining liquidity, and minimizing transaction costs. The portfolio may purchase futures contracts to immediately invest incoming cash in the market, or sell futures in response to cash outflows, thereby simulating a fully invested position in the underlying index while maintaining a cash balance for liquidity. The primary risks associated with the use of futures contracts are imperfect correlation between changes in market values of stocks held by the portfolio and the prices of futures contracts, and the possibility of an illiquid market. Counterparty risk involving futures is mitigated because a regulated clearinghouse is the counterparty instead of the clearing broker. To further mitigate counterparty risk, the portfolio trades futures contracts on an exchange, monitors the financial strength of its clearing brokers and clearinghouse, and has entered into clearing agreements with its clearing brokers. The clearinghouse imposes initial margin requirements to secure the portfolio's performance and requires daily settlement of variation margin representing changes in the market value of each contract. Any securities pledged as initial margin for open contracts are noted in the Schedule of Investments.

Futures contracts are valued at their quoted daily settlement prices. The notional amounts of the contracts are not recorded in the Statement of Assets and Liabilities. Fluctuations in the value of the contracts are recorded in the Statement of Assets and Liabilities as an asset (liability) and in the Statement of Operations as unrealized appreciation (depreciation) until the contracts are closed, when they are recorded as realized gains (losses) on futures contracts.

During the year ended December 31, 2021, the portfolio's average investments in long and short futures contracts represented less than 1% and 0% of net assets, respectively, based on the average of the notional amounts at each quarter-end during the period.

3. **Swap Contracts:** The portfolio has entered into equity swap contracts to earn the total return on selected reference stocks in the portfolio's target index. Under the terms of the swaps, the portfolio receives the total return on the referenced stock (i.e., receiving the increase or paying the decrease in value of the selected reference stock and receiving the equivalent of any dividends in respect of the selected referenced stock) over a specified period of time, applied to a notional amount that represents the value of a designated number of shares of the selected reference stock at the beginning of the equity swap contract. The portfolio also pays a floating rate that is based on short-term interest rates, applied to the notional amount. At the same time, the portfolio generally invests an amount approximating the notional amount of the swap in high-quality temporary cash investments.

A risk associated with all types of swaps is the possibility that a counterparty may default on its obligation to pay net amounts due to the portfolio. The portfolio's maximum amount subject to counterparty risk is the unrealized appreciation on the swap contract. The portfolio mitigates its counterparty risk by entering into swaps only with a diverse group of prequalified counterparties, monitoring their financial strength, entering into master netting arrangements with its counterparties, and requiring its counterparties to transfer collateral as security for their performance. In the absence of a default, the collateral pledged or received by the portfolio cannot be repledged, resold, or

rehypothecated. In the event of a counterparty's default (including bankruptcy), the portfolio may terminate any swap contracts with that counterparty, determine the net amount owed by either party in accordance with its master netting arrangements, and sell or retain any collateral held up to the net amount owed to the portfolio under the master netting arrangements. The swap contracts contain provisions whereby a counterparty may terminate open contracts if the portfolio's net assets decline below a certain level, triggering a payment by the portfolio if the portfolio is in a net liability position at the time of the termination. The payment amount would be reduced by any collateral the portfolio has pledged. Any securities pledged as collateral for open contracts are noted in the Schedule of Investments. The value of collateral received or pledged is compared daily to the value of the swap contracts exposure with each counterparty, and any difference, if in excess of a specified minimum transfer amount, is adjusted and settled within two business days.

The notional amounts of swap contracts are not recorded in the Statement of Assets and Liabilities. Swaps are valued daily based on market quotations received from independent pricing services or recognized dealers and the change in value is recorded in the Statement of Assets and Liabilities as an asset (liability) and in the Statement of Operations as unrealized appreciation (depreciation) until periodic payments are made or the termination of the swap, at which time realized gain (loss) is recorded.

During the year ended December 31, 2021, the portfolio's average amounts of investments in total return swaps represented less than 1% of net assets, based on the average of notional amounts at each quarter-end during the period. The portfolio had no open swap contracts at December 31, 2021.

4. Federal Income Taxes: The portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income. The portfolio's tax returns are open to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return. Management has analyzed the portfolio's tax positions taken for all open federal and state income tax years, and has concluded that no provision for income tax is required in the portfolio's financial statements.

5. Distributions: Distributions to shareholders are recorded on the ex-dividend date. Distributions are determined on a tax basis at the fiscal year-end and may differ from net investment income and realized capital gains for financial reporting purposes.

6. Securities Lending: To earn additional income, the portfolio lends its securities to qualified institutional borrowers. Security loans are subject to termination by the portfolio at any time, and are required to be secured at all times by collateral in an amount at least equal to the market value of securities loaned. Daily market fluctuations could cause the value of loaned securities to be more or less than the value of the collateral received. When this occurs, the collateral is adjusted and settled before the opening of the market on the next business day. The portfolio further mitigates its counterparty risk by entering into securities lending transactions only with a diverse group of prequalified counterparties, monitoring their financial strength, and entering into master securities lending agreements with its counterparties. The master securities lending agreements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate any loans with that borrower, determine the net amount owed, and sell or retain the collateral up to the net amount owed to the portfolio; however, such actions may be subject to legal proceedings. While collateral mitigates counterparty risk, in the event of a default, the portfolio may experience delays and costs in recovering the securities loaned. The portfolio invests cash collateral received in Vanguard Market Liquidity Fund, and records a liability in the Statement of Assets and Liabilities for the return of the collateral, during the period the securities are on loan. Collateral investments in Vanguard Market Liquidity Fund are subject to market appreciation or depreciation. Securities lending income represents fees charged to borrowers plus income earned on invested cash collateral, less expenses associated with the loan. During the term of the loan, the portfolio is entitled to all distributions made on or in respect of the loaned securities.

7. Credit Facilities and Interfund Lending Program: The portfolio and certain other funds managed by The Vanguard Group ("Vanguard") participate in a \$4.3 billion committed credit facility provided by a syndicate of lenders pursuant to a credit agreement and an uncommitted credit facility provided by Vanguard. Both facilities may be renewed annually. Each fund is individually liable for its borrowings, if any, under the credit facilities. Borrowings may be utilized for temporary or emergency purposes, subject to the portfolio's regulatory and contractual borrowing restrictions. With respect to the committed credit facility, the participating funds are charged administrative fees and an annual commitment fee of 0.10% of the undrawn committed amount of the facility; these fees are allocated to the funds based on a method approved by the portfolio's board of trustees and included in Management and Administrative expenses on the portfolio's Statement of Operations. Any borrowings under either facility bear interest at a rate based upon the higher of the one-month London Interbank Offered Rate (or an acceptable alternate rate, if necessary), federal funds effective

rate, or overnight bank funding rate plus an agreed-upon spread, except that borrowings under the uncommitted credit facility may bear interest based upon an alternative rate agreed to by the portfolio and Vanguard.

In accordance with an exemptive order (the “Order”) from the SEC, the portfolio may participate in a joint lending and borrowing program that allows registered open-end Vanguard funds to borrow money from and lend money to each other for temporary or emergency purposes (the “Interfund Lending Program”), subject to compliance with the terms and conditions of the Order, and to the extent permitted by the portfolio’s investment objective and investment policies. Interfund loans and borrowings normally extend overnight, but can have a maximum duration of seven days. Loans may be called on one business day’s notice. The interest rate to be charged is governed by the conditions of the Order and internal procedures adopted by the board of trustees. The board of trustees is responsible for overseeing the Interfund Lending Program.

For the year ended December 31, 2021, the portfolio did not utilize the credit facilities or the Interfund Lending Program.

8. Other: Distributions received from investment securities are recorded on the ex-dividend date. Non-cash dividends included in income, if any, are recorded at the fair value of the securities received. Each investment security reports annually the tax character of its distributions. Dividend income, capital gain distributions received, and unrealized appreciation (depreciation) reflect the amounts of taxable income, capital gain, and return of capital reported by the investment securities, and management’s estimates of such amounts for investment security distributions for which actual information has not been reported. Interest income includes income distributions received from Vanguard Market Liquidity Fund and is accrued daily. Premiums and discounts on debt securities are amortized and accreted, respectively, to interest income over the lives of the respective securities, except for premiums on certain callable debt securities that are amortized to the earliest call date. Security transactions are accounted for on the date securities are bought or sold. Costs used to determine realized gains (losses) on the sale of investment securities are those of the specific securities sold.

B. In accordance with the terms of a Funds’ Service Agreement (the “FSA”) between Vanguard and the portfolio, Vanguard furnishes to the portfolio investment advisory, corporate management, administrative, marketing, and distribution services at Vanguard’s cost of operations (as defined by the FSA). These costs of operations are allocated to the portfolio based on methods and guidelines approved by the board of trustees and are generally settled twice a month.

Upon the request of Vanguard, the portfolio may invest up to 0.40% of its net assets as capital in Vanguard. At December 31, 2021, the portfolio had contributed to Vanguard capital in the amount of \$46,000, representing less than 0.01% of the portfolio’s net assets and 0.02% of Vanguard’s capital received pursuant to the FSA. The portfolio’s trustees and officers are also directors and employees, respectively, of Vanguard.

C. Various inputs may be used to determine the value of the portfolio’s investments and derivatives. These inputs are summarized in three broad levels for financial statement purposes. The inputs or methodologies used to value securities are not necessarily an indication of the risk associated with investing in those securities.

Level 1—Quoted prices in active markets for identical securities.

Level 2—Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3—Significant unobservable inputs (including the portfolio’s own assumptions used to determine the fair value of investments). Any investments and derivatives valued with significant unobservable inputs are noted on the Schedule of Investments.

The following table summarizes the market value of the portfolio's investments and derivatives as of December 31, 2021, based on the inputs used to value them:

	Level 1 (\$000)	Level 2 (\$000)	Level 3 (\$000)	Total (\$000)
Investments				
Assets				
Common Stocks	1,536,000	—	11	1,536,011
Temporary Cash Investments	15	—	—	15
Total	1,536,015	—	11	1,536,026
Derivative Financial Instruments				
Assets				
Futures Contracts ¹	81	—	—	81

¹ Includes cumulative appreciation (depreciation) on futures contracts and centrally cleared swaps, if any, as reported in the Schedule of Investments. Only current day's variation margin is reported within the Statement of Assets and Liabilities.

D. Permanent differences between book-basis and tax-basis components of net assets are reclassified among capital accounts in the financial statements to reflect their tax character. These reclassifications have no effect on net assets or net asset value per share. As of period end, permanent differences primarily attributable to the accounting for swap agreements were reclassified between the individual components of total distributable earnings (loss).

Temporary differences between book-basis and tax-basis components of total distributable earnings (loss) arise when certain items of income, gain, or loss are recognized in different periods for financial statement and tax purposes; these differences will reverse at some time in the future. The differences are primarily related to the deferral of losses from wash sales; and the recognition of unrealized gains or losses from certain derivative contracts. As of period end, the tax-basis components of total distributable earnings (loss) are detailed in the table as follows:

	Amount (\$000)
Undistributed Ordinary Income	27,218
Undistributed Long-Term Gains	49,617
Capital Loss Carryforwards	—
Qualified Late-Year Losses	—
Net Unrealized Gains (Losses)	328,991

The tax character of distributions paid was as follows:

	Year Ended December 31,	
	2021 Amount (\$000)	2020 Amount (\$000)
Ordinary Income*	25,327	28,768
Long-Term Capital Gains	33,541	16,180
Total	58,868	44,948

* Includes short-term capital gains, if any.

As of December 31, 2021, gross unrealized appreciation and depreciation for investments and derivatives based on cost for U.S. federal income tax purposes were as follows:

	Amount (\$000)
Tax Cost	1,207,035
Gross Unrealized Appreciation	455,825
Gross Unrealized Depreciation	(126,834)
Net Unrealized Appreciation (Depreciation)	328,991

E. During the year ended December 31, 2021, the portfolio purchased \$260,647,000 of investment securities and sold \$153,115,000 of investment securities, other than temporary cash investments.

The portfolio purchased securities from and sold securities to other Vanguard funds or accounts managed by Vanguard or its affiliates, in accordance with procedures adopted by the board of trustees in compliance with Rule 17a-7 of the Investment Company Act of 1940. For the year ended December 31, 2021, such purchases were \$1,033,000 and sales were \$591,000, resulting in net

realized gain of \$97,000; these amounts, other than temporary cash investments, are included in the purchases and sales of investment securities noted above.

F. Capital shares issued and redeemed were:

	Year Ended December 31,	
	2021 Shares (000)	2020 Shares (000)
Issued	15,445	12,842
Issued in Lieu of Cash Distributions	4,535	4,527
Redeemed	(13,787)	(21,151)
Net Increase (Decrease) in Shares Outstanding	6,193	(3,782)

At December 31, 2021, one shareholder (an insurance company separate account whose holdings in the portfolio represent the indirect investment of Vanguard Variable Annuity contract holders) was the record or beneficial owner of 40% of the portfolio's net assets. If this shareholder were to redeem its investment in the portfolio, the redemption might result in an increase in the portfolio's expense ratio, cause the portfolio to incur higher transaction costs, or lead to the realization of taxable capital gains.

G. Management has determined that no events or transactions occurred subsequent to December 31, 2021, that would require recognition or disclosure in these financial statements.

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Vanguard Variable Insurance Funds and Shareholders of Real Estate Index Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Real Estate Index Portfolio (one of the portfolios constituting Vanguard Variable Insurance Funds, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

/s/PricewaterhouseCoopers LLP
Philadelphia, Pennsylvania
February 17, 2022

We have served as the auditor of one or more investment companies in The Vanguard Group of Funds since 1975.

Special 2021 tax information (unaudited) for corporate shareholders only for Real Estate Index Portfolio, a portfolio of Vanguard Variable Insurance Funds

This information for the fiscal year ended December 31, 2021, is included pursuant to provisions of the Internal Revenue Code for corporate shareholders only.

The portfolio distributed \$33,540,000 as capital gain dividends (from net long-term capital gains) to shareholders during the fiscal year. The portfolio designates \$31,302,000 of its capital gain dividends as 20% rate gain distributions and \$2,238,000 as unrecaptured section 1250 gain distributions (25% rate gain).

THESE FUNDS ARE NOT SPONSORED, ENDORSED, SOLD OR PROMOTED BY MSCI INC. ("MSCI"), ANY OF ITS AFFILIATES, ANY OF ITS DIRECT OR INDIRECT INFORMATION PROVIDERS OR ANY OTHER THIRD PARTY INVOLVED IN, OR RELATED TO, COMPILING, COMPUTING OR CREATING ANY MSCI INDEX (COLLECTIVELY, THE "MSCI PARTIES"). THE MSCI INDEXES ARE THE EXCLUSIVE PROPERTY OF MSCI. MSCI AND THE MSCI INDEX NAMES ARE SERVICE MARK(S) OF MSCI OR ITS AFFILIATES AND HAVE BEEN LICENSED FOR USE FOR CERTAIN PURPOSES BY VANGUARD. NONE OF THE MSCI PARTIES MAKES ANY REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, TO THE OWNERS OF THESE FUNDS OR ANY MEMBER OF THE PUBLIC REGARDING THE ADVISABILITY OF INVESTING IN FUNDS GENERALLY OR IN THESE FUNDS PARTICULARLY OR THE ABILITY OF ANY MSCI INDEX TO TRACK CORRESPONDING STOCK MARKET PERFORMANCE. MSCI OR ITS AFFILIATES ARE THE LICENSORS OF CERTAIN TRADEMARKS, SERVICE MARKS AND TRADE NAMES AND OF THE MSCI INDEXES WHICH ARE DETERMINED, COMPOSED AND CALCULATED BY MSCI WITHOUT REGARD TO THESE FUNDS OR THE ISSUER OR OWNER OF THESE FUNDS. NONE OF THE MSCI PARTIES HAS ANY OBLIGATION TO TAKE THE NEEDS OF THE ISSUERS OR OWNERS OF THESE FUNDS INTO CONSIDERATION IN DETERMINING, COMPOSING OR CALCULATING THE MSCI INDEXES. NONE OF THE MSCI PARTIES IS RESPONSIBLE FOR OR HAS PARTICIPATED IN THE DETERMINATION OF THE TIMING OF, PRICES AT, OR QUANTITIES OF THESE FUNDS TO BE ISSUED OR IN THE DETERMINATION OR CALCULATION OF THE CONSIDERATION INTO WHICH THESE FUNDS ARE REDEEMABLE. NONE OF THE MSCI PARTIES HAS ANY OBLIGATION OR LIABILITY TO THE OWNERS OF THESE FUNDS IN CONNECTION WITH THE ADMINISTRATION, MARKETING OR OFFERING OF THESE FUNDS.

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The People Who Govern Your Fund

The trustees of your mutual fund are there to see that the fund is operated and managed in your best interests since, as a shareholder, you are a part owner of the fund. Your fund's trustees also serve on the board of directors of The Vanguard Group, Inc., which is owned by the Vanguard funds and provides services to them.

A majority of Vanguard's board members are independent, meaning that they have no affiliation with Vanguard or the funds they oversee, apart from the sizable personal investments they have made as private individuals. The independent board members have distinguished backgrounds in business, academia, and public service. Each of the trustees and executive officers oversees 217 Vanguard funds.

Information for each trustee and executive officer of the fund appears below. That information, as well as the Vanguard fund count, is as of the date on the cover of this fund report. The mailing address of the trustees and officers is P.O. Box 876, Valley Forge, PA 19482. More information about the trustees is in the *Statement of Additional Information*, which can be obtained, without charge, by contacting Vanguard at 800-662-7447, or online at vanguard.com.

Interested Trustee¹

Mortimer J. Buckley

Born in 1969. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chairman of the board (2019–present) of Vanguard and of each of the investment companies served by Vanguard; chief executive officer (2018–present) of Vanguard; chief executive officer, president, and trustee (2018–present) of each of the investment companies served by Vanguard; president and director (2017–present) of Vanguard; and president (2018–present) of Vanguard Marketing Corporation. Chief investment officer (2013–2017), managing director (2002–2017), head of the Retail Investor Group (2006–2012), and chief information officer (2001–2006) of Vanguard. Member of the board of governors of the Investment Company Institute and the board of governors of FINRA. Trustee and vice chair of The Shipley School.

Independent Trustees

Tara Bunch

Born in 1962. Trustee since November 2021. Principal occupation(s) during the past five years and other experience: head of global operations at Airbnb (2020–present). Vice president of AppleCare (2012–2020). Member of the board of directors of Out & Equal (2002–2006), the advisory board of the University of California, Berkeley School of Engineering (2020–present), and the advisory board of Santa Clara University's Leavey School of Business (2018–present).

Emerson U. Fullwood

Born in 1948. Trustee since January 2008. Principal occupation(s) during the past five years and other experience: executive chief staff and marketing officer for North America and corporate vice president (retired 2008) of Xerox Corporation (document management products and services). Former president of the Worldwide Channels Group, Latin America, and Worldwide Customer Service and executive chief staff officer of Developing Markets of Xerox. Executive in residence and 2009–2010 Distinguished Minett Professor at the Rochester Institute of Technology. Member of the board of directors of the University of Rochester Medical Center, the Monroe Community College Foundation, the United Way of Rochester, North Carolina A&T University, Roberts Wesleyan College, and the Rochester Philharmonic Orchestra. Trustee of the University of Rochester.

Amy Gutmann

Born in 1949. Trustee since June 2006. Principal occupation(s) during the past five years and other experience: president (2004–present) of the University of Pennsylvania. Christopher H. Browne Distinguished Professor of Political Science, School of Arts and Sciences, and professor of communication, Annenberg School for Communication, with secondary faculty appointments in the Department of Philosophy, School of Arts and Sciences, and at the Graduate School of Education, University of Pennsylvania.

F. Joseph Loughrey

Born in 1949. Trustee since October 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2009) and vice chairman of the board (2008–2009) of Cummins Inc. (industrial machinery). Chairman of the board of Hillenbrand, Inc. (specialized consumer services). Director

of the V Foundation. Member of the advisory council for the College of Arts and Letters at the University of Notre Dame. Chairman of the board of Saint Anselm College.

Mark Loughridge

Born in 1953. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: senior vice president and chief financial officer (retired 2013) of IBM (information technology services). Fiduciary member of IBM's Retirement Plan Committee (2004–2013), senior vice president and general manager (2002–2004) of IBM Global Financing, vice president and controller (1998–2002) of IBM, and a variety of other prior management roles at IBM. Member of the Council on Chicago Booth.

Scott C. Malpass

Born in 1962. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: adjunct professor of finance at the University of Notre Dame (2020–present). Chief investment officer (retired 2020) and vice president (retired 2020) of the University of Notre Dame. Assistant professor (retired June 2020) of finance at the Mendoza College of Business, University of Notre Dame, and member of the Notre Dame 403(b) Investment Committee. Member of the board of Catholic Investment Services, Inc. (investment advisors), the board of superintendence of the Institute for the Works of Religion, and the board of directors of Paxos Trust Company (finance).

Deanna Mulligan

Born in 1963. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chief executive officer of Purposeful (advisory firm for CEOs and C-level executives; 2021–present). Board chair (2020), chief executive officer (2011–2020), and president (2010–2019) of The Guardian Life Insurance Company of America. Chief operating officer (2010–2011) and executive vice president (2008–2010) of Individual Life and Disability of the Guardian Life Insurance Company of America. Member of the board of the Economic Club of New York. Trustee of the Partnership for New York City (business leadership), Chief Executives for Corporate Purpose, and the NewYork-Presbyterian Hospital.

André F. Perold

Born in 1952. Trustee since December 2004. Principal occupation(s) during the past five years and other experience: George Gund Professor of Finance and Banking, Emeritus at the Harvard Business School (retired 2011). Chief investment officer and co-managing partner of HighVista Strategies (private investment firm). Member of the board (2018–present) of RIT Capital Partners (investment firm). Member of the investment committee of Partners Health Care System.

Sarah Bloom Raskin

Born in 1961. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: deputy secretary (2014–2017) of the United States Department of the Treasury. Governor (2010–2014) of the Federal Reserve Board. Commissioner (2007–2010) of financial regulation for the State of Maryland. Colin W. Brown Distinguished Professor of the Practice of Law (2021–present), professor (2020–present), Distinguished Fellow of the Global Financial Markets Center (2020–present), and Rubenstein Fellow (2017–2020) at Duke University. Trustee (2017–present) of Amherst College and member of Amherst College Investment Committee (2019–present). Member of the Regenerative Crisis Response Committee (2020–present).

¹ Mr. Buckley is considered an "interested person," as defined in the Investment Company Act of 1940, because he is an officer of the Vanguard funds.

David A. Thomas

Born in 1956. Trustee since July 2021. Principal occupation(s) during the past five years and other experience: president of Morehouse College (2018–present). Professor of business administration, emeritus at Harvard University (2017–2018). Dean (2011–2016) and professor of management (2016–2017) at the Georgetown University McDonough School of Business. Director of DTE Energy Company (2013–present). Trustee of Common Fund (2019–present).

Peter F. Volanakis

Born in 1955. Trustee since July 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2010) of Corning Incorporated (communications equipment) and director of Corning Incorporated (2000–2010) and Dow Corning (2001–2010). Director (2012) of SPX Corporation (multi-industry manufacturing). Overseer of the Amos Tuck School of Business Administration, Dartmouth College (2001–2013). Member of the BMW Group Mobility Council.

Executive Officers**Christine M. Buchanan**

Born in 1970. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief financial officer (2021–present) and treasurer (2017–present) of each of the investment companies served by Vanguard. Partner (2005–2017) at KPMG (audit, tax, and advisory services).

David Cermak

Born in 1960. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Finance director (2019–present) of each of the investment companies served by Vanguard. Managing director and head (2017–present) of Vanguard Investments Singapore. Managing director and head (2017–2019) of Vanguard Investments Hong Kong. Representative director and head (2014–2017) of Vanguard Investments Japan.

John Galloway

Born in 1973. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Investment stewardship officer (September 2020–present) of each of the investment companies served by Vanguard. Head of Investor Advocacy (February 2020–present) and head of Marketing Strategy and Planning (2017–2020) at Vanguard. Special assistant to the President of the United States (2015).

Peter Mahoney

Born in 1974. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Controller (2015–present) of each of the investment companies served by Vanguard. Head of International Fund Services (2008–2014) at Vanguard.

Anne E. Robinson

Born in 1970. Principal occupation(s) during the past five years and other experience: general counsel (2016–present) of Vanguard. Secretary (2016–present) of Vanguard and of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Managing director and general counsel of Global Cards and Consumer Services (2014–2016) at Citigroup. Counsel (2003–2014) at American Express.

Michael Rollings

Born in 1963. Principal occupation(s) during the past five years and other experience: finance director (2017–present) and treasurer (2017) of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Chief financial officer (2016–present) of Vanguard. Director (2016–present) of Vanguard Marketing Corporation. Executive vice president and chief financial officer (2006–2016) of MassMutual Financial Group.

John E. Schadl

Born in 1972. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief compliance officer (2019–present) of Vanguard and of each of the investment companies served by Vanguard. Assistant vice president (2019–present) of Vanguard Marketing Corporation.

Vanguard Senior Management Team

Matthew Benchener
Joseph Brennan
Mortimer J. Buckley
Gregory Davis
John James
John T. Marcante
Chris D. McIsaac

Thomas M. Rampulla
Karin A. Risi
Anne E. Robinson
Michael Rollings
Nitin Tandon
Lauren Valente



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All comparative mutual fund data are from Lipper, a Thomson Reuters Company, or Morningstar, Inc., unless otherwise noted.

You can obtain a free copy of Vanguard's proxy voting guidelines by visiting vanguard.com/proxyreporting or by calling Vanguard at 800-662-2739. The guidelines are also available from the SEC's website, www.sec.gov. In addition, you may obtain a free report on how your fund voted the proxies for securities it owned during the 12 months ended June 30. To get the report, visit either vanguard.com/proxyreporting or www.sec.gov.

You can review information about your portfolio on the SEC's website, and you can receive copies of this information, for a fee, by sending a request via email addressed to publicinfo@sec.gov.

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Annual Report | December 31, 2021

Vanguard Variable Insurance Funds

Small Company Growth Portfolio

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Your Portfolio's Performance at a Glance

- For the 12 months ended December 31, 2021, the Small Company Growth Portfolio of the Vanguard Variable Insurance Funds returned 14.22%. It beat the 5.04% return of its benchmark, the Russell 2500 Growth Index.
- The U.S. economy continued to heal over the 12-month period. Vaccination programs started rolling out shortly after the period began, helping some of the hardest-hit sectors such as hospitality, leisure, and travel begin to rebound, and more workers returned to the labor force. U.S. stocks performed strongly even with the spread of new COVID-19 variants, a surge in inflation, and Federal Reserve monetary policy turning less accommodative.
- The portfolio's positions in information technology, industrials, health care, and communication services helped results the most. Selection in consumer discretionary and an underweight position in real estate detracted.
- For the decade ended December 31, the portfolio produced an average annual return of 14.89%, below that of its benchmark.
- Please note that the portfolio's returns are different from those in Vanguard Variable Annuity (and other plans that invest in the portfolio), which take into account insurance-related expenses.

Market Barometer

	Average Annual Total Returns Periods Ended December 31, 2021		
	One Year	Three Years	Five Years
Stocks			
Russell 1000 Index (Large-caps)	26.45%	26.21%	18.43%
Russell 2000 Index (Small-caps)	14.82	20.02	12.02
Russell 3000 Index (Broad U.S. market)	25.66	25.79	17.97
FTSE All-World ex US Index (International)	8.36	13.66	9.89
Bonds			
Bloomberg U.S. Aggregate Bond Index (Broad taxable market)	-1.54%	4.79%	3.57%
Bloomberg Municipal Bond Index (Broad tax-exempt market)	1.52	4.73	4.17
FTSE Three-Month U.S. Treasury Bill Index	0.05	0.95	1.11
CPI			
Consumer Price Index	7.04%	3.53%	2.92%

Advisors' Report

The Small Company Growth Portfolio returned 14.22% for the 12 months ended December 31, 2021. It outperformed the 5.04% return of its benchmark, the Russell 2500 Growth Index.

The portfolio is managed by two independent advisors, a strategy that enhances diversification by providing exposure to distinct yet complementary investment approaches. It is not uncommon for different advisors to have different views about individual securities or the broader investment environment.

The advisors, the amount and percentage of the portfolio's assets each manages, and brief descriptions of their investment strategies are presented in the accompanying table. Each advisor has also prepared a discussion of the investment environment that existed during the 12 months and its effect on the portfolio's positioning. These comments were prepared on January 13, 2022.

Vanguard Quantitative Equity Group Portfolio Manager:

Cesar Orosco, CFA

The investment environment

The U.S. economy continued to recover as vaccination programs rolled out during the period. More workers returned to the labor force, and the vaccines aided some of the hardest-hit sectors including leisure, hospitality, and travel.

This environment was attractive for U.S. stocks, which turned in a strong performance despite several headwinds such as new COVID-19 variants, surging inflation, and less accommodative monetary policy from the Federal Reserve. The Standard & Poor's 500 Index returned 28.71% for the 12 months ended December 31, 2021, while the FTSE Global All Cap ex US Index returned 8.84%. Bond yields ended the period higher.

Investment objective and strategy

Although our portion of the portfolio's overall performance was affected by the macroeconomic factors we've described,

our approach to investing focuses on specific stock fundamentals that we believe are more likely to produce outperformance over the long run. These include high quality, management decisions, consistent earnings growth, strong market sentiment, and reasonable valuation. We also evaluate companies based on a defensive signal that assesses heavily shorted stocks, as this can signal concerns over future company prospects.

Using these six themes, we generate an expected return, seeking to capitalize on investor biases. We then monitor our portfolio based on those rankings and adjust when appropriate to maximize expected return while minimizing exposure to risks that our research indicates do not improve returns.

Our successes and shortfalls

Over the 12 months, our value, growth, and defensive models added to performance. Our quality, management decisions, and momentum models detracted. Returns outpaced the benchmark in 10 of 11 industry sectors, with information technology, health care, and industrials producing the strongest results. Real estate was the only sector that detracted from relative performance.

At the individual stock level, overweights to Atkore in industrials, Coca-Cola Consolidated in consumer staples, GMS in industrials, and EPAM Systems and Teradata in information technology produced the best results. An overweight to Sarepta Therapeutics in health care as well as underweights to POOLCORP in consumer discretionary, Entegris in information technology, and Trex and Plug Power in industrials detracted the most.

We continue to believe that a portfolio focused on fundamentals will benefit investors over the long term, although we recognize that the market can reward or punish us in the near term. We believe our portfolio offers a strong mix of stocks with attractive valuations and value characteristics.

ArrowMark Partners

Portfolio Managers:

Chad Meade, Partner

Brian Schaub, CFA, Partner

Investment environment

Through the first part of the year, growing optimism about a return to normalcy, the passage of an additional \$1.9 trillion U.S. relief package, and President Biden's proposed \$2.25 trillion infrastructure spending plan propelled U.S. equity markets to new highs. Key economic data also contributed to investor optimism, including a significant increase in U.S. manufacturing activity.

During the latter part of the year, positive developments for markets included better-than-expected corporate earnings reports and rising COVID-vaccination rates. However, investor optimism was overshadowed by worries over the emergence of new COVID variants, supply chain constraints, labor shortages, and inflation. Also weighing on results were comments by Federal Reserve policymakers indicating they might raise rates as many as three times in 2022 and accelerate the reduction of monthly bond purchases.

Investment objective

Our investment process prioritizes risk management over the opportunity for return. Our goal is to build an all-weather portfolio that can perform in a variety of market conditions. We look to build a portfolio that can mitigate capital losses on the downside and, secondarily, provide 100% upside participation during market recoveries.

Portfolio results

Information technology holdings delivered the largest contribution to returns as ON Semiconductor appreciated significantly

during the period. The company's exposure to the auto end market is particularly attractive. Advanced driver assistance systems and self-driving features have led to strong demand for the semiconductors that power these technologies.

The company is also well-positioned in the industrials end market, where it faces low pricing pressure stemming from the longer lifecycle of industrial products relative to consumer products. During the year, ON continued to benefit from a global chip shortage driven by a combination of strong demand in a wide range of industries and supply chain disruptions.

Generac Holdings also contributed significantly to returns during the year. Generac is a manufacturer of power generation equipment with a leading position in home standby generators. It also offers consumers a home energy

management system that harnesses and stores power from the sun to be used for backup during utility power outages.

Severe weather events that strained already overburdened power grids in California and other key markets created significant opportunities for home power generation equipment manufacturers. With the potential to aggregate these energy resources through the company's grid services business, homeowners will have the ability to monetize these assets. We are excited about the future market opportunity for Generac, which currently has a total U.S. household penetration rate of less than 10%.

Select holdings in the consumer discretionary sector weighed on returns during the period as 2U and Vroom both struggled. 2U is an educational technology firm that partners with leading nonprofit colleges and universities to offer online degree programs. It has many of the

qualities that we believe define a good business, including long-term contracts and recurring revenue, attractive unit economics that should deliver strong EBITDA margins at scale, and high brand recognition with marquee university partners to drive continued growth.

Vroom operates an end-to-end e-commerce platform for the used car industry. We believe it is well-positioned to benefit from the growing trend among used car buyers to choose an online shopping experience over the traditional car lot. The company has struggled to keep expenses in check despite higher-than-expected revenues. This has led to increasing EBITDA losses, a trend that we are watching closely.

As always, we will continue to look for companies that can perform in a variety of market conditions and mitigate capital losses.

Small Company Growth Portfolio Investment Advisors

Investment Advisor	Portfolio Assets Managed		Investment Strategy
	%	\$ Million	
Vanguard Quantitative Equity Group	49	954	Employs a quantitative approach that focuses on fundamental factors, using models that assess valuation, growth prospects, management decisions, market sentiment, and earnings and balance-sheet quality of companies, and defensive signals as compared with their peers.
ArrowMark Partners	48	933	The firm uses in-depth fundamental research to uncover companies that, in its opinion, can control their own economic destiny. It starts by identifying businesses with strong competitive advantages in industries with high barriers to entry, then narrows the focus to companies with large potential markets and high-quality business models focused on the future. Finally, considerations are made for potential downside risk, resulting in a diversified portfolio of between 75 and 100 stocks.
Cash Investments	3	57	These short-term reserves are invested by Vanguard in equity index products to simulate investment in stocks. Each advisor may also maintain a modest cash position.

About Your Portfolio's Expenses

As a shareholder of the portfolio, you incur ongoing costs, which include costs for portfolio management, administrative services, and shareholder reports (like this one), among others. Operating expenses, which are deducted from a portfolio's gross income, directly reduce the investment return of the portfolio.

A portfolio's expenses are expressed as a percentage of its average net assets. This figure is known as the expense ratio. The following examples are intended to help you understand the ongoing costs (in dollars) of investing in your portfolio and to compare these costs with those of other mutual funds. The examples are based on an investment of \$1,000 made at the beginning of the period shown and held for the entire period.

The accompanying table illustrates your portfolio's costs in two ways:

- **Based on actual portfolio return.** This section helps you to estimate the actual expenses that you paid over the period. The "Ending Account Value" shown is derived from the portfolio's actual return, and the third column shows the dollar amount that would have been paid by an investor who started with \$1,000 in the portfolio. You may use the information here, together with the amount you invested, to estimate the expenses that you paid over the period.

To do so, 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 given for your portfolio under the heading "Expenses Paid During Period."

- **Based on hypothetical 5% yearly return.** This section is intended to help you compare your portfolio's costs with those of other mutual funds. It assumes that the portfolio had a yearly return of 5% before expenses, but that the expense ratio is unchanged. In this case—because the return used is not the portfolio's actual return—the results do not apply to your investment. The example is useful in making comparisons because the Securities and Exchange Commission requires all mutual funds to calculate expenses based on a 5% return. You can assess your portfolio's costs by comparing this hypothetical example with the hypothetical examples that appear in shareholder reports of other funds.

Note that the expenses shown in the table are meant to highlight and help you compare **ongoing** costs only and do not reflect transaction costs incurred by the portfolio for buying and selling securities. The portfolio's expense ratio does not reflect additional fees and expenses associated with the annuity or life insurance program through which you invest.

The calculations assume no shares were bought or sold during the period. Your actual costs may have been higher or lower, depending on the amount of your investment and the timing of any purchases or redemptions.

You can find more information about the portfolio's expenses, including annual expense ratios, in the Financial Statements section of this report. For additional information on operating expenses and other shareholder costs, please refer to your portfolio's current prospectus.

Six Months Ended December 31, 2021

	Beginning Account Value 6/30/2021	Ending Account Value 12/31/2021	Expenses Paid During Period
Small Company Growth Portfolio			
Based on Actual Portfolio Return	\$1,000.00	\$ 992.50	\$1.46
Based on Hypothetical 5% Yearly Return	1,000.00	1,023.74	1.48

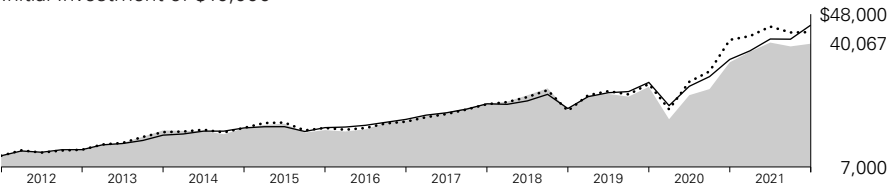
The calculations are based on expenses incurred in the most recent six-month period. The portfolio's annualized six-month expense ratio for that period is 0.29%. The dollar amounts shown as "Expenses Paid" are equal to the annualized expense ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent six-month period, then divided by the number of days in the most recent 12-month period (184/365).

Small Company Growth Portfolio

Performance Summary

All of the returns in this report represent past performance, which is not a guarantee of future results that may be achieved by the portfolio. (Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month-end, visit our website at vanguard.com/performance.) Note, too, that both investment returns and principal value can fluctuate widely, so an investor's shares, when sold, could be worth more or less than their original cost. The returns shown do not reflect taxes that a shareholder would pay on portfolio distributions or on the sale of portfolio shares. Nor do the returns reflect fees and expenses associated with the annuity or life insurance program through which a shareholder invests. If these fees and expenses were included, the portfolio's returns would be lower.

Cumulative Performance: December 31, 2011, Through December 31, 2021
Initial Investment of \$10,000



	Average Annual Total Returns Periods Ended December 31, 2021			Final Value of a \$10,000 Investment
	One Year	Five Years	Ten Years	
Small Company Growth Portfolio	14.22%	15.59%	14.89%	\$40,067
Russell 2500 Growth Index	5.04	17.65	15.75	43,169
Dow Jones U.S. Total Stock Market Float Adjusted Index	25.66	17.92	16.24	45,050

Portfolio Allocation

As of December 31, 2021

Communication Services	3.3%
Consumer Discretionary	16.4
Consumer Staples	1.4
Energy	0.9
Financials	4.4
Health Care	23.5
Industrials	21.2
Information Technology	25.0
Materials	2.0
Real Estate	1.5
Utilities	0.3
Other	0.1

The table reflects the portfolio's investments, except for short-term investments and derivatives. Sector categories are based on the Global Industry Classification Standard ("GICS"), except for the "Other" category (if applicable), which includes securities that have not been provided a GICS classification as of the effective reporting period.

Global Industry Classification Standard ("GICS") was developed by and is the exclusive property and a service mark of MSCI Inc. ("MSCI") and Standard and Poor's, a division of McGraw-Hill Companies, Inc. ("S&P"), and is licensed for use by Vanguard. Neither MSCI, S&P nor any third party involved in making or compiling the GICS or any GICS classification makes any express or implied warranties or representations with respect to such standard or classification (or the results to be obtained by the use thereof), and all such parties hereby expressly disclaim all warranties of originality, accuracy, completeness, merchantability or fitness for a particular purpose with respect to any such standard or classification. Without limiting any of the foregoing, in no event shall MSCI, S&P, any of its affiliates or any third party involved in making or compiling the GICS or any GICS classification have any liability for any direct, indirect, special, punitive, consequential or any other damages (including lost profits) even if notified of the possibility of such damages.

Financial Statements

Schedule of Investments

As of December 31, 2021

The portfolio files its complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The portfolio's Form N-PORT reports are available on the SEC's website at www.sec.gov.

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
Common Stocks (95.2%)								
Communication Services (3.1%)			* Dave & Buster's Entertainment Inc.	91,064	3,497	* Duluth Holdings Inc. Class B	50,613	768
* Ziff Davis Inc.	226,244	25,081	* Tapestry Inc.	86,053	3,494	* Modine Manufacturing Co.	75,621	763
* Cargurus Inc.	325,175	10,939	* Everi Holdings Inc.	156,497	3,341	* Penn National Gaming Inc.	14,302	742
* ZipRecruiter Inc. Class A	291,912	7,280	* Tempur Sealy International Inc.	70,507	3,316	* Neogames SA	26,538	737
* Playtika Holding Corp.	159,507	2,758	* Columbia Sportswear Co.	29,964	2,920	* Tri Pointe Homes Inc.	26,375	736
* Yelp Inc. Class A	73,662	2,670	* Urban Outfitters Inc.	96,253	2,826	* Jack in the Box Inc.	7,994	699
* Zynga Inc. Class A	315,006	2,016	* Floor & Decor Holdings Inc. Class A	21,541	2,801	* Citi Trends Inc.	6,717	636
* Nexstar Media Group Inc. Class A	13,185	1,991	* Six Flags Entertainment Corp.	61,955	2,638	* Party City Holdco Inc.	112,597	627
* Iridium Communications Inc.	39,096	1,614	* Wendy's Co.	101,272	2,415	* Golden Entertainment Inc.	12,090	611
* Cars.com Inc.	96,824	1,558	* Hibbett Inc.	32,564	2,342	* GameStop Corp. Class A	3,723	552
* Sinclair Broadcast Group Inc. Class A	40,613	1,073	* SeaWorld Entertainment Inc.	34,752	2,254	* Stitch Fix Inc. Class A	27,274	516
* Skillz Inc. Class A	135,446	1,008	* Pool Corp.	3,796	2,149	* Liquidity Services Inc.	23,028	508
* IDT Corp. Class B	14,096	623	* Tenneco Inc. Class A	186,516	2,108	* Vivint Smart Home Inc.	45,912	449
* Vimeo Inc.	21,280	382	* Winnebago Industries Inc.	27,865	2,088	* Torrid Holdings Inc.	44,029	435
* Magnite Inc.	17,796	311	* Brinker International Inc.	54,032	1,977	* Chico's FAS Inc.	80,045	431
* Clear Channel Outdoor Holdings Inc.	70,009	232	* Perdoceo Education Corp.	158,802	1,867	* Sonos Inc.	13,033	388
* Gogo Inc.	15,635	212	* Shoe Carnival Inc.	46,747	1,827	* Kirkland's Inc.	20,781	310
* Consolidated Communications Holdings Inc.	27,951	209	* Sleep Number Corp.	23,548	1,804	* MarineMax Inc.	4,786	283
* Globalstar Inc.	139,792	162	* Ruth's Hospitality Group Inc.	88,465	1,760	* RCI Hospitality Holdings Inc.	3,358	261
* fuboTV Inc.	7,026	109	* XPEL Inc.	25,671	1,753	* Quotient Technology Inc.	34,415	255
		60,228	* Papa John's International Inc.	12,954	1,729	* QuantumScape Corp. Class A	10,029	223
Consumer Discretionary (15.6%)			* Buckle Inc.	36,907	1,562	* Winmark Corp.	824	205
* Skechers USA Inc. Class A	585,895	25,428	* Abercrombie & Fitch Co. Class A	43,673	1,521	* Noodles & Co. Class A	21,624	196
* Sally Beauty Holdings Inc.	1,258,184	23,226	* Caleres Inc.	61,841	1,403			304,074
* frontdoor Inc.	552,649	20,255	* Overstock.com Inc.	23,767	1,402	Consumer Staples (1.4%)		
* Hanesbrands Inc.	1,128,340	18,866	* American Axle & Manufacturing Holdings Inc.	148,281	1,383	* Coca-Cola Consolidated Inc.	10,181	6,304
* Grand Canyon Education Inc.	148,990	12,770	* Dine Brands Global Inc.	17,862	1,354	* John B Sanfilippo & Son Inc.	46,120	4,158
* 2U Inc.	601,507	12,072	* Master Craft Boat Holdings Inc.	47,519	1,346	* BJ's Wholesale Club Holdings Inc.	56,518	3,785
* Shutterstock Inc.	68,903	7,640	* YETI Holdings Inc.	15,588	1,291	* Vector Group Ltd.	228,679	2,625
* Under Armour Inc. Class C	394,237	7,112	* Children's Place Inc.	15,615	1,238	* Herbalife Nutrition Ltd.	58,607	2,399
* Canada Goose Holdings Inc.	188,550	6,988	* RH	2,226	1,193	* USANA Health Sciences Inc.	16,410	1,661
* Signet Jewelers Ltd.	73,950	6,436	* Revolve Group Inc.	20,813	1,166	* Medifast Inc.	7,906	1,656
* Williams-Sonoma Inc.	36,149	6,114	* Five Below Inc.	4,970	1,028	* Darling Ingredients Inc.	22,950	1,590
* Texas Roadhouse Inc. Class A	68,452	6,111	* H&R Block Inc.	41,630	981	* Central Garden & Pet Co. Class A	24,475	1,171
* Sportradar Holding AG Class A	311,480	5,473	* Asbury Automotive Group Inc.	5,619	971	* PriceSmart Inc.	9,039	662
* Carter's Inc.	52,428	5,307	* Academy Sports & Outdoors Inc.	21,353	937	* United Natural Foods Inc.	12,842	630
* Fox Factory Holding Corp.	31,152	5,299	* Century Communities Inc.	11,421	934			26,641
* PulteGroup Inc.	88,925	5,083	* Travel + Leisure Co.	16,515	913	Energy (0.9%)		
* Deckers Outdoor Corp.	13,422	4,917	* Churchill Downs Inc.	3,624	873	* Ovintiv Inc. (XNYS)	117,695	3,966
* Vroom Inc.	438,455	4,731	* Standard Motor Products Inc.	15,780	827	* Southwestern Energy Co.	712,331	3,319
* Oxford Industries Inc.	45,464	4,615	* OneWater Marine Inc. Class A	13,364	815	* Laredo Petroleum Inc.	38,229	2,299
* Polaris Inc.	41,119	4,519	* Red Robin Gourmet Burgers Inc.	47,744	789	* Callon Petroleum Co.	27,115	1,281
* Farfetch Ltd. Class A	132,076	4,415	* Red Rock Resorts Inc. Class A	14,343	789	* Denbury Inc.	14,748	1,130
* Crocs Inc.	32,029	4,107	* Carriage Services Inc. Class A	12,234	788	* Texas Pacific Land Corp.	837	1,045
* Boyd Gaming Corp.	58,054	3,807				* Diamondback Energy Inc.	8,128	877
* Gentherm Inc.	43,255	3,759				* Earthstone Energy Inc. Class A	72,920	798
* Scientific Games Corp. Class A	55,072	3,680				* Kosmos Energy Ltd.	218,249	755
* Skyline Champion Corp.	45,615	3,603				* Par Pacific Holdings Inc.	27,850	459
						* Coterra Energy Inc.	17,448	332
						* Dorian LPG Ltd.	23,493	298

Small Company Growth Portfolio

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
Altus Midstream Co. Class A	4,471	274	* IQVIA Holdings Inc.	19,865	5,605	* Inogen Inc.	30,682	1,043
Magnolia Oil & Gas Corp. Class A	9,731	184	* 10X Genomics Inc. Class A	35,232	5,248	* Bioventus Inc. Class A	71,018	1,029
		17,017	* Sarepta Therapeutics Inc.	56,252	5,065	* Repligen Corp.	3,788	1,003
Financials (4.2%)			* Cooper Cos. Inc.	11,628	4,871	* Esperion Therapeutics Inc.	197,211	986
LPL Financial Holdings Inc.	81,511	13,049	* ABIOMED Inc.	13,261	4,763	* Talis Biomedical Corp.	245,561	985
WisdomTree Investments Inc.	1,427,313	8,735	* Relay Therapeutics Inc.	153,222	4,705	* Joint Corp.	14,789	971
Bank OZK	129,531	6,027	* Arvinas Inc.	56,362	4,630	* Codexis Inc.	30,471	953
SLM Corp.	283,103	5,569	* Agios Pharmaceuticals Inc.	137,093	4,506	* Fate Therapeutics Inc.	15,751	922
Virtus Investment Partners Inc.	18,381	5,461	* C4 Therapeutics Inc.	139,407	4,489	* Fortress Biotech Inc.	360,734	902
Synovus Financial Corp.	107,694	5,155	* Novavax Inc.	28,946	4,141	* Editas Medicine Inc. Class A	32,560	864
Kinsale Capital Group Inc.	20,014	4,761	* Heron Therapeutics Inc.	452,546	4,132	* Twist Bioscience Corp.	10,346	801
Moelis & Co. Class A	75,798	4,738	* SpringWorks Therapeutics Inc.	65,572	4,064	* RadNet Inc.	26,530	799
Primerica Inc.	29,094	4,459	* Axogen Inc.	424,044	3,973	* Puma Biotechnology Inc.	260,367	792
* Credit Acceptance Corp.	5,321	3,659	* Bio-Techne Corp.	7,390	3,823	*.1 Clovis Oncology Inc.	285,458	774
Cowen Inc. Class A	68,988	2,490	* STAAR Surgical Co.	41,427	3,782	*.1 Intercept Pharmaceuticals Inc.	44,769	729
Regional Management Corp.	39,452	2,267	* Molina Healthcare Inc.	11,625	3,698	* Selecta Biosciences Inc.	223,167	728
* Upstart Holdings Inc.	14,170	2,144	* Exact Sciences Corp.	47,178	3,672	* AtriCure Inc.	10,371	721
Ares Management Corp. Class A	18,138	1,474	* Traveira Therapeutics Inc.	111,823	3,471	* Certara Inc.	25,238	717
* Silvergate Capital Corp. Class A	9,404	1,394	* Veeva Systems Inc. Class A	13,567	3,466	* Personalis Inc.	49,823	711
Pacific Premier Bancorp Inc.	32,891	1,317	* Alkermes plc	140,914	3,278	* US Physical Therapy Inc.	7,183	686
Brown & Brown Inc.	18,045	1,268	* Tandem Diabetes Care Inc.	21,524	3,240	* ACADIA Pharmaceuticals Inc.	29,313	684
Universal Insurance Holdings Inc.	59,085	1,004	* West Pharmaceutical Services Inc.	6,493	3,045	* Alector Inc.	33,020	682
StepStone Group Inc. Class A	24,056	1,000	* Community Health Systems Inc.	226,927	3,020	* Pieris Pharmaceuticals Inc.	170,392	644
* Texas Capital Bancshares Inc.	16,485	993	* Encompass Health Corp.	45,704	2,983	* Ovid therapeutics Inc.	193,033	620
Hanmi Financial Corp.	40,655	963	* Ionis Pharmaceuticals Inc.	95,767	2,914	* Omeros Corp.	94,322	606
* Donnelley Financial Solutions Inc.	16,050	757	* Apria Inc.	87,986	2,868	* Aveanna Healthcare Holdings Inc.	80,793	598
Meta Financial Group Inc.	12,000	716	* Viking Therapeutics Inc.	613,097	2,820	* Infinity Pharmaceuticals Inc.	265,397	597
* Customers Bancorp Inc.	8,346	546	* Tenet Healthcare Corp.	32,419	2,648	* Akebia Therapeutics Inc.	263,647	596
Western Alliance Bancorp	3,862	416	* Inspire Medical Systems Inc.	11,002	2,531	* Syros Pharmaceuticals Inc.	178,695	583
Walker & Dunlop Inc.	1,699	256	* FibroGen Inc.	174,145	2,455	* Sesen Bio Inc.	704,351	574
Curo Group Holdings Corp.	14,091	226	* Atara Biotherapeutics Inc.	145,928	2,300	* Rapt Therapeutics Inc.	15,203	558
		80,844	* ModivCare Inc.	14,644	2,172	* Glaukos Corp.	12,348	549
Health Care (22.3%)			* Select Medical Holdings Corp.	73,186	2,152	* Beam Therapeutics Inc.	6,824	544
STERIS plc	130,242	31,702	* Shockwave Medical Inc.	11,668	2,081	* Co-Diagnostics Inc.	60,375	539
* Syneos Health Inc.	182,002	18,688	* Maravai LifeSciences Holdings Inc. Class A	45,057	1,888	* Ultragenyx Pharmaceutical Inc.	6,412	539
* Merit Medical Systems Inc.	255,570	15,922	* Apellis Pharmaceuticals Inc.	38,370	1,814	* Treace Medical Concepts Inc.	28,653	534
* AMN Healthcare Services Inc.	121,032	14,806	* Agenus Inc.	562,950	1,813	* Kiniksa Pharmaceuticals Ltd. Class A	44,598	525
* Hologic Inc.	156,857	12,009	* Multiplan Corp.	407,775	1,806	* Precigen Inc.	137,261	509
* Quidel Corp.	74,992	10,123	* MacroGenics Inc.	111,566	1,791	* Pacific Biosciences of California Inc.	24,630	504
* Henry Schein Inc.	124,838	9,679	* Intellia Therapeutics Inc.	15,045	1,779	* Protagonist Therapeutics Inc.	13,034	446
* Avantor Inc.	220,084	9,274	* Precision BioSciences Inc.	237,927	1,761	* Molecular Templates Inc.	112,801	442
* Veracyte Inc.	213,839	8,810	* Cross Country Healthcare Inc.	63,265	1,756	* 9 Meters Biopharma Inc.	450,873	441
* Bruker Corp.	101,538	8,520	* PerkinElmer Inc.	8,483	1,706	* Gritstone bio Inc.	33,605	432
* Sotera Health Co.	354,648	8,352	* ImmunoGen Inc.	226,995	1,684	* Radius Health Inc.	60,769	421
* CareDx Inc.	182,224	8,288	* CytomX Therapeutics Inc.	373,001	1,615	* Deciphera Pharmaceuticals Inc.	41,565	406
* Charles River Laboratories International Inc.	21,246	8,005	* Theravance Biopharma Inc.	144,662	1,599	* ChemoCentryx Inc.	11,090	404
* Medpace Holdings Inc.	35,981	7,831	* Amedisys Inc.	9,461	1,532	* Neogen Corp.	8,884	403
* HealthEquity Inc.	175,119	7,747	* LHC Group Inc.	10,708	1,469	* Avalo Therapeutics Inc.	237,319	403
*.1 Cano Health Inc.	792,560	7,062	* Surmodics Inc.	28,590	1,377	* Sangamo Therapeutics Inc.	52,673	395
* Omnicell Inc.	38,132	6,881	* PTC Therapeutics Inc.	31,774	1,266	* Seelos Therapeutics Inc.	232,893	380
* CorVel Corp.	32,475	6,755	* Seres Therapeutics Inc.	150,738	1,256	* Prothena Corp. plc	6,988	345
* Kodiak Sciences Inc.	78,524	6,657	* Exelixis Inc.	66,151	1,209	* Agilix Inc.	14,835	344
* Chemed Corp.	12,506	6,616	* Option Care Health Inc.	40,554	1,153	* Bluebird Bio Inc.	34,228	342
* MEDNAX Inc.	242,209	6,591	* Vir Biotechnology Inc.	27,388	1,147	* Voyager Therapeutics Inc.	126,325	342
* Privia Health Group Inc.	236,407	6,116	* Inari Medical Inc.	12,355	1,128	* iRadimed Corp.	7,308	338
* Nevro Corp.	71,879	5,827	* Figs Inc. Class A	40,401	1,113	* Minerva Neurosciences Inc.	406,946	326
			* Natera Inc.	11,505	1,074	* Emergent BioSolutions Inc.	7,408	322
			* Biohaven Pharmaceutical Holding Co. Ltd.	7,786	1,073	* Harpoon Therapeutics Inc.	42,447	320
			* Affimed NV	192,187	1,061			

Small Company Growth Portfolio

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
* Cuter Inc.	7,423	307	Booz Allen Hamilton Holding Corp. Class A	64,941	5,506	* Fair Isaac Corp.	21,985	9,534
* Inhibrx Inc.	6,941	303	Woodward Inc.	43,672	4,780	* Smartsheet Inc. Class A	121,080	9,378
* Stereotaxis Inc.	46,758	290	Allison Transmission Holdings Inc.	126,317	4,592	Jabil Inc.	115,387	8,117
*.1 Atossa Therapeutics Inc.	180,744	289	* Sterling Check Corp.	220,914	4,531	Belden Inc.	120,026	7,889
* Jounce Therapeutics Inc.	33,807	282	John Bean Technologies Corp.	29,357	4,508	* Anaplan Inc.	171,210	7,850
*.1 Retractable Technologies Inc.	39,875	276	AGCO Corp.	38,662	4,486	* N-Able Inc.	684,468	7,598
* Athenex Inc.	202,067	275	* GMS Inc.	73,764	4,434	* Manhattan Associates Inc.	47,316	7,357
* Sientra Inc.	72,739	267	* Saia Inc.	12,873	4,339	* Enphase Energy Inc.	38,734	7,086
* Innovage Holding Corp.	50,205	251	Landstar System Inc.	23,391	4,187	* Nutanix Inc. Class A	221,807	7,067
* Assembly Biosciences Inc.	106,916	249	Graftech International Ltd.	332,280	3,931	* MKS Instruments Inc.	40,093	6,983
* TherapeuticsMD Inc.	693,298	246	Heartland Express Inc.	220,711	3,712	* Mandiant Inc.	389,257	6,828
* Quanterix Corp.	5,751	244	Terex Corp.	83,075	3,651	* Pure Storage Inc. Class A	205,834	6,700
* Homology Medicines Inc.	66,289	241	Applied Industrial Technologies Inc.	27,811	2,856	* Dropbox Inc. Class A	268,170	6,581
* Chimerix Inc.	37,165	239	Lincoln Electric Holdings Inc.	20,275	2,828	* ChannelAdvisor Corp.	253,974	6,268
* Cue Biopharma Inc.	20,916	237	Graco Inc.	32,749	2,640	* Sumo Logic Inc.	454,181	6,159
* MilMedx Group Inc.	38,064	230	* Plug Power Inc.	88,764	2,506	CDW Corp.	29,347	6,010
* Organogenesis Holdings Inc. Class A	23,657	219	Exponent Inc.	20,532	2,397	* Cadence Design Systems Inc.	30,947	5,767
* WaVe Life Sciences Ltd.	69,535	218	Tetra Tech Inc.	12,967	2,202	* Extreme Networks Inc.	363,142	5,701
* Aquestive Therapeutics Inc.	55,778	217	Heidrick & Struggles International Inc.	47,876	2,094	* EPAM Systems Inc.	8,319	5,561
* Spectrum Pharmaceuticals Inc.	165,545	210	* Meritor Inc.	84,503	2,094	* Axcelis Technologies Inc.	73,287	5,464
Phibro Animal Health Corp. Class A	9,847	201	* Alight Inc. Class A	189,453	2,048	* TTEC Holdings Inc.	56,936	5,156
* Tivity Health Inc.	7,595	201	* Masonite International Corp.	17,201	2,029	* KnowBe4 Inc. Class A	217,202	4,983
* Silk Road Medical Inc.	4,628	197	* Daseke Inc.	194,015	1,948	* Teradata Corp.	114,397	4,858
*.1 Ocugen Inc.	42,324	193	Fortune Brands Home & Security Inc.	17,676	1,889	* Atlassian Corp. plc Class A	12,696	4,841
* Mirum Pharmaceuticals Inc.	11,891	190	Franklin Electric Co. Inc.	18,823	1,780	* Box Inc. Class A	181,139	4,744
* Denali Therapeutics Inc.	4,084	182	* Cornerstone Building Brands Inc.	96,792	1,688	* Elastic NV	36,790	4,529
* Amneal Pharmaceuticals Inc.	35,084	168	* Axon Enterprise Inc.	10,424	1,637	* A10 Networks Inc.	269,895	4,475
* Cardiovascular Systems Inc.	7,624	143	* AZEK Co. Inc. Class A	35,217	1,628	* Alpha & Omega Semiconductor Ltd.	72,149	4,369
* NanoString Technologies Inc.	2,814	119	Textainer Group Holdings Ltd.	39,114	1,397	* Consensus Cloud Solutions Inc.	75,414	4,364
* Viemed Healthcare Inc.	21,005	110	* Vicor Corp.	10,437	1,325	SolarWinds Corp.	305,354	4,333
* Kaleido Biosciences Inc.	45,818	109	* MYR Group Inc.	10,676	1,180	* Amkor Technology Inc.	159,214	3,947
* CytoSorbents Corp.	23,517	99	* XPO Logistics Inc.	13,242	1,025	Monolithic Power Systems Inc.	7,952	3,923
* Durect Corp.	92,762	91	Watts Water Technologies Inc. Class A	4,855	943	* Alarm.com Holdings Inc.	44,045	3,735
		434,188	Titan International Inc.	79,261	869	* Paylocity Holding Corp.	14,929	3,526
Industrials (20.2%)			REV Group Inc.	60,734	859	* CommScope Holding Co. Inc.	317,192	3,502
* Sensata Technologies Holding plc	476,413	29,390	Douglas Dynamics Inc.	21,438	837	* Domo Inc. Class B	68,271	3,386
Matson Inc.	276,144	24,861	* Heritage-Crystal Clean Inc.	25,602	820	* Workiva Inc. Class A	25,950	3,386
* TriNet Group Inc.	244,706	23,311	* Forrester Research Inc.	12,050	708	* Avaya Holdings Corp.	169,695	3,360
CH Robinson Worldwide Inc.	182,744	19,669	CRA International Inc.	7,147	667	* FormFactor Inc.	73,399	3,356
Ritchie Bros Auctioneers Inc.	310,687	19,017	* Pitney Bowes Inc.	100,450	666	* Allegro MicroSystems Inc.	92,042	3,330
* Middleby Corp.	91,602	18,024	GXO Logistics Inc.	6,771	615	CSG Systems International Inc.	56,683	3,266
* Generac Holdings Inc.	46,202	16,259	Interface Inc. Class A	34,547	551	* Diodes Inc.	29,149	3,201
Tennant Co.	169,534	13,739	Toro Co.	5,349	534	* Sitime Corp.	9,983	2,920
Forward Air Corp.	111,529	13,505	Insteel Industries Inc.	12,350	492	* PTC Inc.	23,227	2,814
* ACV Auctions Inc. Class A	671,132	12,644	Nordson Corp.	1,190	304	* SMART Global Holdings Inc.	37,993	2,697
* Kirby Corp.	210,180	12,489	Global Industrial Co.	4,712	193	* CommVault Systems Inc.	38,705	2,668
* Clean Harbors Inc.	113,095	11,283	* Blue Bird Corp.	11,582	181	* Lattice Semiconductor Corp.	33,734	2,600
ABM Industries Inc.	207,285	8,468			391,680	* Dynatrace Inc.	41,899	2,529
Robert Half International Inc.	73,949	8,247	Information Technology (23.8%)			Maximus Inc.	30,665	2,443
* Cimpress plc	110,711	7,928	* ON Semiconductor Corp.	501,012	34,029	* Bill.Com Holdings Inc.	9,287	2,314
* Atkore Inc.	68,277	7,592	* Zendesk Inc.	223,938	23,355	* Ambarella Inc.	10,963	2,224
Allegion plc	56,639	7,501	* Trimble Inc.	180,594	15,746	* Digital Turbine Inc.	34,555	2,108
Boise Cascade Co.	91,166	6,491	* New Relic Inc.	126,285	13,886	CDK Global Inc.	49,784	2,078
Kforce Inc.	85,911	6,462	* Euronet Worldwide Inc.	114,549	13,651	* Ultra Clean Holdings Inc.	35,321	2,026
Mueller Industries Inc.	107,983	6,410	*.1 GLOBALFOUNDRIES Inc.	199,541	12,964	* Brightcove Inc.	195,673	2,000
EMCOR Group Inc.	46,337	5,903	* 8x8 Inc.	739,627	12,396	* Ichor Holdings Ltd.	42,969	1,978
UFP Industries Inc.	62,627	5,762	* Momentive Global Inc.	511,330	10,815	* eGain Corp.	188,093	1,877
Hillenbrand Inc.	108,453	5,638	* MongoDB Inc. Class A	20,047	10,612	* Agilysys Inc.	41,556	1,848
			* Mimecast Ltd.	128,882	10,255	* International Money Express Inc.	107,904	1,722
			* Tenable Holdings Inc.	182,143	10,031	* Unisys Corp.	82,618	1,699
						* Sprout Social Inc. Class A	17,699	1,605
						Kulicke & Soffa Industries Inc.	25,999	1,574

	Shares	Market Value* (\$000)		Shares	Market Value* (\$000)		Shares	Market Value* (\$000)
* Benefitfocus Inc.	141,932	1,513	Materials (1.9%)			Tanger Factory Outlet Centers Inc.	10,095	195
* Plantronics Inc.	45,641	1,339	Graphic Packaging Holding Co.	367,933	7,175			28,178
Entegris Inc.	8,112	1,124	Louisiana-Pacific Corp.	77,823	6,097	Utilities (0.3%)		
* LiveRamp Holdings Inc.	23,161	1,111	Westlake Chemical Corp.	52,297	5,080	NRG Energy Inc.	68,110	2,934
* Cohu Inc.	28,221	1,075	Olin Corp.	74,775	4,301	Brookfield Infrastructure Corp. Class A (XNYS)	28,605	1,953
* Yext Inc.	107,078	1,062	Steel Dynamics Inc.	58,950	3,659	Otter Tail Corp.	8,655	618
* Cognyte Software Ltd.	62,435	978	Schnitzer Steel Industries Inc. Class A	53,056	2,755	* Pure Cycle Corp.	24,014	351
* Avid Technology Inc.	28,774	937	* O-I Glass Inc.	138,867	1,670			5,856
* Veritone Inc.	39,123	880	Myers Industries Inc.	80,426	1,609	Total Common Stocks (Cost \$1,655,399)		1,849,817
* Diebold Nixdorf Inc.	96,296	871	Chemours Co.	44,962	1,509	Preferred Stock (0.0%)		
* Xperi Holding Corp.	44,695	845	Warrior Met Coal Inc.	58,179	1,496	* Meta Material Inc. Preference Shares 0.000%, 1/31/22 (Cost \$56)	37,855	57
* Asana Inc. Class A	10,246	764	Trinseo plc	22,172	1,163			
* Arlo Technologies Inc.	67,389	707	* Orion Engineered Carbons SA	28,422	522	Temporary Cash Investments (4.9%)		
* CalAmp Corp.	95,333	673	* Koppers Holdings Inc.	12,022	376	Money Market Fund (4.9%)		
* PFSweb Inc.	49,388	636			37,412	^{2,3} Vanguard Market Liquidity Fund, 0.090% (Cost \$96,212)	962,134	96,204
* Zuora Inc. Class A	32,927	615	Other (0.1%)			Total Investments (100.1%) (Cost \$1,751,667)		1,946,078
* ePlus Inc.	11,180	602	* Douglas Elliman Inc.	114,340	1,315	Other Assets and Liabilities — Net (-0.1%)		(2,500)
* DigitalOcean Holdings Inc.	7,098	570				Net Assets (100%)		1,943,578
* ON24 Inc.	32,155	558	Real Estate (1.4%)			Cost is in \$000.		
* ExlService Holdings Inc.	3,737	541	Iron Mountain Inc.	103,474	5,415	<ul style="list-style-type: none"> • See Note A in Notes to Financial Statements. * Non-income-producing security. 		
* EMCORE Corp.	74,968	523	Lamar Advertising Co. Class A	43,473	5,273	<ol style="list-style-type: none"> 1 Includes partial security positions on loan to broker-dealers. The total value of securities on loan is \$4,433,000. 2 Affiliated money market fund available only to Vanguard funds and certain trusts and accounts managed by Vanguard. Rate shown is the 7-day yield. 3 Collateral of \$4,832,000 was received for securities on loan. 		
* Cambium Networks Corp.	19,868	509	National Storage Affiliates Trust	65,392	4,525			
* Perficient Inc.	3,909	505	PS Business Parks Inc.	11,982	2,207			
* Riot Blockchain Inc.	19,569	437	American Finance Trust Inc.	236,681	2,161			
* Informatica Inc. Class A	11,469	424	Alexander's Inc.	7,492	1,950			
* BigCommerce Holdings Inc. Series 1	8,147	288	Universal Health Realty Income Trust	31,848	1,894			
* Viant Technology Inc. Class A	27,258	265	* Redfin Corp.	39,364	1,511			
* OneSpan Inc.	15,137	256	GEO Group Inc.	116,095	900			
* Appian Corp. Class A	3,853	251	UMH Properties Inc.	27,277	745			
* MaxLinear Inc.	2,977	224	Phillips Edison & Co. Inc.	17,047	563			
* Clearfield Inc.	2,636	223	CatchMark Timber Trust Inc. Class A	59,715	520			
* Eastman Kodak Co.	46,791	219	eXp World Holdings Inc.	9,465	319			
* Casa Systems Inc.	35,696	202						
* Sanmina Corp.	4,809	199						
* SPS Commerce Inc.	1,373	195						
* MicroStrategy Inc. Class A	328	179						
* MicroVision Inc.	30,368	152						
		462,384						

Derivative Financial Instruments Outstanding as of Period End

Futures Contracts

				(\$000)
	Expiration	Number of Long (Short) Contracts	Notional Amount	Value and Unrealized Appreciation (Depreciation)
Long Futures Contracts				
E-mini Russell 2000 Index	March 2022	536	60,107	1,642

Statement of Assets and Liabilities

As of December 31, 2021

(\$000s, except shares and per-share amounts)	Amount
Assets	
Investments in Securities, at Value	
Unaffiliated Issuers (Cost \$1,655,455)	1,849,874
Affiliated Issuers (Cost \$96,212)	96,204
Total Investments in Securities	1,946,078
Investment in Vanguard	64
Cash	1,357
Cash Collateral Pledged—Futures Contracts	3,224
Receivables for Investment Securities Sold	214
Receivables for Accrued Income	387
Receivables for Capital Shares Issued	450
Total Assets	1,951,774
Liabilities	
Payables for Investment Securities Purchased	1,962
Collateral for Securities on Loan	4,832
Payables to Investment Advisor	366
Payables for Capital Shares Redeemed	740
Payables to Vanguard	186
Variation Margin Payable—Futures Contracts	110
Total Liabilities	8,196
Net Assets	1,943,578

At December 31, 2021, net assets consisted of:

Paid-in Capital	1,316,164
Total Distributable Earnings (Loss)	627,414
Net Assets	1,943,578

Net Assets	
Applicable to 73,341,865 outstanding \$.001 par value shares of beneficial interest (unlimited authorization)	1,943,578
Net Asset Value Per Share	\$26.50

Statement of Operations

	Year Ended December 31, 2021
	(\$000)
Investment Income	
Income	
Dividends ¹	10,159
Interest ²	61
Securities Lending—Net	344
Total Income	10,564
Expenses	
Investment Advisory Fees—Note B	
Basic Fee	2,893
Performance Adjustment	(417)
The Vanguard Group—Note C	
Management and Administrative	3,489
Marketing and Distribution	115
Custodian Fees	23
Auditing Fees	32
Shareholders' Reports	35
Trustees' Fees and Expenses	1
Total Expenses	6,171
Net Investment Income	4,393
Realized Net Gain (Loss)	
Investment Securities Sold ^{2,3}	501,012
Futures Contracts	9,041
Realized Net Gain (Loss)	510,053
Change in Unrealized Appreciation (Depreciation)	
Investment Securities ²	(224,651)
Futures Contracts	(280)
Change in Unrealized Appreciation (Depreciation)	(224,931)
Net Increase (Decrease) in Net Assets Resulting from Operations	289,515

¹ Dividends are net of foreign withholding taxes of \$57,000.

² Interest income, realized net gain (loss), capital gain distributions received, and change in unrealized appreciation (depreciation) from an affiliated company of the portfolio were \$58,000, (\$5,000), \$2,000, and (\$4,000), respectively. Purchases and sales are for temporary cash investment purposes.

³ Includes \$80,408,000 of net gain (loss) resulting from in-kind redemptions.

Statement of Changes in Net Assets

	Year Ended December 31,	
	2021 (\$000)	2020 (\$000)
Increase (Decrease) in Net Assets		
Operations		
Net Investment Income	4,393	9,472
Realized Net Gain (Loss)	510,053	109,211
Change in Unrealized Appreciation (Depreciation)	(224,931)	270,236
Net Increase (Decrease) in Net Assets Resulting from Operations	289,515	388,919
Distributions		
Total Distributions	(116,289)	(190,506)
Capital Share Transactions		
Issued	169,090	190,807
Issued in Lieu of Cash Distributions	116,289	190,506
Redeemed	(645,010)	(560,869)
Net Increase (Decrease) from Capital Share Transactions	(359,631)	(179,556)
Total Increase (Decrease)	(186,405)	18,857
Net Assets		
Beginning of Period	2,129,983	2,111,126
End of Period	1,943,578	2,129,983

Financial Highlights

For a Share Outstanding Throughout Each Period	Year Ended December 31,				
	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$24.49	\$23.08	\$20.30	\$24.62	\$21.50
Investment Operations					
Net Investment Income ¹	.056	.102	.128	.123	.109
Net Realized and Unrealized Gain (Loss) on Investments	3.343	3.521	5.323	(1.563)	4.652
Total from Investment Operations	3.399	3.623	5.451	(1.440)	4.761
Distributions					
Dividends from Net Investment Income	(.101)	(.143)	(.118)	(.103)	(.111)
Distributions from Realized Capital Gains	(1.288)	(2.070)	(2.553)	(2.777)	(1.530)
Total Distributions	(1.389)	(2.213)	(2.671)	(2.880)	(1.641)
Net Asset Value, End of Period	\$26.50	\$24.49	\$23.08	\$20.30	\$24.62
Total Return	14.22%	23.18%	28.05%	-7.22%	23.46%
Ratios/Supplemental Data					
Net Assets, End of Period (Millions)	\$1,944	\$2,130	\$2,111	\$1,827	\$1,750
Ratio of Total Expenses to Average Net Assets ²	0.30%	0.30%	0.32%	0.32%	0.34%
Ratio of Net Investment Income to Average Net Assets	0.21%	0.52%	0.59%	0.52%	0.48%
Portfolio Turnover Rate	57% ³	53%	58%	66%	93%

1 Calculated based on average shares outstanding.

2 Includes performance-based investment advisory fee increases (decreases) of (0.02%), (0.02%), 0.01%, 0.01%, and 0.00%.

3 Excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the portfolio's capital shares.

Notes to Financial Statements

The Small Company Growth Portfolio, a portfolio of Vanguard Variable Insurance Funds, is registered under the Investment Company Act of 1940 as an open-end investment company. The portfolio's shares are only available for purchase by separate accounts of insurance companies as investments for variable annuity plans, variable life insurance contracts, or other variable benefit insurance contracts. Market disruptions associated with the COVID-19 pandemic have had a global impact, and uncertainty exists as to the long-term implications. Such disruptions can adversely affect assets of the portfolio and thus portfolio performance.

A. The following significant accounting policies conform to generally accepted accounting principles for U.S. investment companies. The portfolio consistently follows such policies in preparing its financial statements.

1. **Security Valuation:** Securities are valued as of the close of trading on the New York Stock Exchange (generally 4 p.m., Eastern time) on the valuation date. Equity securities are valued at the latest quoted sales prices or official closing prices taken from the primary market in which each security trades; such securities not traded on the valuation date are valued at the mean of the latest quoted bid and asked prices. Securities for which market quotations are not readily available, or whose values have been affected by events occurring before the portfolio's pricing time but after the close of the securities' primary markets, are valued at their fair values calculated according to procedures adopted by the board of trustees. These procedures include obtaining quotations from an independent pricing service, monitoring news to identify significant market- or security-specific events, and evaluating changes in the values of foreign market proxies (for example, ADRs, futures contracts, or exchange-traded funds), between the time the foreign markets close and the portfolio's pricing time. When fair-value pricing is employed, the prices of securities used by a portfolio to calculate its net asset value may differ from quoted or published prices for the same securities. Investments in Vanguard Market Liquidity Fund are valued at that fund's net asset value. Temporary cash investments are valued using the latest bid prices or using valuations based on a matrix system (which considers such factors as security prices, yields, maturities, and ratings), both as furnished by independent pricing services.

2. **Futures Contracts:** The portfolio uses index futures contracts to a limited extent, with the objective of maintaining full exposure to the stock market while maintaining liquidity. The portfolio may purchase or sell futures contracts to achieve a desired level of investment, whether to accommodate portfolio turnover or cash flows from capital share transactions. The primary risks associated with the use of futures contracts are imperfect correlation between changes in market values of stocks held by the portfolio and the prices of futures contracts, and the possibility of an illiquid market. Counterparty risk involving futures is mitigated because a regulated clearinghouse is the counterparty instead of the clearing broker. To further mitigate counterparty risk, the portfolio trades futures contracts on an exchange, monitors the financial strength of its clearing brokers and clearinghouse, and has entered into clearing agreements with its clearing brokers. The clearinghouse imposes initial margin requirements to secure the portfolio's performance and requires daily settlement of variation margin representing changes in the market value of each contract. Any securities pledged as initial margin for open contracts are noted in the Schedule of Investments.

Futures contracts are valued at their quoted daily settlement prices. The notional amounts of the contracts are not recorded in the Statement of Assets and Liabilities. Fluctuations in the value of the contracts are recorded in the Statement of Assets and Liabilities as an asset (liability) and in the Statement of Operations as unrealized appreciation (depreciation) until the contracts are closed, when they are recorded as realized gains (losses) on futures contracts.

During the year ended December 31, 2021, the portfolio's average investments in long and short futures contracts represented 3% and 0% of net assets, respectively, based on the average of the notional amounts at each quarter-end during the period.

3. **Federal Income Taxes:** The portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income. The portfolio's tax returns are open to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return. Management has analyzed the portfolio's tax positions taken for all open federal and state income tax years, and has concluded that no provision for income tax is required in the portfolio's financial statements.

4. **Distributions:** Distributions to shareholders are recorded on the ex-dividend date. Distributions are determined on a tax basis at the fiscal year-end and may differ from net investment income and realized capital gains for financial reporting purposes.

5. **Securities Lending:** To earn additional income, the portfolio lends its securities to qualified institutional borrowers. Security loans are subject to termination by the portfolio at any time, and are required to be secured at all times by collateral in an amount at least equal to the market value of securities loaned. Daily market fluctuations could cause the value of loaned securities to be more or less than the value of the collateral received. When this occurs, the collateral is adjusted and settled on the next business day. The portfolio further mitigates its counterparty risk by entering into securities lending transactions only with a diverse group of prequalified counterparties, monitoring their financial strength, and entering into master securities lending agreements with its counterparties. The master securities lending agreements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate any loans with that borrower, determine the net amount owed, and sell or retain the collateral up to the net amount owed to the portfolio; however, such actions may be subject to legal proceedings. While collateral mitigates counterparty risk, in the event of a default, the portfolio may experience delays and costs in recovering the securities loaned. The portfolio invests cash collateral received in Vanguard Market Liquidity Fund, and records a liability in the Statement of Assets and Liabilities for the return of the collateral, during the period the securities are on loan. Collateral investments in Vanguard Market Liquidity Fund are subject to market appreciation or depreciation. Securities lending income represents fees charged to borrowers plus income earned on invested cash collateral, less expenses associated with the loan. During the term of the loan, the portfolio is entitled to all distributions made on or in respect of the loaned securities.

6. **Credit Facilities and Interfund Lending Program:** The portfolio and certain other funds managed by The Vanguard Group ("Vanguard") participate in a \$4.3 billion committed credit facility provided by a syndicate of lenders pursuant to a credit agreement and an uncommitted credit facility provided by Vanguard. Both facilities may be renewed annually. Each fund is individually liable for its borrowings, if any, under the credit facilities. Borrowings may be utilized for temporary or emergency purposes, subject to the portfolio's regulatory and contractual borrowing restrictions. With respect to the committed credit facility, the participating funds are charged administrative fees and an annual commitment fee of 0.10% of the undrawn committed amount of the facility; these fees are allocated to the funds based on a method approved by the portfolio's board of trustees and included in Management and Administrative expenses on the portfolio's Statement of Operations. Any borrowings under either facility bear interest at a rate based upon the higher of the one-month London Interbank Offered Rate (or an acceptable alternate rate, if necessary), federal funds effective rate, or overnight bank funding rate plus an agreed-upon spread, except that borrowings under the uncommitted credit facility may bear interest based upon an alternate rate agreed to by the portfolio and Vanguard.

In accordance with an exemptive order (the "Order") from the SEC, the portfolio may participate in a joint lending and borrowing program that allows registered open-end Vanguard funds to borrow money from and lend money to each other for temporary or emergency purposes (the "Interfund Lending Program"), subject to compliance with the terms and conditions of the Order, and to the extent permitted by the portfolio's investment objective and investment policies. Interfund loans and borrowings normally extend overnight, but can have a maximum duration of seven days. Loans may be called on one business day's notice. The interest rate to be charged is governed by the conditions of the Order and internal procedures adopted by the board of trustees. The board of trustees is responsible for overseeing the Interfund Lending Program.

For the year ended December 31, 2021, the portfolio did not utilize the credit facilities or the Interfund Lending Program.

7. **Other:** Dividend income is recorded on the ex-dividend date. Non-cash dividends included in income, if any, are recorded at the fair value of the securities received. Interest income includes income distributions received from Vanguard Market Liquidity Fund and is accrued daily. Premiums and discounts on debt securities are amortized and accreted, respectively, to interest income over the lives of the respective securities, except for premiums on certain callable debt securities that are amortized to the earliest call date. Security transactions are accounted for on the date securities are bought or sold. Costs used to determine realized gains (losses) on the sale of investment securities are those of the specific securities sold.

B. The investment advisory firm ArrowMark Colorado Holdings, LLC, provides investment advisory services to a portion of the portfolio for a fee calculated at an annual percentage rate of average net assets managed by the advisor. The basic fee of ArrowMark Colorado Holdings, LLC, is subject to quarterly adjustments based on performance relative to the Russell 2500 Growth Index since March 31, 2016.

Vanguard provides investment advisory services to a portion of the portfolio as described below; the portfolio paid Vanguard advisory fees of \$865,000 for the year ended December 31, 2021.

For the year ended December 31, 2021, the aggregate investment advisory fee paid to all advisors represented an effective annual basic rate of 0.14% of the portfolio's average net assets, before a net decrease of \$417,000 (0.02%) based on performance.

C. In accordance with the terms of a Funds' Service Agreement (the "FSA") between Vanguard and the portfolio, Vanguard furnishes to the portfolio investment advisory, corporate management, administrative, marketing, and distribution services at Vanguard's cost of operations (as defined by the FSA). These costs of operations are allocated to the portfolio based on methods and guidelines approved by the board of trustees and are generally settled twice a month.

Upon the request of Vanguard, the portfolio may invest up to 0.40% of its net assets as capital in Vanguard. At December 31, 2021, the portfolio had contributed to Vanguard capital in the amount of \$64,000, representing less than 0.01% of the portfolio's net assets and 0.03% of Vanguard's capital received pursuant to the FSA. The portfolio's trustees and officers are also directors and employees, respectively, of Vanguard.

D. Various inputs may be used to determine the value of the portfolio's investments and derivatives. These inputs are summarized in three broad levels for financial statement purposes. The inputs or methodologies used to value securities are not necessarily an indication of the risk associated with investing in those securities.

Level 1—Quoted prices in active markets for identical securities.

Level 2—Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3—Significant unobservable inputs (including the portfolio's own assumptions used to determine the fair value of investments). Any investments and derivatives valued with significant unobservable inputs are noted on the Schedule of Investments.

At December 31, 2021, 100% of the market value of the portfolio's investments and derivatives was determined based on Level 1 inputs.

E. Permanent differences between book-basis and tax-basis components of net assets are reclassified among capital accounts in the financial statements to reflect their tax character. These reclassifications have no effect on net assets or net asset value per share. As of period end, permanent differences primarily attributable to the accounting for in-kind redemptions and passive foreign investment companies were reclassified between the following accounts:

	Amount (\$000)
Paid-in Capital	80,392
Total Distributable Earnings (Loss)	(80,392)

Temporary differences between book-basis and tax-basis components of total distributable earnings (loss) arise when certain items of income, gain, or loss are recognized in different periods for financial statement and tax purposes; these differences will reverse at some time in the future. The differences are primarily related to the deferral of losses from wash sales; and the recognition of unrealized gains or losses from certain derivative contracts. As of period end, the tax-basis components of total distributable earnings (loss) are detailed in the table as follows:

	Amount (\$000)
Undistributed Ordinary Income	117,858
Undistributed Long-Term Gains	316,439
Capital Loss Carryforwards	—
Qualified Late-Year Losses	—
Net Unrealized Gains (Losses)	193,117

The tax character of distributions paid was as follows:

	Year Ended December 31,	
	2021 Amount (\$000)	2020 Amount (\$000)
Ordinary Income*	75,873	15,395
Long-Term Capital Gains	40,416	175,111
Total	116,289	190,506

* Includes short-term capital gains, if any.

As of December 31, 2021, gross unrealized appreciation and depreciation for investments and derivatives based on cost for U.S. federal income tax purposes were as follows:

	Amount (\$000)
Tax Cost	1,752,960
Gross Unrealized Appreciation	406,647
Gross Unrealized Depreciation	(213,530)
Net Unrealized Appreciation (Depreciation)	193,117

F. During the year ended December 31, 2021, the portfolio purchased \$1,120,179,000 of investment securities and sold \$1,613,025,000 of investment securities, other than temporary cash investments. Purchases and sales include \$0 and \$232,568,000, respectively, in connection with in-kind purchases and redemptions of the fund's capital shares.

The portfolio purchased securities from and sold securities to other Vanguard funds or accounts managed by Vanguard or its affiliates, in accordance with procedures adopted by the board of trustees in compliance with Rule 17a-7 of the Investment Company Act of 1940. For the year ended December 31, 2021, such purchases were \$995,000 and sales were \$3,110,000, resulting in net realized gain of \$1,760,000; these amounts, other than temporary cash investments, are included in the purchases and sales of investment securities noted above.

G. Capital shares issued and redeemed were:

	Year Ended December 31,	
	2021 Shares (000)	2020 Shares (000)
Issued	6,408	10,624
Issued in Lieu of Cash Distributions	4,650	13,855
Redeemed	(24,681)	(28,989)
Net Increase (Decrease) in Shares Outstanding	(13,623)	(4,510)

At December 31, 2021, one shareholder (an insurance company separate account whose holdings in the portfolio represent the indirect investment of Vanguard Variable Annuity contract holders) was the record or beneficial owner of 52% of the portfolio's net assets. If this shareholder were to redeem its investment in the portfolio, the redemption might result in an increase in the portfolio's expense ratio, cause the portfolio to incur higher transaction costs, or lead to the realization of taxable capital gains.

H. Management has determined that no events or transactions occurred subsequent to December 31, 2021, that would require recognition or disclosure in these financial statements.

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Vanguard Variable Insurance Funds and Shareholders of Small Company Growth Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Small Company Growth Portfolio (one of the portfolios constituting Vanguard Variable Insurance Funds, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian, transfer agent and brokers; when replies were not received from the transfer agent or brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

/s/PricewaterhouseCoopers LLP
Philadelphia, Pennsylvania
February 16, 2022

We have served as the auditor of one or more investment companies in The Vanguard Group of Funds since 1975.

Special 2021 tax information (unaudited) for corporate shareholders only for Small Company Growth Portfolio, a portfolio of Vanguard Variable Insurance Funds

For corporate shareholders, 7.7% of investment income (dividend income plus short-term gains, if any) qualifies for the dividends-received deduction.

The portfolio distributed \$40,416,000 as capital gain dividends (20% rate gain distributions) to shareholders during the fiscal year.

The People Who Govern Your Fund

The trustees of your mutual fund are there to see that the fund is operated and managed in your best interests since, as a shareholder, you are a part owner of the fund. Your fund's trustees also serve on the board of directors of The Vanguard Group, Inc., which is owned by the Vanguard funds and provides services to them.

A majority of Vanguard's board members are independent, meaning that they have no affiliation with Vanguard or the funds they oversee, apart from the sizable personal investments they have made as private individuals. The independent board members have distinguished backgrounds in business, academia, and public service. Each of the trustees and executive officers oversees 217 Vanguard funds.

Information for each trustee and executive officer of the fund appears below. That information, as well as the Vanguard fund count, is as of the date on the cover of this fund report. The mailing address of the trustees and officers is P.O. Box 876, Valley Forge, PA 19482. More information about the trustees is in the **Statement of Additional Information**, which can be obtained, without charge, by contacting Vanguard at 800-662-7447, or online at vanguard.com.

Interested Trustee¹

Mortimer J. Buckley

Born in 1969. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chairman of the board (2019–present) of Vanguard and of each of the investment companies served by Vanguard; chief executive officer (2018–present) of Vanguard; chief executive officer, president, and trustee (2018–present) of each of the investment companies served by Vanguard; president and director (2017–present) of Vanguard; and president (2018–present) of Vanguard Marketing Corporation. Chief investment officer (2013–2017), managing director (2002–2017), head of the Retail Investor Group (2006–2012), and chief information officer (2001–2006) of Vanguard. Member of the board of governors of the Investment Company Institute and the board of governors of FINRA. Trustee and vice chair of The Shipley School.

Independent Trustees

Tara Bunch

Born in 1962. Trustee since November 2021. Principal occupation(s) during the past five years and other experience: head of global operations at Airbnb (2020–present). Vice president of AppleCare (2012–2020). Member of the board of directors of Out & Equal (2002–2006), the advisory board of the University of California, Berkeley School of Engineering (2020–present), and the advisory board of Santa Clara University's Leavey School of Business (2018–present).

Emerson U. Fullwood

Born in 1948. Trustee since January 2008. Principal occupation(s) during the past five years and other experience: executive chief staff and marketing officer for North America and corporate vice president (retired 2008) of Xerox Corporation (document management products and services). Former president of the Worldwide Channels Group, Latin America, and Worldwide Customer Service and executive chief staff officer of Developing Markets of Xerox. Executive in residence and 2009–2010 Distinguished Minett Professor at the Rochester Institute of Technology. Member of the board of directors of the University of Rochester Medical Center, the Monroe Community College Foundation, the United Way of Rochester, North Carolina A&T University, Roberts Wesleyan College, and the Rochester Philharmonic Orchestra. Trustee of the University of Rochester.

Amy Gutmann

Born in 1949. Trustee since June 2006. Principal occupation(s) during the past five years and other experience: president (2004–present) of the University of Pennsylvania. Christopher H. Browne Distinguished Professor of Political Science, School of Arts and Sciences, and professor of communication, Annenberg School for Communication, with secondary faculty appointments in the Department of Philosophy, School of Arts and Sciences, and at the Graduate School of Education, University of Pennsylvania.

F. Joseph Loughrey

Born in 1949. Trustee since October 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2009) and vice chairman of the board (2008–2009) of Cummins Inc. (industrial machinery). Chairman of the board of Hillenbrand, Inc. (specialized consumer services). Director of the V Foundation. Member of the advisory council for the College of Arts and Letters at the University of Notre Dame. Chairman of the board of Saint Anselm College.

Mark Loughridge

Born in 1953. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: senior vice president and chief financial officer (retired 2013) of IBM (information technology services). Fiduciary member of IBM's Retirement Plan Committee (2004–2013), senior vice president and general manager (2002–2004) of IBM Global Financing, vice president and controller (1998–2002) of IBM, and a variety of other prior management roles at IBM. Member of the Council on Chicago Booth.

Scott C. Malpass

Born in 1962. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: adjunct professor of finance at the University of Notre Dame (2020–present). Chief investment officer (retired 2020) and vice president (retired 2020) of the University of Notre Dame. Assistant professor (retired June 2020) of finance at the Mendoza College of Business, University of Notre Dame, and member of the Notre Dame 403(b) Investment Committee. Member of the board of Catholic Investment Services, Inc. (investment advisors), the board of superintendence of the Institute for the Works of Religion, and the board of directors of Paxos Trust Company (finance).

Deanna Mulligan

Born in 1963. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chief executive officer of Purposeful (advisory firm for CEOs and C-level executives; 2021–present). Board chair (2020), chief executive officer (2011–2020), and president (2010–2019) of The Guardian Life Insurance Company of America. Chief operating officer (2010–2011) and executive vice president (2008–2010) of Individual Life and Disability of the Guardian Life Insurance Company of America. Member of the board of the Economic Club of New York. Trustee of the Partnership for New York City (business leadership), Chief Executives for Corporate Purpose, and the NewYork-Presbyterian Hospital.

André F. Perold

Born in 1952. Trustee since December 2004. Principal occupation(s) during the past five years and other experience: George Gund Professor of Finance and Banking, Emeritus at the Harvard Business School (retired 2011). Chief investment officer and co-managing partner of HighVista Strategies (private investment firm). Member of the board (2018–present) of RIT Capital Partners (investment firm). Member of the investment committee of Partners Health Care System.

Sarah Bloom Raskin

Born in 1961. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: deputy secretary (2014–2017) of the United States Department of the Treasury. Governor (2010–2014) of the Federal Reserve Board. Commissioner (2007–2010) of financial regulation for the State of Maryland. Colin W. Brown Distinguished Professor of the Practice of Law (2021–present), professor (2020–present), Distinguished Fellow of the Global Financial Markets Center (2020–present), and Rubenstein Fellow (2017–2020) at Duke University. Trustee (2017–present) of Amherst College and member of Amherst College Investment Committee (2019–present). Member of the Regenerative Crisis Response Committee (2020–present).

David A. Thomas

Born in 1956. Trustee since July 2021. Principal occupation(s) during the past five years and other experience: president of Morehouse College (2018–present). Professor of business administration, emeritus at Harvard University (2017–2018). Dean (2011–2016) and professor of management (2016–2017) at the Georgetown University McDonough School of Business. Director of DTE

¹ Mr. Buckley is considered an "interested person," as defined in the Investment Company Act of 1940, because he is an officer of the Vanguard funds.

Energy Company (2013–present). Trustee of Common Fund (2019–present).

Peter F. Volanakis

Born in 1955. Trustee since July 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2010) of Corning Incorporated (communications equipment) and director of Corning Incorporated (2000–2010) and Dow Corning (2001–2010). Director (2012) of SPX Corporation (multi-industry manufacturing). Overseer of the Amos Tuck School of Business Administration, Dartmouth College (2001–2013). Member of the BMW Group Mobility Council.

Executive Officers

Christine M. Buchanan

Born in 1970. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief financial officer (2021–present) and treasurer (2017–present) of each of the investment companies served by Vanguard. Partner (2005–2017) at KPMG (audit, tax, and advisory services).

David Cermak

Born in 1960. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Finance director (2019–present) of each of the investment companies served by Vanguard. Managing director and head (2017–present) of Vanguard Investments Singapore. Managing director and head (2017–2019) of Vanguard Investments Hong Kong. Representative director and head (2014–2017) of Vanguard Investments Japan.

John Galloway

Born in 1973. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Investment stewardship officer (September 2020–present) of each of the investment companies served by Vanguard. Head of Investor Advocacy (February 2020–present) and head of Marketing Strategy and Planning (2017–2020) at Vanguard. Special assistant to the President of the United States (2015).

Peter Mahoney

Born in 1974. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Controller (2015–present) of each of the investment companies served by Vanguard. Head of International Fund Services (2008–2014) at Vanguard.

Anne E. Robinson

Born in 1970. Principal occupation(s) during the past five years and other experience: general counsel (2016–present) of Vanguard. Secretary (2016–present) of Vanguard and of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Managing director and general counsel of Global Cards and Consumer Services (2014–2016) at Citigroup. Counsel (2003–2014) at American Express.

Michael Rollings

Born in 1963. Principal occupation(s) during the past five years and other experience: finance director (2017–present) and treasurer (2017) of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Chief financial officer (2016–present) of Vanguard. Director (2016–present) of Vanguard Marketing Corporation. Executive vice president and chief financial officer (2006–2016) of MassMutual Financial Group.

John E. Schadl

Born in 1972. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief compliance officer (2019–present) of Vanguard and of each of the investment companies served by Vanguard. Assistant vice president (2019–present) of Vanguard Marketing Corporation.

Vanguard Senior Management Team

Matthew Benchener	Thomas M. Rampulla
Joseph Brennan	Karin A. Risi
Mortimer J. Buckley	Anne E. Robinson
Gregory Davis	Michael Rollings
John James	Nitin Tandon
John T. Marcante	Lauren Valente
Chris D. McIsaac	



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Text Telephone for People Who Are Deaf or Hard of Hearing > 800-749-7273

This material may be used in conjunction with the offering of shares of any Vanguard fund only if preceded or accompanied by the fund's current prospectus.

All comparative mutual fund data are from Morningstar, Inc., unless otherwise noted.

You can obtain a free copy of Vanguard's proxy voting guidelines by visiting vanguard.com/proxyreporting or by calling Vanguard at 800-662-2739. The guidelines are also available from the SEC's website, www.sec.gov. In addition, you may obtain a free report on how your fund voted the proxies for securities it owned during the 12 months ended June 30. To get the report, visit either vanguard.com/proxyreporting or www.sec.gov.

You can review information about your fund on the SEC's website, and you can receive copies of this information, for a fee, by sending a request via email addressed to publicinfo@sec.gov.

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Annual Report | December 31, 2021

Vanguard Variable Insurance Funds

Money Market Portfolio

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About Your Portfolio's Expenses

As a shareholder of the portfolio, you incur ongoing costs, which include costs for portfolio management, administrative services, and shareholder reports (like this one), among others. Operating expenses, which are deducted from a portfolio's gross income, directly reduce the investment return of the portfolio.

A portfolio's expenses are expressed as a percentage of its average net assets. This figure is known as the expense ratio. The following examples are intended to help you understand the ongoing costs (in dollars) of investing in your portfolio and to compare these costs with those of other mutual funds. The examples are based on an investment of \$1,000 made at the beginning of the period shown and held for the entire period.

The accompanying table illustrates your portfolio's costs in two ways:

- **Based on actual portfolio return.** This section helps you to estimate the actual expenses that you paid over the period. The "Ending Account Value" shown is derived from the portfolio's actual return, and the third column shows the dollar amount that would have been paid by an investor who started with \$1,000 in the portfolio. You may use the information here, together with the amount you invested, to estimate the expenses that you paid over the period.

To do so, 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 given for your portfolio under the heading "Expenses Paid During Period."

- **Based on hypothetical 5% yearly return.** This section is intended to help you compare your portfolio's costs with those of other mutual funds. It assumes that the portfolio had a yearly return of 5% before expenses, but that the expense ratio is unchanged. In this case—because the return used is not the portfolio's actual return—the results do not apply to your investment. The example is useful in making comparisons because the Securities and Exchange Commission requires all mutual funds to calculate expenses based on a 5% return. You can assess your portfolio's costs by comparing this hypothetical example with the hypothetical examples that appear in shareholder reports of other funds.

Note that the expenses shown in the table are meant to highlight and help you compare **ongoing** costs only and do not reflect transaction costs incurred by the portfolio for buying and selling securities. The portfolio's expense ratio does not reflect additional fees and expenses associated with the annuity or life insurance program through which you invest.

The calculations assume no shares were bought or sold during the period. Your actual costs may have been higher or lower, depending on the amount of your investment and the timing of any purchases or redemptions.

You can find more information about the portfolio's expenses, including annual expense ratios, in the Financial Statements section of this report. For additional information on operating expenses and other shareholder costs, please refer to your portfolio's current prospectus.

Six Months Ended December 31, 2021

	Beginning Account Value 6/30/2021	Ending Account Value 12/31/2021	Expenses Paid During Period
Money Market Portfolio			
Based on Actual Portfolio Return	\$1,000.00	\$1,000.10	\$0.30
Based on Hypothetical 5% Yearly Return	1,000.00	1,024.90	0.31

The calculations are based on expenses incurred in the most recent six-month period. The portfolio's annualized six-month expense ratio for that period is 0.06%. The dollar amounts shown as "Expenses Paid" are equal to the annualized expense ratio multiplied by the average account value over the period, multiplied by the number of days in the most recent six-month period, then divided by the number of days in the most recent 12-month period (184/365).

Money Market Portfolio

Distribution by Effective Maturity¹

As of December 31, 2021

1 - 7 Days	44.8%
8 - 30 Days	11.4
31 - 60 Days	18.1
61 - 90 Days	5.1
91 - 180 Days	16.6
Over 180 Days	4.0

¹ Percentage of investments.

Financial Statements

Schedule of Investments

As of December 31, 2021

The portfolio publishes its holdings on a monthly basis on Vanguard's website and files them with the Securities and Exchange Commission (SEC) on Form N-MFP. The portfolio's Form N-MFP filings may be viewed via a link on the "Portfolio Holdings" page at www.vanguard.com or on the SEC's website at www.sec.gov.

		Yield ¹	Maturity Date	Face Amount (\$000)	Market Value* (\$000)			Yield ¹	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
U.S. Government and Agency Obligations (82.9%)						3	Federal Farm Credit Banks Funding Corp., United States Treasury 3M Bill Money Market Yield + 0.070%	0.155%	1/1/22	1,000	1,000
²	Fannie Mae Discount Notes	0.051%–0.056%	1/5/22	28,335	28,335	3	Federal Farm Credit Banks Funding Corp., United States Treasury 3M Bill Money Market Yield + 0.090%	0.175%	1/1/22	7,090	7,092
²	Fannie Mae Discount Notes	0.055%–0.056%	1/12/22	15,000	15,000	3	Federal Farm Credit Banks Funding Corp., United States Treasury 3M Bill Money Market Yield + 0.270%	0.355%	1/1/22	6,090	6,095
²	Fannie Mae Discount Notes	0.051%–0.056%	2/2/22	43,627	43,625	3	Federal Farm Credit Banks Funding Corp., United States Treasury 3M Bill Money Market Yield + 0.290%	0.375%	1/1/22	1,575	1,576
²	Fannie Mae Discount Notes	0.055%–0.060%	2/9/22	40,000	39,998		Federal Farm Credit Discount Notes	0.060%	1/3/22	800	800
²	Fannie Mae Discount Notes	0.054%	2/16/22	10,000	9,999		Federal Home Loan Banks	0.050%	2/14/22	2,000	2,000
	Federal Farm Credit Banks Funding Corp.	2.200%	1/12/22	2,250	2,251		Federal Home Loan Banks	0.050%	2/14/22	2,000	2,000
	Federal Farm Credit Banks Funding Corp.	1.550%	1/28/22	1,095	1,096		Federal Home Loan Banks	0.050%	2/16/22	4,000	4,000
³	Federal Farm Credit Banks Funding Corp., Fed Funds Effective Rate - 0.020%	0.060%	1/1/22	1,000	1,000		Federal Home Loan Banks Discount Notes	0.054%–0.061%	1/19/22	22,939	22,938
³	Federal Farm Credit Banks Funding Corp., Fed Funds Effective Rate + 0.360%	0.440%	1/1/22	10,000	10,034		Federal Home Loan Banks Discount Notes	0.056%	1/21/22	2,423	2,423
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.004%	0.090%	1/1/22	2,500	2,500		Federal Home Loan Banks Discount Notes	0.056%–0.061%	1/26/22	8,971	8,971
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.005%	0.055%	1/1/22	1,000	1,000		Federal Home Loan Banks Discount Notes	0.056%	1/28/22	2,312	2,312
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.005%	0.055%	1/1/22	1,000	1,000		Federal Home Loan Banks Discount Notes	0.056%	2/2/22	4,340	4,340
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.025%	0.075%	1/1/22	1,000	1,000		Federal Home Loan Banks Discount Notes	0.054%–0.056%	2/16/22	6,949	6,949
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.045%	0.095%	1/1/22	1,500	1,500		Federal Home Loan Banks Discount Notes	0.061%	2/18/22	738	738
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.055%	0.105%	1/1/22	500	500		Federal Home Loan Banks Discount Notes	0.061%	2/23/22	472	472
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.060%	0.110%	1/1/22	1,000	1,000		Federal Home Loan Banks Discount Notes	0.066%	3/18/22	10,129	10,128
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.060%	0.110%	1/1/22	1,000	1,000	³	Federal Home Loan Banks, SOFR + 0.035%	0.085%	1/1/22	1,020	1,020
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.070%	0.120%	1/1/22	1,500	1,500	³	Federal Home Loan Banks, SOFR + 0.060%	0.110%	1/1/22	4,750	4,750
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.080%	0.130%	1/1/22	1,000	1,000	³	Federal Home Loan Banks, SOFR + 0.060%	0.110%	1/1/22	3,000	3,000
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.080%	0.130%	1/1/22	1,000	1,000	³	Federal Home Loan Banks, SOFR + 0.060%	0.110%	1/1/22	1,100	1,100
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.085%	0.135%	1/1/22	1,000	1,000	³	Federal Home Loan Banks, SOFR + 0.090%	0.140%	1/1/22	750	750
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.145%	0.195%	1/1/22	1,000	1,000	³	Federal Home Loan Banks, SOFR + 0.095%	0.145%	1/1/22	1,000	1,000
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.170%	0.220%	1/1/22	2,921	2,922	³	Federal Home Loan Banks, SOFR + 0.140%	0.190%	1/1/22	3,000	3,000
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.170%	0.220%	1/1/22	1,000	1,000	^{2,3}	Federal Home Loan Mortgage Corp.	0.180%	1/1/22	5,000	5,003
³	Federal Farm Credit Banks Funding Corp., SOFR + 0.190%	0.240%	1/1/22	8,000	8,005	²	Federal Home Loan Mortgage Corp.	2.375%	1/13/22	47,441	47,477
³	Federal Farm Credit Banks Funding Corp., United States Treasury 3M Bill Money Market Yield + 0.065%	0.150%	1/1/22	2,000	2,000	^{2,3}	Federal Home Loan Mortgage Corp., SOFR + 0.095%	0.145%	1/1/22	2,000	2,000
³	Federal Farm Credit Banks Funding Corp., United States Treasury 3M Bill Money Market Yield + 0.070%	0.155%	1/1/22	2,000	2,000	^{2,3}	Federal Home Loan Mortgage Corp., SOFR + 0.150%	0.200%	1/1/22	18,300	18,300
						^{2,3}	Federal Home Loan Mortgage Corp., SOFR + 0.160%	0.210%	1/1/22	5,000	5,001
						^{2,3}	Federal Home Loan Mortgage Corp., SOFR + 0.180%	0.230%	1/1/22	3,000	3,000

		Yield ¹	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
2.3	Federal Home Loan Mortgage Corp., SOFR + 0.190%	0.240%	1/1/22	15,000	15,000
2.3	Federal Home Loan Mortgage Corp., SOFR + 0.190%	0.240%	1/1/22	4,420	4,422
2.3	Federal Home Loan Mortgage Corp., SOFR + 0.200%	0.250%	1/1/22	1,000	1,000
2	Federal National Mortgage Assn.	2.000%	1/5/22	23,135	23,140
2	Federal National Mortgage Assn.	2.625%	1/11/22	11,595	11,603
2.3	Federal National Mortgage Assn., SOFR + 0.120%	0.170%	1/1/22	1,200	1,200
2.3	Federal National Mortgage Assn., SOFR + 0.180%	0.230%	1/1/22	14,211	14,220
2.3	Federal National Mortgage Assn., SOFR + 0.180%	0.230%	1/1/22	5,000	5,000
2.3	Federal National Mortgage Assn., SOFR + 0.190%	0.240%	1/1/22	39,300	39,325
2.3	Federal National Mortgage Assn., SOFR + 0.220%	0.270%	1/1/22	8,000	8,003
2.3	Federal National Mortgage Assn., SOFR + 0.230%	0.280%	1/1/22	3,400	3,402
2.3	Federal National Mortgage Assn., SOFR + 0.300%	0.350%	1/1/22	10,600	10,600
2.3	Federal National Mortgage Assn., SOFR + 0.310%	0.360%	1/1/22	28,000	28,005
2.3	Federal National Mortgage Assn., SOFR + 0.360%	0.410%	1/1/22	2,750	2,750
2.3	Federal National Mortgage Assn., SOFR + 0.390%	0.440%	1/1/22	3,300	3,303
	United States Cash Management Bill	0.053%	2/8/22	30,000	29,998
	United States Cash Management Bill	0.053%	2/22/22	20,000	19,998
	United States Cash Management Bill	0.051%–0.058%	3/1/22	13,507	13,506
	United States Cash Management Bill	0.053%	3/8/22	11,418	11,417
	United States Cash Management Bill	0.053%	3/15/22	1,449	1,449
	United States Cash Management Bill	0.068%	3/29/22	14,000	13,998
	United States Cash Management Bill	0.072%	4/5/22	15,000	14,997
	United States Cash Management Bill	0.087%	4/12/22	25,000	24,994
	United States Cash Management Bill	0.087%	4/19/22	10,000	9,997
	United States Cash Management Bill	0.106%	4/26/22	10,107	10,103
	United States Cash Management Bill	0.121%	5/3/22	15,000	14,994
	United States Treasury Bill	0.054%	1/27/22	2,632	2,632
	United States Treasury Bill	0.055%	2/3/22	23,000	22,999
	United States Treasury Bill	0.050%	2/10/22	966	966
	United States Treasury Bill	0.051%	2/17/22	1	1
	United States Treasury Bill	0.050%	2/24/22	480	480
	United States Treasury Bill	0.055%	3/3/22	18,054	18,052
	United States Treasury Bill	0.067%–0.069%	3/10/22	2,182	2,182
	United States Treasury Bill	0.055%	4/14/22	3,222	3,222
	United States Treasury Bill	0.064%	5/12/22	15,000	14,996
	United States Treasury Bill	0.065%	5/19/22	7,044	7,042
	United States Treasury Bill	0.069%	5/26/22	15,000	14,996
	United States Treasury Bill	0.087%–0.090%	6/2/22	11,693	11,689
	United States Treasury Bill	0.105%	6/9/22	15,000	14,993
	United States Treasury Bill	0.130%	6/16/22	15,000	14,991
	United States Treasury Bill	0.160%	6/23/22	20,000	19,985
	United States Treasury Bill	0.210%	6/30/22	25,000	24,974
3	United States Treasury Floating Rate Note, United States Treasury 3M Bill Money Market Yield + 0.049%	0.134%	1/1/22	13,000	13,001
3	United States Treasury Floating Rate Note, United States Treasury 3M Bill Money Market Yield + 0.055%	0.140%	1/1/22	10,000	10,000
3	United States Treasury Floating Rate Note, United States Treasury 3M Bill Money Market Yield + 0.114%	0.199%	1/1/22	6,000	6,000

3	United States Treasury Floating Rate Note, United States Treasury 3M Bill Money Market Yield + 0.034%	0.119%	1/1/22	7,500	7,500
Total U.S. Government and Agency Obligations (Cost \$916,621)				916,621	
Repurchase Agreements (16.5%)					
	Bank of Montreal (Dated 12/6/21, Repurchase Value \$2,000,000, collateralized by U.S. Treasury Inflation Indexed Note/Bond 0.125%, 7/15/24, and U.S. Treasury Note/Bond 0.125%–6.250%, 6/30/22–11/15/49, with a value of \$2,040,000)	0.055%	1/18/22	2,000	2,000
	Bank of Montreal (Dated 12/16/21, Repurchase Value \$1,000,000, collateralized by U.S. Treasury Inflation Indexed Note/Bond 1.000%–2.375%, 1/15/25–2/15/49, with a value of \$1,020,000)	0.055%	1/18/22	1,000	1,000
	Bank of Montreal (Dated 12/13/21, Repurchase Value \$2,000,000, collateralized by U.S. Treasury Inflation Indexed Note/Bond 1.000%–2.375%, 1/15/25–2/15/48, with a value of \$2,040,000)	0.060%	1/28/22	2,000	2,000
	Bank of Montreal (Dated 12/3/21, Repurchase Value \$1,000,000, collateralized by U.S. Treasury Bill 0.000%, 4/21/22, U.S. Treasury Inflation Indexed Note/Bond 1.000%–3.875%, 1/15/25–2/15/49, and U.S. Treasury Note/Bond 0.250%–1.625%, 4/30/23–12/31/27, with a value of \$1,020,000)	0.055%	1/28/22	1,000	1,000
	Bank of Nova Scotia (Dated 12/31/21, Repurchase Value \$47,000,000, collateralized by U.S. Treasury Bill 0.000%, 1/11/22–11/3/22, U.S. Treasury Inflation Indexed Note/Bond 0.125%–0.875%, 1/15/23–2/15/45, and U.S. Treasury Note/Bond 1.000%–3.125%, 4/30/22–5/15/49, with a value of \$47,940,000)	0.050%	1/3/22	47,000	47,000
	BNP Paribas (Dated 12/31/21, Repurchase Value \$12,000,000, collateralized by U.S. Treasury Bill 0.000%, 1/27/22, and U.S. Treasury Inflation Indexed Note/Bond 0.125%–3.875%, 4/15/29–2/15/51, with a value of \$12,240,000)	0.050%	1/3/22	12,000	12,000
	Credit Agricole Securities (USA) Inc. (Dated 12/31/21, Repurchase Value \$17,000,000, collateralized by U.S. Treasury Inflation Indexed Note/Bond 0.125%, 1/15/30, with a value of \$17,340,000)	0.050%	1/3/22	17,000	17,000

Money Market Portfolio

	Yield ¹	Maturity Date	Face Amount (\$000)	Market Value* (\$000)		Yield ¹	Maturity Date	Face Amount (\$000)	Market Value* (\$000)
Fixed Income Clearing Corp. (Dated 12/31/21, Repurchase Value \$1,000,000, collateralized by U.S. Treasury Note/Bond 0.125%, 5/31/22, with a value of \$1,020,000)	0.055%	1/3/22	1,000	1,000	Standard Chartered Bank (Dated 12/31/21, Repurchase Value \$2,000,000, collateralized by U.S. Treasury Inflation Indexed Note/Bond 0.125%–1.375%, 1/15/28–2/15/51, and U.S. Treasury Note/Bond 0.375%–6.000%, 11/30/22–2/15/49, with a value of \$2,040,000)	0.055%	1/3/22	2,000	2,000
Goldman Sachs & Co. (Dated 12/31/21, Repurchase Value \$48,000,000, collateralized by U.S. Treasury Bill 0.000%, 2/24/22, and U.S. Treasury Note/Bond 1.750%, 11/15/29, with a value of \$48,960,000)	0.050%	1/3/22	48,000	48,000	Sumitomo Mitsui Banking Corp. (Dated 12/31/21, Repurchase Value \$8,000,000, collateralized by U.S. Treasury Note/Bond 0.375%–2.875%, 3/15/23–8/15/28, with a value of \$8,160,000)	0.055%	1/3/22	8,000	8,000
JP Morgan Securities LLC (Dated 12/31/21, Repurchase Value \$24,000,000, collateralized by U.S. Treasury Note/Bond 0.125%, 8/15/23, with a value of \$24,480,000)	0.050%	1/3/22	24,000	24,000	TD Securities (USA) LLC (Dated 12/31/21, Repurchase Value \$12,000,000, collateralized by U.S. Treasury Note/Bond 0.625%, 8/15/30, with a value of \$12,240,000)	0.050%	1/3/22	12,000	12,000
RBC Capital Markets LLC (Dated 12/8/21, Repurchase Value \$1,000,000, collateralized by U.S. Treasury Inflation Indexed Note/Bond 0.125%–1.375%, 10/15/24–2/15/44, and U.S. Treasury Note/Bond 1.625%–6.500%, 11/15/26–11/15/50, with a value of \$1,020,000)	0.055%	1/11/22	1,000	1,000	Total Repurchase Agreements (Cost \$182,000)				182,000
RBC Capital Markets LLC (Dated 12/9/21, Repurchase Value \$2,000,000, collateralized by U.S. Treasury Inflation Indexed Note/Bond 0.250%–1.375%, 1/15/25–2/15/50, and U.S. Treasury Note/Bond 0.125%–6.250%, 9/30/22–11/15/47, with a value of \$2,040,000)	0.055%	1/12/22	2,000	2,000	U.S. Government and Agency Obligations (1.8%)				
RBC Capital Markets LLC (Dated 12/10/21, Repurchase Value \$1,000,000, collateralized by U.S. Treasury Inflation Indexed Note/Bond 0.250%–1.375%, 1/15/25–2/15/50, and U.S. Treasury Note/Bond 1.750%–6.500%, 11/15/26–8/15/41, with a value of \$1,020,000)	0.055%	1/13/22	1,000	1,000	United States Treasury Note/Bond	1.875%	4/30/22	1,000	1,006
RBC Capital Markets LLC (Dated 12/15/21, Repurchase Value \$1,000,000, collateralized by U.S. Treasury Inflation Indexed Note/Bond 0.250%–1.375%, 2/15/42–2/15/50, and U.S. Treasury Note/Bond 0.250%–6.500%, 6/15/23–5/15/42, with a value of \$1,020,000)	0.060%	1/18/22	1,000	1,000	United States Treasury Note/Bond	0.125%	6/30/22	1,000	1,000
					United States Treasury Note/Bond	1.750%	7/15/22	2,000	2,017
					United States Treasury Note/Bond	0.125%	7/31/22	10,000	9,997
					United States Treasury Note/Bond	1.875%	7/31/22	2,000	2,020
					United States Treasury Note/Bond	2.000%	7/31/22	1,000	1,010
					United States Treasury Note/Bond	1.625%	8/15/22	2,100	2,119
					United States Treasury Note/Bond	1.500%	8/15/22	1,200	1,210
					Total U.S. Government and Agency Obligations (Cost \$20,379)				20,379
					Total Investments (101.2%) (Cost \$1,119,000)				1,119,000
					Other Assets and Liabilities—Net (-1.2%)				(13,181)
					Net Assets (100%)				1,105,819

Cost is in \$000.

• See Note A in Notes to Financial Statements.

1 Represents annualized yield at date of purchase for discount securities, and coupon for coupon-bearing securities.

2 The issuer was placed under federal conservatorship in September 2008; since that time, its daily operations have been managed by the Federal Housing Finance Agency and it receives capital from the U.S. Treasury, as needed to maintain a positive net worth, in exchange for senior preferred stock.

3 Variable-rate security; rate shown is effective rate at period end. Certain variable-rate securities are not based on a published reference rate and spread but are determined by the issuer or agent based on current market conditions.

3M—3-month.

SOFR—Secured Overnight Financing Rate.

See accompanying Notes, which are an integral part of the Financial Statements.

Statement of Assets and Liabilities

As of December 31, 2021

(\$000s, except shares and per-share amounts)	Amount
Assets	
Investments in Securities, at Value	
Unaffiliated Issuers (Cost \$937,000)	937,000
Repurchase Agreements (Cost \$182,000)	182,000
Total Investments in Securities	1,119,000
Investment in Vanguard	36
Cash	1
Receivables for Accrued Income	1,086
Receivables for Capital Shares Issued	7,255
Receivables from Vanguard	7
Total Assets	1,127,385
Liabilities	
Payables for Investment Securities Purchased	21,554
Payables for Capital Shares Redeemed	12
Payables for Distributions	—
Total Liabilities	21,566
Net Assets	1,105,819

At December 31, 2021, net assets consisted of:

Paid-in Capital	1,105,783
Total Distributable Earnings (Loss)	36
Net Assets	1,105,819

Net Assets	
Applicable to 1,105,383,417 outstanding \$.001 par value shares of beneficial interest (unlimited authorization)	1,105,819
Net Asset Value Per Share	\$1.00

Statement of Operations

	Year Ended December 31, 2021 (\$000)
Investment Income	
Income	
Interest	925
Total Income	925
Expenses	
The Vanguard Group—Note B	
Investment Advisory Services	26
Management and Administrative	1,603
Marketing and Distribution	78
Custodian Fees	15
Auditing Fees	31
Shareholders' Reports	10
Trustees' Fees and Expenses	—
Total Expenses	1,763
Expense Reduction—Note B	(955)
Net Expenses	808
Net Investment Income	117
Realized Net Gain (Loss) on Investment Securities Sold	31
Net Increase (Decrease) in Net Assets Resulting from Operations	148

Statement of Changes in Net Assets

	Year Ended December 31, 2021 2020 (\$000) (\$000)	
Increase (Decrease) in Net Assets		
Operations		
Net Investment Income	117	6,735
Realized Net Gain (Loss)	31	97
Net Increase (Decrease) in Net Assets Resulting from Operations	148	6,832
Distributions		
Total Distributions	(187)	(6,741)
Capital Share Transactions (at \$1.00 per share)		
Issued	243,373	531,624
Issued in Lieu of Cash Distributions	187	6,676
Redeemed	(439,128)	(480,411)
Net Increase (Decrease) from Capital Share Transactions	(195,568)	57,889
Total Increase (Decrease)	(195,607)	57,980
Net Assets		
Beginning of Period	1,301,426	1,243,446
End of Period	1,105,819	1,301,426

Financial Highlights

For a Share Outstanding Throughout Each Period	Year Ended December 31,				
	2021	2020	2019	2018	2017
Net Asset Value, Beginning of Period	\$1.00	\$1.00	\$1.00	\$1.00	\$1.00
Investment Operations					
Net Investment Income ¹	.0001	.005	.022	.020	.010
Net Realized and Unrealized Gain (Loss) on Investments	—	—	—	—	—
Total from Investment Operations	.0001	.005	.022	.020	.010
Distributions					
Dividends from Net Investment Income	(.0001)	(.005)	(.022)	(.020)	(.010)
Distributions from Realized Capital Gains	—	—	—	—	—
Total Distributions	(.0001)	(.005)	(.022)	(.020)	(.010)
Net Asset Value, End of Period	\$1.00	\$1.00	\$1.00	\$1.00	\$1.00
Total Return					
	0.02%	0.52%	2.26%	1.97%	1.01%
Ratios/Supplemental Data					
Net Assets, End of Period (Millions)	\$1,106	\$1,301	\$1,243	\$1,218	\$961
Ratio of Expenses to Average Net Assets ²	0.07%	0.15%	0.15%	0.15%	0.16%
Ratio of Net Investment Income to Average Net Assets	0.01%	0.49%	2.23%	1.97%	1.00%

1 Calculated based on average shares outstanding.

2 Vanguard and the board of trustees have agreed to temporarily limit certain net operating expenses in excess of the portfolio's daily yield in order to maintain a zero or positive yield for the portfolio. Vanguard and the board of trustees may terminate the temporary expense limitation at any time. The portfolio is not obligated to repay this amount to Vanguard. The ratio of total expenses to average net assets before an expense reduction was 0.15% for 2021 and 0.15% for 2020. For the years ended December 31, 2019, 2018 and 2017, there were no expense reductions.

Notes to Financial Statements

The Money Market Portfolio, a portfolio of Vanguard Variable Insurance Funds, is registered under the Investment Company Act of 1940 as an open-end investment company. The portfolio's shares are only available for purchase by separate accounts of insurance companies as investments for variable annuity plans, variable life insurance contracts, or other variable benefit insurance contracts.

In December 2020, the Money Market Portfolio announced changes to the portfolio's investment strategy and the portfolio's designation to a "government" money market fund. The changes became effective in January 2021.

The portfolio invests in repurchase agreements and short-term debt instruments of companies primarily operating in specific industries, particularly financial services; the issuers' abilities to meet their obligations may be affected by economic developments in such industries. Market disruptions associated with the COVID-19 pandemic have had a global impact, and uncertainty exists as to the long-term implications. Such disruptions can adversely affect assets of the portfolio and thus portfolio performance.

A. The following significant accounting policies conform to generally accepted accounting principles for U.S. investment companies. The portfolio consistently follows such policies in preparing its financial statements.

1. Security Valuation: Securities are valued as of the close of trading on the New York Stock Exchange (generally 4 p.m., Eastern time) on the valuation date. Securities are valued at amortized cost, which approximates market value.

2. Repurchase Agreements: The portfolio enters into repurchase agreements with institutional counterparties. Securities pledged as collateral to the portfolio under repurchase agreements are held by a custodian bank until the agreements mature, and in the absence of a default, such collateral cannot be repledged, resold, or rehypothecated. Each agreement requires that the market value of the collateral be sufficient to cover payments of interest and principal. The portfolio further mitigates its counterparty risk by entering into repurchase agreements only with a diverse group of prequalified counterparties, monitoring their financial strength, and entering into master repurchase agreements with its counterparties. The master repurchase agreements provide that, in the event of a counterparty's default (including bankruptcy), the portfolio may terminate any repurchase agreements with that counterparty, determine the net amount owed, and sell or retain the collateral up to the net amount owed to the portfolio. Such action may be subject to legal proceedings, which may delay or limit the disposition of collateral.

3. Federal Income Taxes: The portfolio intends to continue to qualify as a regulated investment company and distribute all of its taxable income. The portfolio's tax returns are open to examination by the relevant tax authorities until expiration of the applicable statute of limitations, which is generally three years after the filing of the tax return. Management has analyzed the portfolio's tax positions taken for all open federal and state income tax years, and has concluded that no provision for income tax is required in the portfolio's financial statements.

4. Distributions: Distributions from net investment income are declared daily and paid on the first business day of the following month. Annual distributions from realized capital gains, if any, are recorded on the ex-dividend date. Distributions are determined on a tax basis at the fiscal year-end and may differ from net investment income and realized capital gains for financial reporting purposes.

5. Credit Facilities and Interfund Lending Program: The portfolio and certain other funds managed by The Vanguard Group ("Vanguard") participate in a \$4.3 billion committed credit facility provided by a syndicate of lenders pursuant to a credit agreement and an uncommitted credit facility provided by Vanguard. Both facilities may be renewed annually. Each fund is individually liable for its borrowings, if any, under the credit facilities. Borrowings may be utilized for temporary or emergency purposes, subject to the portfolio's regulatory and contractual borrowing restrictions. With respect to the committed credit facility, the participating funds are charged administrative fees and an annual commitment fee of 0.10% of the undrawn committed amount of the facility; these fees are allocated to the funds based on a method approved by the portfolio's board of trustees and included in Management and Administrative expenses on the portfolio's Statement of Operations. Any borrowings under either facility bear interest at a rate based upon the higher of the one-month London Interbank Offered Rate (or an acceptable alternate rate, if necessary), federal funds effective rate, or overnight bank funding rate plus an agreed-upon spread, except that borrowings under the uncommitted credit facility may bear interest based upon an alternate rate agreed to by the portfolio and Vanguard.

In accordance with an exemptive order (the "Order") from the SEC, the portfolio may participate in a joint lending and borrowing program that allows registered open-end Vanguard funds to borrow

money from and lend money to each other for temporary or emergency purposes (the “Interfund Lending Program”), subject to compliance with the terms and conditions of the Order, and to the extent permitted by the portfolio’s investment objective and investment policies. Interfund loans and borrowings normally extend overnight, but can have a maximum duration of seven days. Loans may be called on one business day’s notice. The interest rate to be charged is governed by the conditions of the Order and internal procedures adopted by the board of trustees. The board of trustees is responsible for overseeing the Interfund Lending Program.

For the year ended December 31, 2021, the portfolio did not utilize the credit facilities or the Interfund Lending Program.

6. Other: Interest income is accrued daily. Premiums and discounts on debt securities are amortized and accreted, respectively, to interest income over the lives of the respective securities, except for premiums on certain callable debt securities that are amortized to the earliest call date. Security transactions are accounted for on the date securities are bought or sold. Costs used to determine realized gains (losses) on the sale of investment securities are those of the specific securities sold.

B. In accordance with the terms of a Funds’ Service Agreement (the “FSA”) between Vanguard and the portfolio, Vanguard furnishes to the portfolio investment advisory, corporate management, administrative, marketing, and distribution services at Vanguard’s cost of operations (as defined by the FSA). These costs of operations are allocated to the portfolio based on methods and guidelines approved by the board of trustees and are generally settled twice a month.

Upon the request of Vanguard, the portfolio may invest up to 0.40% of its net assets as capital in Vanguard. At December 31, 2021, the portfolio had contributed to Vanguard capital in the amount of \$36,000, representing less than 0.01% of the portfolio’s net assets and 0.01% of Vanguard’s capital received pursuant to the FSA. The portfolio’s trustees and officers are also directors and employees, respectively, of Vanguard.

Vanguard and the board of trustees have agreed to temporarily limit certain net operating expenses in excess of the portfolio’s daily yield in order to maintain a zero or positive yield for the portfolio. Vanguard and the board of trustees may terminate the temporary expense limitation at any time. For the year ended December 31, 2021, Vanguard’s expenses were reduced by \$955,000 (an effective annual rate of 0.08% of the portfolio’s average net assets); the portfolio is not obligated to repay this amount to Vanguard.

C. Various inputs may be used to determine the value of the portfolio’s investments. These inputs are summarized in three broad levels for financial statement purposes. The inputs or methodologies used to value securities are not necessarily an indication of the risk associated with investing in those securities.

Level 1—Quoted prices in active markets for identical securities.

Level 2—Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).

Level 3—Significant unobservable inputs (including the portfolio’s own assumptions used to determine the fair value of investments). Any investments valued with significant unobservable inputs are noted on the Schedule of Investments.

At December 31, 2021, 100% of the market value of the portfolio’s investments was determined using amortized cost, in accordance with rules under the Investment Company Act of 1940. Amortized cost approximates the current fair value of a security, but since the value is not obtained from a quoted price in an active market, securities valued at amortized cost are considered to be valued using Level 2 inputs.

D. Permanent differences between book-basis and tax-basis components of net assets, if any, are reclassified among capital accounts in the financial statements to reflect their tax character. These reclassifications have no effect on net assets or net asset value per share.

Temporary differences between book-basis and tax-basis components of total distributable earnings (loss) arise when certain items of income, gain, or loss are recognized in different periods for financial statement and tax purposes; these differences will reverse at some time in the future. The

differences are primarily related to the deferral of losses from wash sales. As of period end, the tax-basis components of total distributable earnings (loss) are detailed in the table as follows:

	Amount (\$000)
Undistributed Ordinary Income	36
Undistributed Long-Term Gains	—
Capital Loss Carryforwards	—
Qualified Late-Year Losses	—
Net Unrealized Gains (Losses)	—

The tax character of distributions paid was as follows:

	Year Ended December 31,	
	2021 Amount (\$000)	2020 Amount (\$000)
Ordinary Income*	187	6,741
Long-Term Capital Gains	—	—
Total	187	6,741

* Includes short-term capital gains, if any.

As of December 31, 2021, gross unrealized appreciation and depreciation for investments based on cost for U.S. federal income tax purposes were as follows:

	Amount (\$000)
Tax Cost	1,119,000
Gross Unrealized Appreciation	—
Gross Unrealized Depreciation	—
Net Unrealized Appreciation (Depreciation)	—

E. At December 31, 2021, one shareholder (an insurance company separate account whose holdings in the portfolio represent the indirect investment of Vanguard Variable Annuity contract holders), was the record or beneficial owner of 87% of the portfolio's net assets. If this shareholder were to redeem its investment in the portfolio, the redemption might result in an increase in the portfolio's expense ratio, cause the portfolio to incur higher transaction costs, or lead to the realization of taxable capital gains.

F. Management has determined that no events or transactions occurred subsequent to December 31, 2021, that would require recognition or disclosure in these financial statements.

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Vanguard Variable Insurance Funds and Shareholders of Money Market Portfolio

Opinion on the Financial Statements

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Money Market Portfolio (one of the portfolios constituting Vanguard Variable Insurance Funds, referred to hereafter as the "Portfolio") as of December 31, 2021, the related statement of operations for the year ended December 31, 2021, the statement of changes in net assets for each of the two years in the period ended December 31, 2021, including the related notes, and the financial highlights for each of the five years in the period ended December 31, 2021 (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Portfolio as of December 31, 2021, 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 ended December 31, 2021 and the financial highlights for each of the five years in the period ended December 31, 2021 in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Portfolio's management. Our responsibility is to express an opinion on the Portfolio's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Portfolio in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of December 31, 2021 by correspondence with the custodian and brokers; when replies were not received from the brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

/s/PricewaterhouseCoopers LLP
Philadelphia, Pennsylvania
February 17, 2022

We have served as the auditor of one or more investment companies in The Vanguard Group of Funds since 1975.

Special 2021 tax information (unaudited) for corporate shareholders only for Money Market Portfolio, a portfolio of Vanguard Variable Insurance Funds

This information for the fiscal year ended December 31, 2021, is included pursuant to provisions of the Internal Revenue Code for corporate shareholders only.

The percentage of the ordinary dividends reported by the portfolio that is treated as a Section 163(j) interest dividend and thus is eligible to be treated as interest income for purposes of Section 163(j) and the regulations thereunder is 62.7%.

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The People Who Govern Your Fund

The trustees of your mutual fund are there to see that the fund is operated and managed in your best interests since, as a shareholder, you are a part owner of the fund. Your fund's trustees also serve on the board of directors of The Vanguard Group, Inc., which is owned by the Vanguard funds and provides services to them.

A majority of Vanguard's board members are independent, meaning that they have no affiliation with Vanguard or the funds they oversee, apart from the sizable personal investments they have made as private individuals. The independent board members have distinguished backgrounds in business, academia, and public service. Each of the trustees and executive officers oversees 217 Vanguard funds.

Information for each trustee and executive officer of the fund appears below. That information, as well as the Vanguard fund count, is as of the date on the cover of this fund report. The mailing address of the trustees and officers is P.O. Box 876, Valley Forge, PA 19482. More information about the trustees is in the **Statement of Additional Information**, which can be obtained, without charge, by contacting Vanguard at 800-662-7447, or online at vanguard.com.

Interested Trustee¹

Mortimer J. Buckley

Born in 1969. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chairman of the board (2019–present) of Vanguard and of each of the investment companies served by Vanguard; chief executive officer (2018–present) of Vanguard; chief executive officer, president, and trustee (2018–present) of each of the investment companies served by Vanguard; president and director (2017–present) of Vanguard; and president (2018–present) of Vanguard Marketing Corporation. Chief investment officer (2013–2017), managing director (2002–2017), head of the Retail Investor Group (2006–2012), and chief information officer (2001–2006) of Vanguard. Member of the board of governors of the Investment Company Institute and the board of governors of FINRA. Trustee and vice chair of The Shipley School.

Independent Trustees

Tara Bunch

Born in 1962. Trustee since November 2021. Principal occupation(s) during the past five years and other experience: head of global operations at Airbnb (2020–present). Vice president of AppleCare (2012–2020). Member of the board of directors of Out & Equal (2002–2006), the advisory board of the University of California, Berkeley School of Engineering (2020–present), and the advisory board of Santa Clara University's Leavey School of Business (2018–present).

Emerson U. Fullwood

Born in 1948. Trustee since January 2008. Principal occupation(s) during the past five years and other experience: executive chief staff and marketing officer for North America and corporate vice president (retired 2008) of Xerox Corporation (document management products and services). Former president of the Worldwide Channels Group, Latin America, and Worldwide Customer Service and executive chief staff officer of Developing Markets of Xerox. Executive in residence and 2009–2010 Distinguished Minett Professor at the Rochester Institute of Technology. Member of the board of directors of the University of Rochester Medical Center, the Monroe Community College Foundation, the United Way of Rochester, North Carolina A&T University, Roberts Wesleyan College, and the Rochester Philharmonic Orchestra. Trustee of the University of Rochester.

Amy Gutmann

Born in 1949. Trustee since June 2006. Principal occupation(s) during the past five years and other experience: president (2004–present) of the University of Pennsylvania. Christopher H. Browne Distinguished Professor of Political Science, School of Arts and Sciences, and professor of communication, Annenberg School for Communication, with secondary faculty appointments in the Department of Philosophy, School of Arts and Sciences, and at the Graduate School of Education, University of Pennsylvania.

F. Joseph Loughrey

Born in 1949. Trustee since October 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2009) and vice chairman of the board (2008–2009) of Cummins Inc. (industrial machinery). Chairman of the board of Hillenbrand, Inc. (specialized consumer services). Director of the V Foundation. Member of the advisory council for the College of Arts and Letters at the University of Notre Dame. Chairman of the board of Saint Anselm College.

Mark Loughridge

Born in 1953. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: senior vice president and chief financial officer (retired 2013) of IBM (information technology services). Fiduciary member of IBM's Retirement Plan Committee (2004–2013), senior vice president and general manager (2002–2004) of IBM Global Financing, vice president and controller (1998–2002) of IBM, and a variety of other prior management roles at IBM. Member of the Council on Chicago Booth.

Scott C. Malpass

Born in 1962. Trustee since March 2012. Principal occupation(s) during the past five years and other experience: adjunct professor of finance at the University of Notre Dame (2020–present). Chief investment officer (retired 2020) and vice president (retired 2020) of the University of Notre Dame. Assistant professor (retired June 2020) of finance at the Mendoza College of Business, University of Notre Dame, and member of the Notre Dame 403(b) Investment Committee. Member of the board of Catholic Investment Services, Inc. (investment advisors), the board of superintendence of the Institute for the Works of Religion, and the board of directors of Paxos Trust Company (finance).

Deanna Mulligan

Born in 1963. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: chief executive officer of Purposeful (advisory firm for CEOs and C-level executives; 2021–present). Board chair (2020), chief executive officer (2011–2020), and president (2010–2019) of The Guardian Life Insurance Company of America. Chief operating officer (2010–2011) and executive vice president (2008–2010) of Individual Life and Disability of the Guardian Life Insurance Company of America. Member of the board of the Economic Club of New York. Trustee of the Partnership for New York City (business leadership), Chief Executives for Corporate Purpose, and the NewYork-Presbyterian Hospital.

André F. Perold

Born in 1952. Trustee since December 2004. Principal occupation(s) during the past five years and other experience: George Gund Professor of Finance and Banking, Emeritus at the Harvard Business School (retired 2011). Chief investment officer and co-managing partner of HighVista Strategies (private investment firm). Member of the board (2018–present) of RIT Capital Partners (investment firm). Member of the investment committee of Partners Health Care System.

Sarah Bloom Raskin

Born in 1961. Trustee since January 2018. Principal occupation(s) during the past five years and other experience: deputy secretary (2014–2017) of the United States Department of the Treasury. Governor (2010–2014) of the Federal Reserve Board. Commissioner (2007–2010) of financial regulation for the State of Maryland. Colin W. Brown Distinguished Professor of the Practice of Law (2021–present), professor (2020–present), Distinguished Fellow of the Global Financial Markets Center (2020–present), and Rubenstein Fellow (2017–2020) at Duke University. Trustee (2017–present) of Amherst College and member of Amherst College Investment Committee (2019–present). Member of the Regenerative Crisis Response Committee (2020–present).

David A. Thomas

Born in 1956. Trustee since July 2021. Principal occupation(s) during the past five years and other experience: president of Morehouse College (2018–present). Professor of business administration, emeritus at Harvard University (2017–2018). Dean (2011–2016) and professor of management (2016–2017) at the Georgetown University McDonough School of Business. Director of DTE

¹ Mr. Buckley is considered an "interested person," as defined in the Investment Company Act of 1940, because he is an officer of the Vanguard funds.

Energy Company (2013–present). Trustee of Common Fund (2019–present).

Peter F. Volanakis

Born in 1955. Trustee since July 2009. Principal occupation(s) during the past five years and other experience: president and chief operating officer (retired 2010) of Corning Incorporated (communications equipment) and director of Corning Incorporated (2000–2010) and Dow Corning (2001–2010). Director (2012) of SPX Corporation (multi-industry manufacturing). Overseer of the Amos Tuck School of Business Administration, Dartmouth College (2001–2013). Member of the BMW Group Mobility Council.

Executive Officers

Christine M. Buchanan

Born in 1970. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief financial officer (2021–present) and treasurer (2017–present) of each of the investment companies served by Vanguard. Partner (2005–2017) at KPMG (audit, tax, and advisory services).

David Cermak

Born in 1960. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Finance director (2019–present) of each of the investment companies served by Vanguard. Managing director and head (2017–present) of Vanguard Investments Singapore. Managing director and head (2017–2019) of Vanguard Investments Hong Kong. Representative director and head (2014–2017) of Vanguard Investments Japan.

John Galloway

Born in 1973. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Investment stewardship officer (September 2020–present) of each of the investment companies served by Vanguard. Head of Investor Advocacy (February 2020–present) and head of Marketing Strategy and Planning (2017–2020) at Vanguard. Special assistant to the President of the United States (2015).

Peter Mahoney

Born in 1974. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Controller (2015–present) of each of the investment companies served by Vanguard. Head of International Fund Services (2008–2014) at Vanguard.

Anne E. Robinson

Born in 1970. Principal occupation(s) during the past five years and other experience: general counsel (2016–present) of Vanguard. Secretary (2016–present) of Vanguard and of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Managing director and general counsel of Global Cards and Consumer Services (2014–2016) at Citigroup. Counsel (2003–2014) at American Express.

Michael Rollings

Born in 1963. Principal occupation(s) during the past five years and other experience: finance director (2017–present) and treasurer (2017) of each of the investment companies served by Vanguard. Managing director (2016–present) of Vanguard. Chief financial officer (2016–present) of Vanguard. Director (2016–present) of Vanguard Marketing Corporation. Executive vice president and chief financial officer (2006–2016) of MassMutual Financial Group.

John E. Schadl

Born in 1972. Principal occupation(s) during the past five years and other experience: principal of Vanguard. Chief compliance officer (2019–present) of Vanguard and of each of the investment companies served by Vanguard. Assistant vice president (2019–present) of Vanguard Marketing Corporation.

Vanguard Senior Management Team

Matthew Benchener	Thomas M. Rampulla
Joseph Brennan	Karin A. Risi
Mortimer J. Buckley	Anne E. Robinson
Gregory Davis	Michael Rollings
John James	Nitin Tandon
John T. Marcante	Lauren Valente
Chris D. McIsaac	



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This material may be used in conjunction with the offering of shares of any Vanguard fund only if preceded or accompanied by the fund's current prospectus.

All comparative mutual fund data are from Morningstar, Inc., unless otherwise noted.

You can obtain a free copy of Vanguard's proxy voting guidelines by visiting vanguard.com/proxyreporting or by calling Vanguard at 800-662-2739. The guidelines are also available from the SEC's website, www.sec.gov. In addition, you may obtain a free report on how your fund voted the proxies for securities it owned during the 12 months ended June 30. To get the report, visit either vanguard.com/proxyreporting or www.sec.gov.

You can review information about your fund on the SEC's website, and you can receive copies of this information, for a fee, by sending a request via email addressed to publicinfo@sec.gov.

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**1800 North Point Drive
Stevens Point, WI 54481**

**800-473-6879
sentry.com**

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