



# Franklin DynaTech VIP fund

Financial Statements and Other Important Information

Semi-Annual | June 30, 2024

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## Financial Highlights

### Franklin DynaTech VIP Fund

	Six Months Ended June 30, 2024 (unaudited)	Year Ended December 31,				
		2023	2022	2021	2020	2019
<b>Class 2</b>						
<b>Per share operating performance</b>						
(for a share outstanding throughout the period)						
Net asset value, beginning of period . . . . .	\$4.27	\$2.96	\$11.85	\$10.92	\$8.06	\$6.46
Income from investment operations <sup>a</sup> :						
Net investment (loss) <sup>b</sup> . . . . .	(0.01)	(0.01)	(0.02)	(0.08)	(0.03)	(0.01)
Net realized and unrealized gains (losses) . . . . .	0.98	1.32	(4.52)	1.79	3.47	1.99
Total from investment operations . . . . .	0.97	1.31	(4.54)	1.71	3.44	1.98
Less distributions from:						
Net realized gains . . . . .	—	—	(4.35)	(0.78)	(0.58)	(0.38)
Net asset value, end of period . . . . .	\$5.24	\$4.27	\$2.96	\$11.85	\$10.92	\$8.06
Total return <sup>c</sup> . . . . .	22.72%	43.77%	(39.96)%	16.14%	44.88%	31.16%
<b>Ratios to average net assets<sup>d</sup></b>						
Expenses before waiver and payments by affiliates . . . . .	0.87%	0.90%	0.91%	1.03%	1.31%	1.33%
Expenses net of waiver and payments by affiliates . . . . .	0.87% <sup>e</sup>	0.89% <sup>f</sup>	0.90% <sup>f</sup>	0.96%	0.96% <sup>f</sup>	0.96% <sup>f</sup>
Net investment (loss) . . . . .	(0.49)%	(0.41)%	(0.49)%	(0.71)%	(0.36)%	(0.19)%
<b>Supplemental data</b>						
Net assets, end of period (000's) . . . . .	\$149,712	\$125,878	\$74,486	\$139,784	\$125,731	\$97,964
Portfolio turnover rate . . . . .	8.64%	22.25%	34.99%	74.97%	15.70%	26.29%

<sup>a</sup>The amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Fund's shares in relation to income earned and/or fluctuating fair value of the investments of the Fund.

<sup>b</sup>Based on average daily shares outstanding.

<sup>c</sup>Total return does not include fees, charges or expenses imposed by the variable annuity and life insurance contracts for which Franklin Templeton Variable Insurance Products Trust serves as an underlying investment vehicle. Total return is not annualized for periods less than one year.

<sup>d</sup>Ratios are annualized for periods less than one year.

<sup>e</sup>Benefit of waiver and payments by affiliates rounds to less than 0.01%.

<sup>f</sup>Benefit of expense reduction rounds to less than 0.01%.

Franklin DynaTech VIP Fund (continued)

	Six Months Ended June 30, 2024 (unaudited)	Year Ended December 31,				
		2023	2022	2021	2020	2019
<b>Class 4</b>						
<b>Per share operating performance</b>						
(for a share outstanding throughout the period)						
Net asset value, beginning of period . . . . .	\$3.73	\$2.59	\$11.23	\$10.40	\$7.71	\$6.20
Income from investment operations <sup>a</sup> :						
Net investment (loss) <sup>b</sup> . . . . .	(0.01)	(0.02)	(0.03)	(0.09)	(0.04)	(0.02)
Net realized and unrealized gains (losses)	0.85	1.16	(4.26)	1.70	3.31	1.91
Total from investment operations . . . . .	0.84	1.14	(4.29)	1.61	3.27	1.89
Less distributions from:						
Net realized gains . . . . .	—	—	(4.35)	(0.78)	(0.58)	(0.38)
Net asset value, end of period . . . . .	\$4.57	\$3.73	\$2.59	\$11.23	\$10.40	\$7.71
Total return <sup>c</sup> . . . . .	22.52%	44.02%	(40.20)%	16.09%	44.71%	31.03%
<b>Ratios to average net assets<sup>d</sup></b>						
Expenses before waiver and payments by affiliates . . . . .	0.97%	1.00%	1.01%	1.13%	1.41%	1.43%
Expenses net of waiver and payments by affiliates . . . . .	0.97% <sup>e</sup>	1.00% <sup>e,f</sup>	1.00% <sup>f</sup>	1.06%	1.06% <sup>f</sup>	1.06% <sup>f</sup>
Net investment (loss) . . . . .	(0.59)%	(0.50)%	(0.59)%	(0.81)%	(0.47)%	(0.29)%
<b>Supplemental data</b>						
Net assets, end of period (000's) . . . . .	\$28,574	\$25,919	\$20,496	\$36,515	\$38,425	\$31,761
Portfolio turnover rate . . . . .	8.64%	22.25%	34.99%	74.97%	15.70%	26.29%

<sup>a</sup>The amount shown for a share outstanding throughout the period may not correlate with the Statement of Operations for the period due to the timing of sales and repurchases of the Fund's shares in relation to income earned and/or fluctuating fair value of the investments of the Fund.

<sup>b</sup>Based on average daily shares outstanding.

<sup>c</sup>Total return does not include fees, charges or expenses imposed by the variable annuity and life insurance contracts for which Franklin Templeton Variable Insurance Products Trust serves as an underlying investment vehicle. Total return is not annualized for periods less than one year.

<sup>d</sup>Ratios are annualized for periods less than one year.

<sup>e</sup>Benefit of waiver and payments by affiliates rounds to less than 0.01%.

<sup>f</sup>Benefit of expense reduction rounds to less than 0.01%.

## Schedule of Investments (unaudited), June 30, 2024

## Franklin DynaTech VIP Fund

	Country	Shares	Value
<b>Common Stocks 99.2%</b>			
<b>Aerospace &amp; Defense 1.1%</b>			
<sup>a</sup> Axon Enterprise, Inc. ....	United States	6,380	\$1,877,251
<b>Automobiles 1.2%</b>			
<sup>a</sup> Tesla, Inc. ....	United States	10,397	2,057,358
<b>Biotechnology 0.9%</b>			
<sup>a</sup> Argenx SE .....	Netherlands	707	306,802
<sup>a</sup> Ascendis Pharma A/S, ADR .....	Denmark	2,072	282,579
<sup>a</sup> Crinetics Pharmaceuticals, Inc. ....	United States	1,344	60,198
<sup>a</sup> Insmed, Inc. ....	United States	1,387	92,929
<sup>a</sup> Krystal Biotech, Inc. ....	United States	702	128,915
<sup>a</sup> Merus NV .....	Netherlands	945	55,916
<sup>a</sup> Moderna, Inc. ....	United States	390	46,313
<sup>a</sup> Natera, Inc. ....	United States	4,858	526,073
<sup>a</sup> Rocket Pharmaceuticals, Inc. ....	United States	610	13,133
<sup>a</sup> United Therapeutics Corp. ....	United States	360	114,678
			1,627,536
<b>Broadline Retail 8.7%</b>			
<sup>a</sup> Amazon.com, Inc. ....	United States	68,746	13,285,164
<sup>a</sup> MercadoLibre, Inc. ....	Brazil	1,372	2,254,745
			15,539,909
<b>Capital Markets 1.4%</b>			
Moody's Corp. ....	United States	1,045	439,872
MSCI, Inc., A. ....	United States	1,023	492,830
Tradeweb Markets, Inc., A. ....	United States	14,594	1,546,964
			2,479,666
<b>Communications Equipment 0.3%</b>			
<sup>a</sup> Arista Networks, Inc. ....	United States	1,378	482,961
<b>Construction &amp; Engineering 0.8%</b>			
Quanta Services, Inc. ....	United States	5,550	1,410,200
<b>Diversified Consumer Services 0.1%</b>			
<sup>a</sup> Duolingo, Inc., A .....	United States	1,066	222,442
<b>Electrical Equipment 0.0%<sup>†</sup></b>			
Vertiv Holdings Co., A .....	United States	771	66,746
<b>Electronic Equipment, Instruments &amp; Components 0.7%</b>			
Amphenol Corp., A .....	United States	8,054	542,598
<sup>a</sup> Celestica, Inc. ....	Canada	1,515	86,855
Jabil, Inc. ....	United States	367	39,926
Keyence Corp. ....	Japan	1,197	523,982
			1,193,361
<b>Energy Equipment &amp; Services 0.5%</b>			
Baker Hughes Co., A. ....	United States	6,913	243,130
<sup>a</sup> Oceaneering International, Inc. ....	United States	6,720	158,995
Schlumberger NV .....	United States	5,355	252,649
TechnipFMC plc .....	United Kingdom	8,686	227,139
			881,913
<b>Entertainment 0.2%</b>			
<sup>a</sup> Netflix, Inc. ....	United States	209	141,050
Nintendo Co. Ltd. ....	Japan	2,393	127,810
<sup>a</sup> Spotify Technology SA. ....	United States	225	70,603
			339,463

Franklin DynaTech VIP Fund (continued)

	Country	Shares	Value
<b>Common Stocks</b> (continued)			
<b>Financial Services 3.9%</b>			
Mastercard, Inc., A	United States	11,683	\$5,154,072
Visa, Inc., A	United States	6,868	1,802,644
			6,956,716
<b>Ground Transportation 1.0%</b>			
<sup>a</sup> Uber Technologies, Inc.	United States	24,072	1,749,553
<b>Health Care Equipment &amp; Supplies 3.2%</b>			
<sup>a</sup> Boston Scientific Corp.	United States	1,378	106,120
<sup>a</sup> Dexcom, Inc.	United States	1,680	190,478
<sup>a</sup> IDEXX Laboratories, Inc.	United States	3,449	1,680,353
<sup>a</sup> Intuitive Surgical, Inc.	United States	7,262	3,230,501
<sup>a</sup> PROCEPT BioRobotics Corp.	United States	2,535	154,863
Stryker Corp.	United States	684	232,731
<sup>a</sup> TransMedics Group, Inc.	United States	745	112,212
			5,707,258
<b>Health Care Providers &amp; Services 0.6%</b>			
<sup>a</sup> HealthEquity, Inc.	United States	3,527	304,027
UnitedHealth Group, Inc.	United States	1,376	700,742
			1,004,769
<b>Health Care Technology 0.1%</b>			
Pro Medicus Ltd.	Australia	1,629	154,710
<sup>a</sup> Veeva Systems, Inc., A	United States	383	70,093
			224,803
<b>Hotels, Restaurants &amp; Leisure 1.0%</b>			
<sup>a</sup> Airbnb, Inc., A	United States	839	127,218
Booking Holdings, Inc.	United States	276	1,093,374
<sup>a</sup> DoorDash, Inc., A	United States	4,548	494,731
<sup>a</sup> MakeMyTrip Ltd.	India	1,319	110,928
			1,826,251
<b>Interactive Media &amp; Services 8.8%</b>			
Alphabet, Inc., A	United States	48,340	8,805,131
Meta Platforms, Inc., A	United States	13,747	6,931,512
			15,736,643
<b>IT Services 1.9%</b>			
<sup>a</sup> Gartner, Inc.	United States	683	306,708
<sup>a</sup> MongoDB, Inc., A	United States	3,130	782,375
<sup>a</sup> Shopify, Inc., A	Canada	34,371	2,271,219
<sup>a</sup> Wix.com Ltd.	Israel	210	33,405
			3,393,707
<b>Life Sciences Tools &amp; Services 2.8%</b>			
Danaher Corp.	United States	9,288	2,320,607
<sup>a</sup> Tempus AI, Inc., A	United States	2,730	95,550
Thermo Fisher Scientific, Inc.	United States	4,809	2,659,377
			5,075,534
<b>Media 0.0%†</b>			
<sup>a</sup> Trade Desk, Inc. (The), A	United States	360	35,161
<b>Pharmaceuticals 2.9%</b>			
AstraZeneca plc, ADR	United Kingdom	6,910	538,911
Eli Lilly & Co.	United States	4,829	4,372,080

Franklin DynaTech VIP Fund (continued)

	Country	Shares	Value
<b>Common Stocks</b> (continued)			
<b>Pharmaceuticals</b> (continued)			
Novo Nordisk A/S, ADR	Denmark	2,356	\$336,295
			5,247,286
<b>Professional Services 0.1%</b>			
Verisk Analytics, Inc., A	United States	539	145,288
<b>Semiconductors &amp; Semiconductor Equipment 27.7%</b>			
<sup>a</sup> Advanced Micro Devices, Inc.	United States	10,977	1,780,579
Analog Devices, Inc.	United States	13,758	3,140,401
<sup>a</sup> ARM Holdings plc, ADR	United States	667	109,135
ASM International NV	Netherlands	1,679	1,283,567
ASML Holding NV, ADR	Netherlands	5,153	5,270,128
Broadcom, Inc.	United States	867	1,391,995
Entegris, Inc.	United States	3,391	459,141
Intel Corp.	United States	3,414	105,732
KLA Corp.	United States	3,793	3,127,366
Lam Research Corp.	United States	3,678	3,916,518
<sup>a</sup> Lattice Semiconductor Corp.	United States	6,753	391,606
Monolithic Power Systems, Inc.	United States	3,445	2,830,688
NVIDIA Corp.	United States	206,760	25,543,130
Taiwan Semiconductor Manufacturing Co. Ltd., ADR	Taiwan	715	124,274
			49,474,260
<b>Software 27.3%</b>			
<sup>a</sup> Adobe, Inc.	United States	344	191,106
<sup>a</sup> Appfolio, Inc., A	United States	1,051	257,043
<sup>a</sup> AppLovin Corp., A	United States	2,469	205,470
<sup>a</sup> Aspen Technology, Inc.	United States	168	33,370
<sup>a</sup> Atlassian Corp., A	United States	221	39,090
<sup>a</sup> Cadence Design Systems, Inc.	United States	15,784	4,857,526
Constellation Software, Inc.	Canada	485	1,397,319
<sup>a</sup> CrowdStrike Holdings, Inc., A	United States	693	265,551
<sup>a</sup> Datadog, Inc., A	United States	3,491	452,748
<sup>a</sup> Descartes Systems Group, Inc. (The)	Canada	5,485	531,167
<sup>a</sup> Elastic NV	United States	310	35,312
<sup>a</sup> Fair Isaac Corp.	United States	333	495,724
<sup>a</sup> HubSpot, Inc.	United States	3,457	2,038,904
Intuit, Inc.	United States	6,871	4,515,690
<sup>a</sup> Klaviyo, Inc., A	United States	3,317	82,560
<sup>a,b</sup> Lumine Group, Inc., Reg S	Canada	3,589	96,873
<sup>a</sup> Manhattan Associates, Inc.	United States	2,071	510,874
Microsoft Corp.	United States	30,951	13,833,549
<sup>a</sup> Monday.com Ltd.	United States	3,431	826,048
<sup>a</sup> Palo Alto Networks, Inc.	United States	6,902	2,339,847
<sup>a</sup> Procore Technologies, Inc.	United States	5,471	362,782
Roper Technologies, Inc.	United States	3,437	1,937,299
Salesforce, Inc.	United States	3,484	895,736
<sup>a</sup> ServiceNow, Inc.	United States	7,904	6,217,840
<sup>a</sup> SPS Commerce, Inc.	United States	691	130,019
<sup>a</sup> Synopsys, Inc.	United States	8,570	5,099,664
<sup>a</sup> Tyler Technologies, Inc.	United States	1,024	514,847
<sup>a</sup> Workday, Inc., A	United States	2,435	544,369
			48,708,327
<b>Technology Hardware, Storage &amp; Peripherals 1.9%</b>			
Apple, Inc.	United States	15,491	3,262,714
<sup>a</sup> Pure Storage, Inc., A	United States	790	50,726
			3,313,440



Franklin DynaTech VIP Fund (continued)

	Country	Shares	Value
<b>Common Stocks (continued)</b>			
<b>Trading Companies &amp; Distributors 0.1%</b>			
Fastenal Co.....	United States	1,416	\$88,982
<b>Total Common Stocks (Cost \$77,829,601)</b> .....			<b>176,866,784</b>
		<b>Warrants</b>	
<b>Warrants 0.0%</b>			
<b>Software 0.0%</b>			
<sup>a,c</sup> Constellation Software, Inc., 3/31/40 .....	Canada	341	—
<b>Total Warrants (Cost \$—)</b> .....			<b>—</b>
<b>Total Long Term Investments (Cost \$77,829,601)</b> .....			<b>176,866,784</b>
<b>Short Term Investments 0.7%</b>			
	Country	Shares	Value
<b>Money Market Funds 0.7%</b>			
<sup>d,e</sup> Institutional Fiduciary Trust - Money Market Portfolio, 4.972% .....	United States	1,194,754	1,194,754
<b>Total Money Market Funds (Cost \$1,194,754)</b> .....			<b>1,194,754</b>
<b>Total Short Term Investments (Cost \$1,194,754)</b> .....			<b>1,194,754</b>
<b>Total Investments (Cost \$79,024,355) 99.9%</b> .....			<b>\$178,061,538</b>
<b>Other Assets, less Liabilities 0.1%</b> .....			<b>224,943</b>
<b>Net Assets 100.0%</b> .....			<b>\$178,286,481</b>

See Abbreviations on page 18.

<sup>1</sup>Rounds to less than 0.1% of net assets.

<sup>a</sup>Non-income producing.

<sup>b</sup>Security was purchased pursuant to Rule 144A or Regulation S under the Securities Act of 1933. 144A securities may be sold in transactions exempt from registration only to qualified institutional buyers or in a public offering registered under the Securities Act of 1933. Regulation S securities cannot be sold in the United States without either an effective registration statement filed pursuant to the Securities Act of 1933, or pursuant to an exemption from registration. At June 30, 2024, the value of this security was \$96,873, representing 0.1% of net assets.

<sup>c</sup>Fair valued using significant unobservable inputs. See Note 7 regarding fair value measurements.

<sup>d</sup>See Note 3(e) regarding investments in affiliated management investment companies.

<sup>e</sup>The rate shown is the annualized seven-day effective yield at period end.

## Statement of Assets and Liabilities

June 30, 2024 (unaudited)

	<b>Franklin DynaTech VIP Fund</b>
<b>Assets:</b>	
Investments in securities:	
Cost - Unaffiliated issuers . . . . .	\$77,829,601
Cost - Non-controlled affiliates (Note 3e) . . . . .	1,194,754
Value - Unaffiliated issuers . . . . .	\$176,866,784
Value - Non-controlled affiliates (Note 3e) . . . . .	1,194,754
Cash . . . . .	2,120
Foreign currency, at value (cost \$3,054) . . . . .	3,032
Receivables:	
Investment securities sold . . . . .	74,136
Capital shares sold . . . . .	362,411
Dividends . . . . .	25,465
Total assets . . . . .	<u>178,528,702</u>
<b>Liabilities:</b>	
Payables:	
Capital shares redeemed . . . . .	91,515
Management fees . . . . .	81,937
Distribution fees . . . . .	38,117
Professional fees . . . . .	15,709
Trustees' fees and expenses . . . . .	177
Accrued expenses and other liabilities . . . . .	14,766
Total liabilities . . . . .	<u>242,221</u>
Net assets, at value . . . . .	<u>\$178,286,481</u>
<b>Net assets consist of:</b>	
Paid-in capital . . . . .	\$95,726,134
Total distributable earnings (losses) . . . . .	82,560,347
Net assets, at value . . . . .	<u>\$178,286,481</u>
	<b>Franklin DynaTech VIP Fund</b>
<b>Class 2:</b>	
Net assets, at value . . . . .	\$149,712,089
Shares outstanding . . . . .	28,569,912
Net asset value and maximum offering price per share <sup>a</sup> . . . . .	<u>\$5.24</u>
<b>Class 4:</b>	
Net assets, at value . . . . .	\$28,574,392
Shares outstanding . . . . .	6,246,925
Net asset value and maximum offering price per share <sup>a</sup> . . . . .	<u>\$4.57</u>

<sup>a</sup>Net asset value per share may not recalculate due to rounding.

## Statement of Operations

for the six months ended June 30, 2024 (unaudited)

**Franklin  
DynaTech VIP  
Fund**

Investment income:	
Dividends: (net of foreign taxes of \$4,119)	
Unaffiliated issuers . . . . .	\$284,955
Non-controlled affiliates (Note 3e) . . . . .	27,855
Income from securities loaned:	
Unaffiliated entities (net of fees and rebates) . . . . .	(191)
Non-controlled affiliates (Note 3e) . . . . .	244
Total investment income . . . . .	312,863
Expenses:	
Management fees (Note 3a) . . . . .	476,683
Distribution fees: (Note 3c)	
Class 2 . . . . .	172,047
Class 4 . . . . .	47,561
Custodian fees . . . . .	595
Reports to shareholders fees . . . . .	3,790
Professional fees . . . . .	26,020
Trustees' fees and expenses . . . . .	973
Other . . . . .	4,150
Total expenses . . . . .	731,819
Expenses waived/paid by affiliates (Note 3e and 3f) . . . . .	(2,012)
Net expenses . . . . .	729,807
Net investment income (loss) . . . . .	(416,944)
Realized and unrealized gains (losses):	
Net realized gain (loss) from:	
Investments:	
Unaffiliated issuers . . . . .	3,725,610
Foreign currency transactions . . . . .	(649)
Net realized gain (loss) . . . . .	3,724,961
Net change in unrealized appreciation (depreciation) on:	
Investments:	
Unaffiliated issuers . . . . .	30,400,081
Translation of other assets and liabilities denominated in foreign currencies . . . . .	(121)
Net change in unrealized appreciation (depreciation) . . . . .	30,399,960
Net realized and unrealized gain (loss) . . . . .	34,124,921
Net increase (decrease) in net assets resulting from operations . . . . .	\$33,707,977

## Statements of Changes in Net Assets

	<b>Franklin DynaTech VIP Fund</b>	
	<b>Six Months Ended June 30, 2024 (unaudited)</b>	<b>Year Ended December 31, 2023</b>
Increase (decrease) in net assets:		
Operations:		
Net investment income (loss) . . . . .	\$(416,944)	\$(553,793)
Net realized gain (loss) . . . . .	3,724,961	(6,432,466)
Net change in unrealized appreciation (depreciation) . . . . .	30,399,960	52,425,827
Net increase (decrease) in net assets resulting from operations . . . . .	33,707,977	45,439,568
Capital share transactions: (Note 2)		
Class 2 . . . . .	(4,292,386)	14,420,552
Class 4 . . . . .	(2,926,237)	(3,045,460)
Total capital share transactions . . . . .	(7,218,623)	11,375,092
Net increase (decrease) in net assets . . . . .	26,489,354	56,814,660
Net assets:		
Beginning of period . . . . .	151,797,127	94,982,467
End of period . . . . .	\$178,286,481	\$151,797,127

# Notes to Financial Statements (unaudited)

## Franklin DynaTech VIP Fund

### 1. Organization and Significant Accounting Policies

Franklin Templeton Variable Insurance Products Trust (Trust) is registered under the Investment Company Act of 1940 (1940 Act) as an open-end management investment company, consisting of eighteen separate funds. The Trust follows the accounting and reporting guidance in Financial Accounting Standards Board (FASB) Accounting Standards Codification Topic 946, Financial Services – Investment Companies (ASC 946) and applies the specialized accounting and reporting guidance in U.S. Generally Accepted Accounting Principles (U.S. GAAP), including, but not limited to, ASC 946. Franklin DynaTech VIP Fund (Fund) is included in this report. Shares of the Fund are generally sold only to insurance company separate accounts to fund the benefits of variable life insurance policies or variable annuity contracts. The Fund offers two classes of shares: Class 2 and Class 4. Each class of shares may differ by its distribution fees, voting rights on matters affecting a single class and its exchange privilege.

The following summarizes the Fund's significant accounting policies.

#### a. Financial Instrument Valuation

The Fund's investments in financial instruments are carried at fair value daily. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date. The Fund calculates the net asset value (NAV) per share each business day as of 4 p.m. Eastern time or the regularly scheduled close of the New York Stock Exchange (NYSE), whichever is earlier. Under compliance policies and procedures approved by the Trust's Board of Trustees (the Board), the Board has designated the Fund's investment manager as the valuation designee and has responsibility for oversight of valuation. The investment manager is assisted by the Fund's administrator in performing this responsibility, including leading the cross-functional Valuation Committee (VC). The Fund may utilize independent pricing services, quotations from securities and financial instrument dealers, and other market sources to determine fair value.

Equity securities listed on an exchange or on the NASDAQ National Market System are valued at the last quoted sale price or the official closing price of the day, respectively. Foreign equity securities are valued as of the close of trading on the foreign stock exchange on which the security is

primarily traded, or as of 4 p.m. Eastern time. The value is then converted into its U.S. dollar equivalent at the foreign exchange rate in effect at 4 p.m. Eastern time on the day that the value of the security is determined. Over-the-counter (OTC) securities are valued within the range of the most recent quoted bid and ask prices. Securities that trade in multiple markets or on multiple exchanges are valued according to the broadest and most representative market. Certain equity securities are valued based upon fundamental characteristics or relationships to similar securities.

Investments in open-end mutual funds are valued at the closing NAV.

The Fund has procedures to determine the fair value of financial instruments for which market prices are not reliable or readily available. Under these procedures, the Fund primarily employs a market-based approach which may use related or comparable assets or liabilities, recent transactions, market multiples, and other relevant information for the investment to determine the fair value of the investment. An income-based valuation approach may also be used in which the anticipated future cash flows of the investment are discounted to calculate fair value. Discounts may also be applied due to the nature or duration of any restrictions on the disposition of the investments. Due to the inherent uncertainty of valuations of such investments, the fair values may differ significantly from the values that would have been used had an active market existed.

Trading in securities on foreign securities stock exchanges and OTC markets may be completed before 4 p.m. Eastern time. In addition, trading in certain foreign markets may not take place on every Fund's business day. Events can occur between the time at which trading in a foreign security is completed and 4 p.m. Eastern time that might call into question the reliability of the value of a portfolio security held by the Fund. As a result, differences may arise between the value of the Fund's portfolio securities as determined at the foreign market close and the latest indications of value at 4 p.m. Eastern time. In order to minimize the potential for these differences, an independent pricing service may be used to adjust the value of the Fund's portfolio securities to the latest indications of fair value at 4 p.m. Eastern time. At June 30, 2024, certain securities may have been fair valued using these procedures, in which case the securities were categorized as Level 2 within the fair value hierarchy (referred to as "market level fair value"). See the Fair Value Measurements note for more information.

## Franklin DynaTech VIP Fund (continued)

### 1. Organization and Significant Accounting Policies

(continued)

#### a. Financial Instrument Valuation (continued)

When the last day of the reporting period is a non-business day, certain foreign markets may be open on those days that the Fund's NAV is not calculated, which could result in differences between the value of the Fund's portfolio securities on the last business day and the last calendar day of the reporting period. Any security valuation changes due to an open foreign market are adjusted and reflected by the Fund for financial reporting purposes.

#### b. Foreign Currency Translation

Portfolio securities and other assets and liabilities denominated in foreign currencies are translated into U.S. dollars based on the exchange rate of such currencies against U.S. dollars on the date of valuation. The Fund may enter into foreign currency exchange contracts to facilitate transactions denominated in a foreign currency. Purchases and sales of securities, income and expense items denominated in foreign currencies are translated into U.S. dollars at the exchange rate in effect on the transaction date. Portfolio securities and assets and liabilities denominated in foreign currencies contain risks that those currencies will decline in value relative to the U.S. dollar. Occasionally, events may impact the availability or reliability of foreign exchange rates used to convert the U.S. dollar equivalent value. If such an event occurs, the foreign exchange rate will be valued at fair value using procedures established and approved by the Board.

The Fund does not separately report the effect of changes in foreign exchange rates from changes in market prices on securities held. Such changes are included in net realized and unrealized gain or loss from investments in the Statement of Operations.

Realized foreign exchange gains or losses arise from sales of foreign currencies, currency gains or losses realized between the trade and settlement dates on securities transactions and the difference between the recorded amounts of dividends, interest, and foreign withholding taxes and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign exchange gains and losses arise from changes in foreign exchange rates on foreign denominated assets and liabilities other than investments in securities held at the end of the reporting period.

#### c. Securities Lending

The Fund participates in an agency based securities lending program to earn additional income. The Fund receives collateral in the form of cash and/or U.S. Government and Agency securities against the loaned securities in an amount equal to at least 102% of the fair value of the loaned securities. Collateral is maintained over the life of the loan in an amount not less than 100% of the fair value of loaned securities, as determined at the close of Fund business each day; any additional collateral required due to changes in security values is delivered to the Fund on the next business day. Any cash collateral received is deposited into a joint cash account with other funds and is used to invest in a money market fund managed by Franklin Advisers, Inc., an affiliate of the Fund. The Fund may receive income from the investment of cash collateral, in addition to lending fees paid by the borrower. Income from securities loaned, net of fees paid to the securities lending agent and/or third-party vendor, is reported separately in the Statement of Operations. The Fund bears the market risk with respect to any cash collateral investment, securities loaned, and the risk that the agent may default on its obligations to the Fund. If the borrower defaults on its obligation to return the securities loaned, the Fund has the right to repurchase the securities in the open market using the collateral received. The securities lending agent has agreed to indemnify the Fund in the event of default by a third party borrower. At June 30, 2024, the Fund had no securities on loan.

#### d. Income and Deferred Taxes

It is the Fund's policy to qualify as a regulated investment company under the Internal Revenue Code. The Fund intends to distribute to shareholders substantially all of its taxable income and net realized gains to relieve it from federal income and if applicable, excise taxes. As a result, no provision for U.S. federal income taxes is required.

The Fund may be subject to foreign taxation related to income received, capital gains on the sale of securities and certain foreign currency transactions in the foreign jurisdictions in which it invests. Foreign taxes, if any, are recorded based on the tax regulations and rates that exist in the foreign markets in which the Fund invests. When a capital gain tax is determined to apply, the Fund records an estimated deferred tax liability in an amount that would be payable if the securities were disposed of on the valuation date.

## Franklin DynaTech VIP Fund (continued)

### 1. Organization and Significant Accounting Policies (continued)

#### d. Income and Deferred Taxes (continued)

The Fund may recognize an income tax liability related to its uncertain tax positions under U.S. GAAP when the uncertain tax position has a less than 50% probability that it will be sustained upon examination by the tax authorities based on its technical merits. As of June 30, 2024, the Fund has determined that no tax liability is required in its financial statements related to uncertain tax positions for any open tax years (or expected to be taken in future tax years). Open tax years are those that remain subject to examination and are based on the statute of limitations in each jurisdiction in which the Fund invests.

#### e. Security Transactions, Investment Income, Expenses and Distributions

Security transactions are accounted for on trade date. Realized gains and losses on security transactions are determined on a specific identification basis. Estimated expenses are accrued daily. Dividend income is recorded on the ex-dividend date except for certain dividends from securities where the dividend rate is not available. In such cases, the dividend is recorded as soon as the information is received by the Fund. Distributions to shareholders are recorded on the ex-dividend date. Distributable earnings are determined according to income tax regulations (tax basis) and may differ from earnings recorded in accordance with U.S. GAAP. These differences may be permanent or temporary. Permanent differences are reclassified among capital accounts to reflect their tax character. These reclassifications have no impact on net assets or the results of operations. Temporary differences are not reclassified, as they may reverse in subsequent periods.

Common expenses incurred by the Trust are allocated among the Funds based on the ratio of net assets of each Fund to the combined net assets of the Trust or based on the ratio of number of shareholders of each Fund to the combined number of shareholders of the Trust. Fund specific expenses are charged directly to the Fund that incurred the expense.

Realized and unrealized gains and losses and net investment income, excluding class specific expenses, are allocated daily to each class of shares based upon the

relative proportion of net assets of each class. Differences in per share distributions by class are generally due to differences in class specific expenses.

#### f. Accounting Estimates

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

#### g. Guarantees and Indemnifications

Under the Trust's organizational documents, its officers and trustees are indemnified by the Trust against certain liabilities arising out of the performance of their duties to the Trust. Additionally, in the normal course of business, the Trust, on behalf of the Fund, enters into contracts with service providers that contain general indemnification clauses. The Trust's maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Trust that have not yet occurred. Currently, the Trust expects the risk of loss to be remote.

**Franklin DynaTech VIP Fund** (continued)

**2. Shares of Beneficial Interest**

At June 30, 2024, there were an unlimited number of shares authorized (without par value). Transactions in the Fund's shares were as follows:

	Six Months Ended June 30, 2024		Year Ended December 31, 2023	
	Shares	Amount	Shares	Amount
<b>Class 2 Shares:</b>				
Shares sold	2,147,950	\$10,322,081	10,959,693	\$38,279,397
Shares redeemed	(3,052,721)	(14,614,467)	(6,623,355)	(23,858,845)
Net increase (decrease)	(904,771)	\$(4,292,386)	4,336,338	\$14,420,552
<b>Class 4 Shares:</b>				
Shares sold	268,019	\$1,120,187	953,967	\$3,133,365
Shares redeemed	(970,335)	(4,046,424)	(1,917,498)	(6,178,825)
Net increase (decrease)	(702,316)	\$(2,926,237)	(963,531)	\$(3,045,460)

**3. Transactions with Affiliates**

Franklin Resources, Inc. is the holding company for various subsidiaries that together are referred to as Franklin Templeton. Certain officers and trustees of the Fund are also officers and/or directors of the following subsidiaries:

Subsidiary	Affiliation
Franklin Advisers, Inc. (Advisers)	Investment manager
Franklin Templeton Services, LLC (FT Services)	Administrative manager
Franklin Distributors, LLC (Distributors)	Principal underwriter
Franklin Templeton Investor Services, LLC (Investor Services)	Transfer agent

**a. Management Fees**

The Fund pays an investment management fee, calculated daily and paid monthly, to Advisers based on the average daily net assets of the Fund as follows:

Annualized Fee Rate	Net Assets
0.630%	Up to and including \$100 million
0.500%	Over \$100 million, up to and including \$250 million
0.450%	Over \$250 million, up to and including \$7.5 billion
0.440%	Over \$7.5 billion, up to and including \$10 billion
0.430%	Over \$10 billion, up to and including \$12.5 billion
0.420%	Over \$12.5 billion, up to and including \$15 billion
0.400%	In excess of \$15 billion

For the period ended June 30, 2024, the annualized gross effective investment management fee rate was 0.578% of the Fund's average daily net assets.

**b. Administrative Fees**

Under an agreement with Advisers, FT Services provides administrative services to the Fund. The fee is paid by Advisers based on the Fund's average daily net assets, and is not an additional expense of the Fund.



**Franklin DynaTech VIP Fund** (continued)

**3. Transactions with Affiliates (continued)**

**c. Distribution Fees**

The Board has adopted distribution plans for Class 2 and Class 4 shares pursuant to Rule 12b-1 under the 1940 Act. Under the Fund's compensation distribution plans, the Fund pays Distributors for costs incurred in connection with the servicing, sale and distribution of the Fund's shares up to 0.35% per year of its average daily net assets of each class. The Board has agreed to limit the current rate to 0.25% per year for Class 2. The plan year, for purposes of monitoring compliance with the maximum annual plan rates, is February 1 through January 31.

**d. Transfer Agent Fees**

Investor Services, under terms of an agreement, performs shareholder servicing for the Fund and is not paid by the Fund for the services.

**e. Investments in Affiliated Management Investment Companies**

The Fund invests in one or more affiliated management investment companies. As defined in the 1940 Act, an investment is deemed to be a "Controlled Affiliate" of a fund when a fund owns, either directly or indirectly, 25% or more of the affiliated fund's outstanding shares or has the power to exercise control over management or policies of such fund. The Fund does not invest for purposes of exercising a controlling influence over the management or policies. Management fees paid by the Fund are waived on assets invested in the affiliated management investment companies, as noted in the Statement of Operations, in an amount not to exceed the management and administrative fees paid directly or indirectly by each affiliate. During the period ended June 30, 2024, the Fund held investments in affiliated management investment companies as follows:

	Value at Beginning of Period	Purchases	Sales	Realized Gain (Loss)	Net Change in Unrealized Appreciation (Depreciation)	Value at End of Period	Number of Shares Held at End of Period	Investment Income
<b>Franklin DynaTech VIP Fund</b>								
<b>Non-Controlled Affiliates</b>								
								Dividends
Institutional Fiduciary Trust - Money Market Portfolio, 4.972%	\$1,788,799	\$12,290,540	\$(12,884,585)	\$—	\$—	\$1,194,754	1,194,754	\$27,855
<b>Non-Controlled Affiliates</b>								
								Income from securities loaned
Institutional Fiduciary Trust - Money Market Portfolio, 4.972%	\$—	\$285,415	\$(285,415)	\$—	\$—	\$—	—	\$244
<b>Total Affiliated Securities . . .</b>	<b>\$1,788,799</b>	<b>\$12,575,955</b>	<b>\$(13,170,000)</b>	<b>\$—</b>	<b>\$—</b>	<b>\$1,194,754</b>		<b>\$28,099</b>

**f. Waiver and Expense Reimbursements**

Advisers has contractually agreed in advance to waive or limit its fees and to assume as its own expense certain expenses otherwise payable by the Fund so that the operating expenses (excluding distribution fees, acquired fund fees and expenses and certain non-routine expenses or costs, including those relating to litigation, indemnification, reorganizations, and liquidations) for each class of the Fund do not exceed 0.71%, based on the average net assets of each class until April 30, 2025. Total expenses waived or paid are not subject to recapture subsequent to the Fund's fiscal year end.

**Franklin DynaTech VIP Fund** (continued)

**4. Income Taxes**

For tax purposes, capital losses may be carried over to offset future capital gains.

At December 31, 2023, the capital loss carryforwards were as follows:

Capital loss carryforwards not subject to expiration:

Short term . . . . .	\$14,582,554
Long term . . . . .	3,608,508
Total capital loss carryforwards . . . . .	<u>\$18,191,062</u>

At June 30, 2024, the cost of investments and net unrealized appreciation (depreciation) for income tax purposes were as follows:

Cost of investments . . . . .	<u>\$80,618,163</u>
Unrealized appreciation . . . . .	\$99,398,285
Unrealized depreciation . . . . .	(1,954,910)
Net unrealized appreciation (depreciation) . . . . .	<u>\$97,443,375</u>

Differences between income and/or capital gains as determined on a book basis and a tax basis are primarily due to differing treatments of wash sales and net operating losses.

**5. Investment Transactions**

Purchases and sales of investments (excluding short term securities) for the period ended June 30, 2024, aggregated \$14,123,958 and \$21,570,157, respectively.

**6. Credit Facility**

The Fund, together with other U.S. registered and foreign investment funds (collectively, Borrowers), managed by Franklin Templeton, are borrowers in a joint syndicated senior unsecured credit facility totaling \$2.675 billion (Global Credit Facility) which matures on January 31, 2025. This Global Credit Facility provides a source of funds to the Borrowers for temporary and emergency purposes, including the ability to meet future unanticipated or unusually large redemption requests.

Under the terms of the Global Credit Facility, the Fund shall, in addition to interest charged on any borrowings made by the Fund and other costs incurred by the Fund, pay its share of fees and expenses incurred in connection with the implementation and maintenance of the Global Credit Facility, based upon its relative share of the aggregate net assets of all of the Borrowers, including an annual commitment fee of 0.15% based upon the unused portion of the Global Credit Facility. These fees are reflected in other expenses in the Statement of Operations. During the period ended June 30, 2024, the Fund did not use the Global Credit Facility.

**7. Fair Value Measurements**

The Fund follows a fair value hierarchy that distinguishes between market data obtained from independent sources (observable inputs) and the Fund's own market assumptions (unobservable inputs). These inputs are used in determining the value of the Fund's financial instruments and are summarized in the following fair value hierarchy:

- Level 1 – quoted prices in active markets for identical financial instruments

**Franklin DynaTech VIP Fund** (continued)

**7. Fair Value Measurements** (continued)

- Level 2 – other significant observable inputs (including quoted prices for similar financial instruments, interest rates, prepayment speed, credit risk, etc.)
- Level 3 – significant unobservable inputs (including the Fund's own assumptions in determining the fair value of financial instruments)

The input levels are not necessarily an indication of the risk or liquidity associated with financial instruments at that level.

A summary of inputs used as of June 30, 2024, in valuing the Fund's assets carried at fair value, is as follows:

	Level 1	Level 2	Level 3	Total
<b>Franklin DynaTech VIP Fund</b>				
<b>Assets:</b>				
Investments in Securities:				
Common Stocks:				
Aerospace & Defense	\$1,877,251	\$—	\$—	\$1,877,251
Automobiles	2,057,358	—	—	2,057,358
Biotechnology	1,320,734	306,802	—	1,627,536
Broadline Retail	15,539,909	—	—	15,539,909
Capital Markets	2,479,666	—	—	2,479,666
Communications Equipment	482,961	—	—	482,961
Construction & Engineering	1,410,200	—	—	1,410,200
Diversified Consumer Services	222,442	—	—	222,442
Electrical Equipment	66,746	—	—	66,746
Electronic Equipment, Instruments & Components	669,379	523,982	—	1,193,361
Energy Equipment & Services	881,913	—	—	881,913
Entertainment	211,653	127,810	—	339,463
Financial Services	6,956,716	—	—	6,956,716
Ground Transportation	1,749,553	—	—	1,749,553
Health Care Equipment & Supplies	5,707,258	—	—	5,707,258
Health Care Providers & Services	1,004,769	—	—	1,004,769
Health Care Technology	70,093	154,710	—	224,803
Hotels, Restaurants & Leisure	1,826,251	—	—	1,826,251
Interactive Media & Services	15,736,643	—	—	15,736,643
IT Services	3,393,707	—	—	3,393,707
Life Sciences Tools & Services	5,075,534	—	—	5,075,534
Media	35,161	—	—	35,161
Pharmaceuticals	5,247,286	—	—	5,247,286
Professional Services	145,288	—	—	145,288
Semiconductors & Semiconductor Equipment	48,190,693	1,283,567	—	49,474,260
Software	48,708,327	—	—	48,708,327
Technology Hardware, Storage & Peripherals	3,313,440	—	—	3,313,440
Trading Companies & Distributors	88,982	—	—	88,982
Warrants	—	—	— <sup>a</sup>	—
Short Term Investments	1,194,754	—	—	1,194,754
<b>Total Investments in Securities</b>	<b>\$175,664,667</b>	<b>\$2,396,871<sup>b</sup></b>	<b>\$—</b>	<b>\$178,061,538</b>

<sup>a</sup>Includes financial instruments determined to have no value.

<sup>b</sup>Includes foreign securities valued at \$2,396,871, which were categorized as Level 2 as a result of the application of market level fair value procedures. See the Financial Instrument Valuation note for more information.

A reconciliation of assets in which Level 3 inputs are used in determining fair value is presented when there are significant Level 3 assets and/or liabilities at the beginning and/or end of the period.

**Franklin DynaTech VIP Fund** (continued)

**8. Subsequent Events**

The Fund has evaluated subsequent events through the issuance of the financial statements and determined that no events have occurred that require disclosure.

**Abbreviations**

**Selected Portfolio**

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**ADR** American Depositary Receipt

**Changes In and Disagreements with Accountants**

For the period covered by this report

Not applicable.

**Results of Meeting(s) of Shareholders**

For the period covered by this report

Not applicable.

**Remuneration Paid to Directors, Officers and Others**

For the period covered by this report

Refer to the financial statements included herein.

**Board Approval of Management and Subadvisory Agreements**

For the period covered by this report

**FRANKLIN TEMPLETON VARIABLE INSURANCE PRODUCTS TRUST****Franklin DynaTech VIP Fund**  
(Fund)

At an in-person meeting held on April 16, 2024 (Meeting), the Board of Trustees (Board) of Franklin Templeton Variable Insurance Products Trust (Trust), including a majority of the trustees who are not “interested persons” as defined in the Investment Company Act of 1940 (Independent Trustees), reviewed and approved the continuance of the investment management agreement between Franklin Advisers, Inc. (Manager) and the Trust, on behalf of the Fund. The Independent Trustees received advice from and met separately with Independent Trustee counsel in considering whether to approve the continuation of the Management Agreement.

In considering the continuation of the Management Agreement, the Board reviewed and considered information provided by the Manager at the Meeting and throughout the year at meetings of the Board and its committees. The Board also reviewed and considered information provided in response to a detailed set of requests for information submitted to the Manager by Independent Trustee counsel on behalf of the Independent Trustees in connection with the annual contract renewal process. In addition, prior to the Meeting, the Independent Trustees held a virtual contract renewal meeting at which the Independent Trustees first conferred amongst themselves and Independent Trustee counsel about contract renewal matters, and then met with management to request additional information that the Independent Trustees reviewed and considered prior to and at the Meeting. The Board reviewed and considered all of the factors it deemed relevant in approving the continuance of the Management Agreement, including, but not limited to: (i) the nature, extent and quality of the services provided by the Manager; (ii) the investment performance of the Fund; (iii) the costs of the services provided and profits realized by the Manager and its affiliates from the relationship with the Fund; (iv) the extent to which economies of scale are realized as the Fund grows; and (v) whether fee levels reflect these economies of scale for the benefit of Fund investors.

In approving the continuance of the Management Agreement, the Board, including a majority of the Independent Trustees, determined, through the exercise of its business judgment, that the terms of the Management Agreement are fair and reasonable and that the continuance of the Management Agreement is in the best interests of the Fund and its shareholders.

While attention was given to all information furnished, the following discusses some primary factors relevant to the Board's determination.

### **Nature, Extent and Quality of Services**

The Board reviewed and considered information regarding the nature, extent and quality of investment management services provided by the Manager and its affiliates to the Fund and its shareholders. This information included, among other things, the qualifications, background and experience of the senior management and investment personnel of the Manager; as well as information on succession planning where appropriate; the structure of investment personnel compensation; oversight of third-party service providers; investment performance reports and related financial information for the Fund; reports on expenses and shareholder services; legal and compliance matters; risk controls; pricing and other services provided by the Manager and its affiliates; and management fees charged by the Manager and its affiliates to US funds and other accounts, including management's explanation of differences among accounts where relevant. The Board also reviewed and considered an annual report on payments made by Franklin Templeton (FT) or the Fund to financial intermediaries, as well as a memorandum relating to third-party servicing arrangements. The Board acknowledged the ongoing integration of the Putnam family of funds into the FT family of funds and management's continued development of strategies to address areas of heightened concern in the mutual fund industry, including various regulatory initiatives and continuing geopolitical concerns.

The Board also reviewed and considered the benefits provided to Fund shareholders of investing in a fund that is part of the FT family of funds. The Board noted the financial position of Franklin Resources, Inc. (FRI), the Manager's parent, and its commitment to the mutual fund business as evidenced by its continued reassessment of the fund offerings in response to FT acquisitions and the market environment, as well as project initiatives and capital investments relating to the services provided to the Fund by the FT organization. The Board specifically noted FT's commitment to technological innovation and advancement, including its initiative to create a new enterprise-wide artificial intelligence platform.

Following consideration of such information, the Board was satisfied with the nature, extent and quality of services provided by the Manager and its affiliates to the Fund and its shareholders.

### **Fund Performance**

The Board reviewed and considered the performance results of the Fund over various time periods ended December 31, 2023. The Board considered the performance returns for the Fund in comparison to the performance returns of mutual funds deemed comparable to the Fund included in a universe (Performance Universe) selected by Broadridge Financial Solutions, Inc. (Broadridge), an independent provider of investment company data. The Board received a description of the methodology used by Broadridge to select the mutual funds included in a Performance Universe. The Board also reviewed and considered Fund performance reports provided and discussions that occurred with portfolio managers at Board meetings throughout the year. A summary of the Fund's performance results is below.

The Performance Universe for the Fund included the Fund and all large-cap growth funds underlying variable insurance products (VIPs). The Board noted that the Fund's annualized total return for the one-year period was above the median of its Performance Universe, but for the three-, five- and 10-year periods was below the median of its Performance Universe. The Board discussed the Fund's performance with management and management explained that, relative to its Performance Universe, the Fund was overweight more growth-oriented sectors such as Information Technology and Health Care, which underperformed the Performance Universe's higher allocations to value and blend-style equity securities during the market volatility in the one-, three- and five-year periods. Management further explained that the Fund's three- and five-year underperformance versus its Performance Universe was substantially attributable to the one-year period ended December 31, 2022, during which growth equities experienced significant volatility due to a combination of rising interest rates, elevated inflation and recession fears. Management discussed with the Board the actions that are being taken/have been taken in an effort to improve the overall performance of the Fund, including the continued execution of the Fund's sell discipline and a focus on innovative companies that have demonstrated responsible capital allocation. The Board noted that the annualized total return for the one-year period was 43.77%. The Board concluded that the Fund's Management Agreement should be continued for an additional one-year period, while management's efforts continue to be closely monitored.

## Comparative Fees and Expenses

The Board reviewed and considered information regarding the Fund's actual total expense ratio and its various components, including, as applicable, management fees; transfer agent expenses; underlying fund expenses; Rule 12b-1 and non-Rule 12b-1 service fees; and other non-management fees. The Board also noted the quarterly and annual reports it receives on all marketing support payments made by FT to financial intermediaries. The Board considered the actual total expense ratio and, separately, the contractual management fee rate, without the effect of fee waivers, if any (Management Rate) of the Fund in comparison to the median expense ratio and median Management Rate, respectively, of other mutual funds deemed comparable to and with a similar expense structure to the Fund selected by Broadridge (Expense Group). Broadridge fee and expense data is based upon information taken from the fund's most recent annual or semi-annual report, which reflects historical asset levels that may be quite different from those currently existing, particularly in a period of market volatility. While recognizing such inherent limitation and the fact that expense ratios and Management Rates generally increase as assets decline and decrease as assets grow, the Board believed the independent analysis conducted by Broadridge to be an appropriate measure of comparative fees and expenses. The Broadridge Management Rate includes administrative charges. The Board received a description of the methodology used by Broadridge to select the mutual funds included in an Expense Group.

The Expense Group for the Fund included the Fund and nine other large-cap growth funds underlying VIPs. The Board noted that the Management Rate and actual total expense ratio for the Fund were below the medians of its Expense Group. The Board also noted that the Fund's actual total expense ratio reflected an expense cap on operating expenses. After consideration of the above, the Board concluded that the Management Rate charged to the Fund is reasonable.

## Profitability

The Board reviewed and considered information regarding the profits realized by the Manager and its affiliates in connection with the operation of the Fund. In this respect, the Board considered the Fund profitability analysis that addresses the overall profitability of FT's US fund business, as well as its profits in providing investment management and other services to the fund during the 12-month period ended September 30, 2023, being the most recent fiscal year-end for FRI. The Board noted that although management continually makes refinements to its methodologies used in calculating profitability in response to organizational and product-related changes, the overall methodology has remained consistent with that used in the Fund's profitability report presentations from prior years. The Board also noted that an independent registered public accounting firm has been engaged to periodically review and assess the allocation methodologies to be used solely by the Fund's Board with respect to the profitability analysis.

The Board noted management's belief that costs incurred in establishing the infrastructure necessary for the type of mutual fund operations conducted by the Manager and its affiliates may not be fully reflected in the expenses allocated to the Fund in determining its profitability, as well as the fact that the level of profits, to a certain extent, reflected operational cost savings and efficiencies initiated by management. As part of this evaluation, the Board considered management's outsourcing of certain operations, which effort has required considerable up-front expenditures by the Manager but, over the long run is expected to result in greater efficiencies. The Board also noted management's expenditures in improving shareholder services provided to the Fund, as well as the need to implement systems and meet additional regulatory and compliance requirements resulting from recent US Securities and Exchange Commission and other regulatory requirements.

The Board also considered the extent to which the Manager and its affiliates might derive ancillary benefits from fund operations, including revenues generated from transfer agent services, potential benefits resulting from personnel and systems enhancements necessitated by fund growth, as well as increased leverage with service providers and counterparties. Based upon its consideration of all these factors, the Board concluded that the level of profits realized by the Manager and its affiliates from providing services to the Fund was not excessive in view of the nature, extent and quality of services provided to the Fund.

### **Economies of Scale**

The Board reviewed and considered the extent to which the Manager may realize economies of scale, if any, as the Fund grows larger and whether the Fund's management fee structure reflects any economies of scale for the benefit of shareholders. With respect to possible economies of scale, the Board noted the existence of management fee breakpoints for the Fund, which operate generally to share any economies of scale with the Fund's shareholders by reducing the Fund's effective management fees as the Fund grows in size. The Board considered management's view that any analyses of potential economies of scale in managing a particular fund are inherently limited in light of the joint and common costs and investments the Manager incurs across the FT family of funds as a whole. The Board noted that the Fund does not currently have an asset size that would likely enable the Fund to achieve economies of scale. The Board concluded that to the extent economies of scale may be realized by the Manager and its affiliates, the Fund's management fee structure provided a sharing of benefits with the Fund and its shareholders as the Fund grows.

### **Conclusion**

Based on its review, consideration and evaluation of all factors it believed relevant, including the above-described factors and conclusions, the Board unanimously approved the continuation of the Management Agreement for an additional one-year period.



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