## UNITED STATES OF AMERICA BEFORE THE SECURITIES AND EXCHANGE COMMISSION

INVESTMENT COMPANY ACT OF 1940 Release No. 28024 / October 24, 2007

In the Matter Of

Vanguard STAR Funds

Vanguard Chester Funds

Vanguard Trustees' Equity Fund

Vanguard Variable Insurance Funds

Vanguard Marketing Corporation

and

The Vanguard Group, Inc.

P.O. Box 2600

Valley Forge, PA 19482

(812-13412)

## ORDER UNDER SECTION 6(c) OF THE INVESTMENT COMPANY ACT OF 1940 GRANTING AN EXEMPTION FROM RULE 12d1-2(a) UNDER THE ACT

Vanguard STAR Funds, et al., filed an application on August 10, 2007, and amendments to the application on September 24, 2007 and September 28, 2007, requesting an order under section 6(c) of the Investment Company Act ("Act") granting an exemption from rule 12d1-2(a) under the Act. The order permits funds of funds relying on rule 12d1-2 under the Act to invest in certain financial instruments.

On September 28, 2007, a notice of the filing of the application was issued (Investment Company Act Release No. 28009). The notice gave interested persons an opportunity to request a hearing and stated that an order granting the application would be issued unless a hearing was ordered. No request for a hearing has been filed, and the Commission has not ordered a hearing.

The matter has been considered, and it is found, on the basis of the information set forth in the application, as amended, that granting the requested exemption is appropriate in the public interest and consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the Act.

## Accordingly,

IT IS ORDERED, that the exemption under section 6(c) of the Act from rule 12d1-2(a) under the Act requested by Vanguard STAR Funds, et al. (File No. 812-13412), is granted, effective immediately, subject to the conditions contained in the application, as amended.

For the Commission, by the Division of Investment Management, under delegated authority.

Nancy M. Morris Secretary