

# **SCHWAB INCOME CHOICE VARIABLE ANNUITY® PROSPECTUS**



May 1, 2012

A Flexible Premium Deferred  
Variable Annuity Contract

Issued by Nationwide Life Insurance Company  
through its Nationwide Variable Account – II

*charles* SCHWAB



**Prospectus supplement dated September 28, 2020  
to the following prospectus(es):**

BOA Achiever Annuity, America's Horizon Annuity, BOA IV, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination Architect 2.0, Nationwide Destination Future, Nationwide Destination Future NY, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L, Nationwide Destination L 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, BOA Elite Venue Annuity, BOA America's Future Annuity II, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA America's Vision Annuity, Nationwide Destination Freedom+, America's marketFLEX Advisor Annuity, America's marketFLEX II Annuity, America's marketFlex Edge Annuity, BOA All American Annuity, M&T All American, BOA V, NEA Valuebuilder Select, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, Nationwide Advisory Retirement Income Annuity, Nationwide Advisory Retirement Income Annuity New York, NEA Valuebuilder, Monument Advisor, and Monument Advisor New York prospectuses dated May 1, 2020

Monument Advisor Select and Monument Advisor Select New York prospectuses dated May 1, 2020, as amended August 20, 2020

America's marketFLEX Annuity, BOA America's Exclusive Annuity II, and The One Investor Annuity prospectuses dated May 1, 2016

BOA America's Income Annuity and BOA Advisor Variable Annuity prospectuses dated May 1, 2014

BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Annuity, and Key Choice prospectuses dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

Nationwide Enterprise The Best of America Annuity and Market Street VIP/2 Annuity (NLAIC) prospectuses dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity and BOA Exclusive Annuity prospectuses dated May 1, 2004

ElitePRO LTD and ElitePRO Classic prospectuses dated May 1, 2003

<b>This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.</b>
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At a meeting on September 15, 2020, the Board of Trustees of Nationwide Variable Insurance Trust approved the termination of WEDGE Capital L.L.P. ("WEDGE"), as a subadviser to the Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid-Cap Value Fund (the "Fund").

Effective on or about November 2, 2020 (the "Effective Date"), WEDGE will no longer serve as a subadviser to the Fund. American Century Investment Management, Inc. and Thompson, Siegel & Walmsley, LLC will continue to serve as the subadvisers to the Fund.

**Prospectus supplement dated September 9, 2020  
to the following prospectus(es):**

Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Heritage Annuity and BOA All American Annuity prospectuses dated May 1, 2020

BOA Choice Venue Annuity II, Nationwide Destination EV, Nationwide Destination Navigator and Nationwide Destination Navigator (New York) prospectuses dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

(1) The Board of Trustees of Nationwide Variable Insurance Trust (the "Board"), on behalf of NVIT Multi-Manager Large Cap Value Fund, approved the merger of the NVIT Multi-Manager Large Cap Value Fund (the "Target Fund") into the NVIT Mellon Dynamic U.S. Equity Income Fund (the "Surviving Fund"). The merger will be effective on or about September 11, 2020 (the "Effective Date").

As of the Effective Date, the following changes apply to the contract:

- the Target Fund will no longer be available to receive transfers or new purchase payments;
- the Target Fund will transfer all or substantially all of its assets to the Surviving Fund in exchange for shares of the Surviving Fund; and
- the Surviving Fund will assume all liabilities of the Target Fund.

**Accordingly, the following changes apply to the prospectus:**

- (1) Appendix A: Underlying Mutual Funds is amended to add the following:

**Nationwide Variable Insurance Trust - NVIT Mellon Dynamic U.S. Equity Income: Class Z**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Mellon Investments Corporation  
Investment Objective: The fund seeks capital appreciation, and secondarily current income.

- (2) All references in the prospectus to the Target Fund are deleted and replaced with the Surviving Fund.
- (3) Appendix A: Underlying Mutual Funds is amended to remove the following underlying mutual fund as an investment option under the contract:

**Nationwide Variable Insurance Trust - NVIT Mellon Dynamic U.S. Equity Income: Class II (formerly, Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class II)**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective September 11, 2020*

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Mellon Investments Corporation  
Investment Objective: The Fund seeks capital appreciation, and secondarily current income.

(2) The Board of Trustees of Nationwide Variable Insurance Trust (the "Board"), on behalf of NVIT Multi-Manager International Value Fund, approved the merger of the NVIT Multi-Manager International Value Fund (the "Target Fund") into the NVIT Columbia Overseas Value Fund (the "Surviving Fund"). The merger will be effective on or about October 16, 2020 (the "Effective Date").

As of the Effective Date, the following changes apply to the contract:

- the Target Fund will no longer be available to receive transfers or new purchase payments;
- the Target Fund will transfer all or substantially all of its assets to the Surviving Fund in exchange for shares of the Surviving Fund; and

- the Surviving Fund will assume all liabilities of the Target Fund.

**Accordingly, the following changes apply to the prospectus:**

- (1) Appendix A: Underlying Mutual Funds is amended to add the following:

**Nationwide Variable Insurance Trust - NVIT Columbia Overseas Value Fund: Class Z**

Investment Advisor:	Nationwide Fund Advisors
Sub-advisor:	Columbia Management Investment Advisers, LLC
Investment Objective:	The fund seeks to maximize total return consisting of capital appreciation and/or current income.

- (2) All references in the prospectus to the Target Fund are deleted and replaced with the Surviving Fund.
- (3) Appendix A: Underlying Mutual Funds is amended to remove the following underlying mutual fund as an investment option under the contract:

**Nationwide Variable Insurance Trust - NVIT Columbia Overseas Value Fund: Class I (formerly, Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class I)**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective October 16, 2020*

Investment Advisor:	Nationwide Fund Advisors
Sub-advisor:	Columbia Management Investment Advisers, LLC
Investment Objective:	The Fund seeks to maximize total return consisting of capital appreciation and/or current income.

(3) The Board of Trustees of Nationwide Variable Insurance Trust (the "Board"), on behalf of NVIT DFA Capital Appreciation Fund, approved the merger of the NVIT DFA Capital Appreciation Fund (the "Target Fund") into the NVIT Investor Destinations Capital Appreciation Fund (the "Surviving Fund"). The merger will be effective on or about October 23, 2020 (the "Effective Date").

As of the Effective Date, the following changes apply to the contract:

- the Target Fund will no longer be available to receive transfers or new purchase payments;
- the Target Fund will transfer all or substantially all of its assets to the Surviving Fund in exchange for shares of the Surviving Fund; and
- the Surviving Fund will assume all liabilities of the Target Fund.

All references in the prospectus to the Target Fund are deleted and replaced with the Surviving Fund.

**Supplement dated August 21, 2020  
to the**

**Schwab Income Choice Variable Annuity prospectus dated May 1, 2012**

**This supplement updates certain information contained in the prospectus. Please read it and keep it with the prospectus for future reference.**

**The following section of the prospectus is deleted in its entirety and replaced with the following:**

The Total Annual Mutual Fund Operating Expenses table, which shows the minimum and maximum total operating expenses, as of December 31, 2019, charged by the underlying mutual funds that a contract owner may periodically pay while the contract is in force. More detail concerning each mutual fund's fees and expenses is contained in the mutual fund's prospectus.

Total Annual Mutual Fund Operating Expenses		
	Minimum	Maximum
<b>Total Annual Mutual Fund Operating Expenses</b> (expenses that are deducted from the mutual fund assets, including management fees, distribution (12b-1) fees, and other expenses)	0.40%	8.41%

**Prospectus supplement dated May 27, 2020  
to the following prospectus(es):**

Waddell & Reed Advisors Select Preferred (2.0) and Waddell & Reed Advisors Select Preferred NY (2.0) dated May 1, 2019

America's marketFLEX Annuity, BOA America's Exclusive Annuity II, Waddell & Reed Advisors Select Reserve Annuity, and The One Investor Annuity dated May 1, 2016

BOA America's Income Annuity, Waddell & Reed Advisors Select Income Annuity, and BOA Advisor Variable Annuity dated May 1, 2014

BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Annuity, BOA Choice Venue Annuity, Key Choice, and Paine Webber Choice Annuity dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

Successor, Nationwide Enterprise The Best of America Annuity, Evergreen Ultra Advantage Plus, Nationwide Select Annuity, BOA TruAccord Variable Annuity, Multi-Flex Annuity, Waddell & Reed Advisors Select Annuity, and Market Street VIP/2 Annuity (NLAIC) dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and BOA Exclusive Annuity dated May 1, 2004

Evergreen Ultra Advantage dated November 25, 2003

Nationwide Classic Annuity, ElitePRO LTD, ElitePRO Classic, Retirement Ally A, and Retirement Ally B dated May 1, 2003

BOA InvestCare, MFS Variable Annuity, VIP Extra Credit Annuity (NLIC), Market Street VIP/2 Annuity (NLIC), and VIP Extra Credit Annuity (NLAIC) dated May 1, 2002

VIP Premier DCA Annuity (NLIC) and VIP Premier DCA Annuity (NLAIC) dated November 1, 2001  
NLAIC Annuity and Options VIP Annuity (NLAIC) dated May 1, 2001

American Capital AO, Smith Barney AO, and Citibank Annuity dated May 1, 2000

NLAIC VIP Annuity dated May 2, 1994

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**The following disclosure changes are made to the prospectus:**

**Risks Associated with COVID-19**

In March 2020, the World Health Organization declared the COVID-19 outbreak a pandemic, which has resulted in market volatility and general economic uncertainty. To address disruptions in connection with the COVID-19 pandemic, Nationwide has implemented business continuity plans so that it can continue to provide products and services to its customers. While these efforts have been successful to date, Nationwide continues to be subject to certain risks that could negatively impact its operations, including system failures, mail delivery delays, unavailability of critical personnel due to illness or other reasons related to the pandemic, and disruptions to service providers.

Significant market volatility and negative investment returns in the market resulting from the COVID-19 pandemic could have a negative impact on returns of the underlying mutual funds in which the Separate Account invests. Additionally, prolonged current economic conditions and consumer behavior related to COVID-19 could affect the amount of sales and profitability of Nationwide's businesses and could have a negative impact on its financial condition and operations.

While we are confident in our ability to manage the financial risks related to COVID-19, the extent and duration of the risks related to the COVID-19 pandemic are unknown at this time. It is possible these risks could impact Nationwide's financial strength and claims-paying ability. There are many factors beyond Nationwide's control that cannot be mitigated or foreseen that could have a negative impact on Nationwide and the operation of the contract. Nationwide continues to monitor the economic situation and its business operations closely.

## **CARES Act**

The CARES Act was enacted on March 27, 2020. The CARES Act made numerous changes to the Internal Revenue Code effective January 1, 2020, including the following:

- Waiving the 2020 minimum distribution requirement (RMD) from defined contribution plans and IRAs, including the 2019 RMD taken in 2020 for those individuals turning 70½ in 2019.
- Relief for coronavirus-related distributions and loans from qualified plans and IRAs, which includes an exception from the 10% penalty for early distribution and an exemption from the 20% mandatory withholding requirement.

Along with the passage of the CARES Act, the IRS extended the deadline to make a 2019 IRA or Roth IRA contribution to July 15, 2020 in order to coincide with the extended deadline for filing an individual's income tax return.



**Supplement dated May 1, 2020  
to the**

**Schwab Income Choice Variable Annuity prospectus dated May 1, 2012**

**This supplement updates certain information contained in the prospectus. Please read it and keep it with the prospectus for future reference.**

**1. The following is added to the prospectus as a result of the SECURE Act that was enacted on December 20, 2019:**

For those contract owners who attained the age of 70 1/2 prior to January 1, 2020, distributions from an IRA, SEP IRA, Simple IRA, or tax sheltered annuity must begin no later than April 1 of the calendar year following the calendar year in which the contract owner reaches age 70 1/2. The SECURE Act raised the age that distributions from IRAs, SEP IRAs, Simple IRAs, or tax sheltered annuities must begin. For contract owners who attain age 72 on or after January 1, 2020, distributions must begin no later than April 1 of the calendar year in which the contract owner turns age 72.

The SECURE Act changed other provisions of the tax law. Consult a tax adviser for more information on the SECURE Act.

**2. The following sections of the prospectus are restated.**

- 1) The Total Annual Mutual Fund Operating Expenses table, which shows the minimum and maximum total operating expenses, as of December 31, 2019, charged by the underlying mutual funds that a contract owner may periodically pay while the contract is in force. More detail concerning each mutual fund's fees and expenses is contained in the mutual fund's prospectus.
- 2) The Legal Proceedings for Nationwide Life Insurance Company and Nationwide Investment Services Corporation, which describe certain information about the legal and regulatory proceedings that the Company is subject to.
- 3) The Underlying Mutual Fund Information appendix, which contains information about the mutual funds available to the contract owner through investment in the sub-accounts.

Total Annual Mutual Fund Operating Expenses		
	Minimum	Maximum
<b>Total Annual Mutual Fund Operating Expenses</b> (expenses that are deducted from the mutual fund assets, including management fees, distribution (12b-1) fees, and other expenses)	0.40%	6.31%

## Legal Proceedings

### Nationwide Life Insurance Company

Nationwide Financial Services, Inc. (NFS, or collectively with its subsidiaries, (the "Company") was formed in November 1996. NFS is the holding company for Nationwide Life Insurance Company (NLIC), Nationwide Life and Annuity Insurance Company (NLAIC) and other companies that comprise the life insurance and retirement savings operations of the Nationwide group of companies (Nationwide). This group includes Nationwide Financial Network (NFN), an affiliated distribution network that markets directly to its customer base. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. These include proceedings specific to the Company and proceedings generally applicable to business practices in the industries in which the Company operates. The outcomes of these proceedings cannot be predicted due to their complexity, scope, and many uncertainties. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory proceedings is not likely to have a material adverse effect on the Company's financial

position. The Company maintains Professional Liability Insurance and Director and Officer Liability insurance policies that may cover losses for certain legal and regulatory proceedings. The Company will make adequate provision for any probable and reasonably estimable recoveries under such policies.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor, the Internal Revenue Service, the Office of the Comptroller of the Currency and state insurance authorities. Such regulatory entities may, in the normal course of business, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. With respect to all such scrutiny directed at the Company or their affiliates, the Company is cooperating with regulators.

## Nationwide Investment Services Corporation

The general distributor, NISC (the "Company"), is subject to legal and regulatory proceedings in the ordinary course of its business. These include proceedings specific to the Company and proceedings generally applicable to business practices in the industries in which the Company operates. The outcomes of these proceedings cannot be predicted due to their complexity, scope and many uncertainties. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory proceedings is not likely to have a material adverse effect on the Company's financial position. The Company has agreements with Nationwide Life Insurance Company (NLIC) under which, NLIC pays all litigation costs on behalf of the Company. Should NLIC be unable or unwilling to pay these costs in the future, the Company would be liable for such costs.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor, the Internal Revenue Service, the Office of the Comptroller of the Currency and state insurance authorities. Such regulatory entities may, in the normal course of business, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. With respect to all such scrutiny directed at the Company or its affiliates, the Company is cooperating with regulators.

## Underlying Mutual Fund Information

This appendix contains information about the underlying mutual funds in which the Sub-Accounts invest. The underlying mutual funds in which the Sub-Accounts invest are designed primarily as investments for variable annuity contracts and variable life insurance policies issued by insurance companies. There is no guarantee that the investment objectives will be met. Refer to the prospectus for each underlying mutual fund for more detailed information.

### Designations Key:

FF: The underlying mutual fund primarily invests in other mutual funds. Therefore, a proportionate share of the fees and expenses of any acquired funds are indirectly borne by investors. As a result, investors in this Sub-Account may incur higher charges than if the assets were invested in an underlying mutual fund that does not invest in other mutual funds. Refer to the prospectus for this underlying mutual fund for more information.

MF: The underlying mutual fund operates as a "feeder fund", which means it invests all of its investment assets in another mutual fund, the "master fund". Investors in this underlying mutual fund will bear the fees and expenses of both this underlying mutual fund and the "master fund" in which it invests. Therefore, this may result in higher expenses than those of other underlying mutual funds that invest directly in individual securities. Refer to the prospectus for this underlying mutual fund for more information.

### AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Dynamic Asset Allocation Portfolio: Class B

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2015*

Investment Advisor: AllianceBernstein L.P.

Investment Objective: Maximize total return consistent with the Adviser's determination of reasonable risk.

### AllianceBernstein Variable Products Series Fund, Inc. - AB VPS International Value Portfolio: Class B

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2020*

Investment Advisor: AllianceBernstein L.P.

Investment Objective: Long-term growth of capital.

**AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Small/Mid Cap Value Portfolio: Class B**

Investment Advisor: AllianceBernstein L.P.  
Investment Objective: Long-term growth of capital.

**American Century Variable Portfolios II, Inc. - American Century VP Inflation Protection Fund: Class II**

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: The fund pursues long-term total return using a strategy that seeks to protect against U.S. inflation.

**American Century Variable Portfolios, Inc. - American Century VP Mid Cap Value Fund: Class II**

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Long-term capital growth with income as a secondary objective.

**American Century Variable Portfolios, Inc. - American Century VP Value Fund: Class II**

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Long-term capital growth with income as a secondary objective.

**BlackRock Variable Series Funds, Inc. - BlackRock Global Allocation V.I. Fund: Class III**

Investment Advisor: BlackRock Advisors, LLC  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: Seeks high total investment return.

**BNY Mellon Investment Portfolios - Small Cap Stock Index Portfolio: Service Shares**

Investment Advisor: BNY Mellon Investment Adviser, Inc.  
Investment Objective: The fund seeks to match the performance of the Standard & Poor's® SmallCap 600 Index (S&P SmallCap 600 Index).

**BNY Mellon Stock Index Fund, Inc.: Service Shares**

Investment Advisor: BNY Mellon Investment Adviser, Inc.  
Sub-advisor: Mellon Investments Corporation  
Investment Objective: The fund seeks to match the total return of the S&P 500® Index.

**BNY Mellon Variable Investment Fund - Appreciation Portfolio: Service Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2016*

Investment Advisor: BNY Mellon Investment Adviser, Inc.  
Sub-advisor: Fayez Sarofim & Co.  
Investment Objective: The fund seeks long-term capital growth consistent with the preservation of capital. Its secondary goal is current income.

**Columbia Funds Variable Series Trust II - Columbia VP High Yield Bond Fund: Class 2**

Investment Advisor: Columbia Management Investment Advisors, LLC  
Investment Objective: The Fund seeks to provide shareholders with high current income as its primary objective and, as its secondary objective, capital growth.

**Fidelity Variable Insurance Products - Emerging Markets Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Investment Objective: The fund seeks capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Contrafund® Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Investment Objective: Long-term capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Energy Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Investment Objective: Capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Equity-Income Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Investment Objective: Reasonable income.

**Fidelity Variable Insurance Products Fund - VIP Growth Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Investment Objective: Capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Investment Grade Bond Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Investment Objective: High level of current income.

**Fidelity Variable Insurance Products Fund - VIP Mid Cap Portfolio: Service Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2017*

Investment Advisor: Fidelity Management & Research Company  
Investment Objective: Long-term growth of capital.

**Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc. (FMRC), FMR Investment Management (UK) Limited (FMR UK), and other investment advisers serve as sub-advisers for the fund.  
Investment Objective: Long-term growth of capital.

**Franklin Templeton Variable Insurance Products Trust - Franklin Allocation VIP Fund: Class 2**

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: Seeks capital appreciation with income as a secondary goal.  
Designation: FF

**Franklin Templeton Variable Insurance Products Trust - Franklin Income VIP Fund: Class 2**

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: Seeks to maximize income while maintaining prospects for capital appreciation.

**Franklin Templeton Variable Insurance Products Trust - Franklin Small Cap Value VIP Fund: Class 2**

Investment Advisor: Franklin Mutual Advisers, LLC  
Investment Objective: Seeks long-term total return.

**Franklin Templeton Variable Insurance Products Trust - Templeton Developing Markets VIP Fund: Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before April 30, 2014*

Investment Advisor: Templeton Asset Management, Ltd.  
Investment Objective: Seeks long-term capital appreciation.

**Franklin Templeton Variable Insurance Products Trust - Templeton Foreign VIP Fund: Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before April 30, 2014*

Investment Advisor: Templeton Investment Counsel, LLC  
Investment Objective: Seeks long-term capital growth.

**Franklin Templeton Variable Insurance Products Trust - Templeton Global Bond VIP Fund: Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2019*

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: Seeks high current income, consistent with preservation of capital, with capital appreciation as a secondary consideration.

**Goldman Sachs Variable Insurance Trust - Goldman Sachs Global Trends Allocation Fund: Service Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2018*

Investment Advisor: Goldman Sachs Asset Management, L.P.  
Investment Objective: Seeks total return while seeking to provide volatility management

**Goldman Sachs Variable Insurance Trust - Goldman Sachs Multi-Strategy Alternatives Portfolio: Service Shares**

Investment Advisor: Goldman Sachs Asset Management, L.P.  
Investment Objective: Seeks long-term growth of capital.

**Invesco - Invesco V.I. Mid Cap Core Equity Fund: Series II Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2015*

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: Long-term growth of capital.

**Invesco Oppenheimer V.I. Discovery Mid Cap Growth Fund: Series II**

*This underlying mutual fund is only available in contracts for which good order applications were received before April 30, 2020*

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: Capital appreciation.

**Invesco Oppenheimer V.I. Global Fund: Series II**

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: The Fund seeks capital appreciation.

**Invesco Oppenheimer V.I. Global Strategic Income Fund: Series II**

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: The Fund seeks total return.

**Invesco Oppenheimer V.I. Main Street Fund: Series II**

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: The Fund seeks capital appreciation.

**Invesco Oppenheimer V.I. Main Street Small Cap Fund: Series II**

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: Capital appreciation.

**Ivy Variable Insurance Portfolios - Asset Strategy: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2017*

Investment Advisor: Ivy Investment Management Company  
Investment Objective: To seek to provide total return.

**Ivy Variable Insurance Portfolios - High Income: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2017*

Investment Advisor: Ivy Investment Management Company  
Investment Objective: To seek to provide total return through a combination of high current income and capital appreciation.

**Ivy Variable Insurance Portfolios - Mid Cap Growth: Class II**

Investment Advisor: Ivy Investment Management Company  
Investment Objective: To seek to provide growth of capital.

**Janus Aspen Series - Janus Henderson Forty Portfolio: Service Shares (formerly, Janus Henderson VIT Forty Portfolio: Service Shares)**

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**Janus Aspen Series - Janus Henderson Global Technology and Innovation Portfolio: Service Shares (formerly, Janus Henderson VIT Global Technology Portfolio: Service Shares)**

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**Janus Aspen Series - Janus Henderson Overseas Portfolio: Service Shares (formerly, Janus Henderson VIT Overseas Portfolio: Service Shares)**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2016*

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**MFS® Variable Insurance Trust - MFS New Discovery Series: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust - MFS Value Series: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust II - MFS International Growth Portfolio: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust II - MFS International Intrinsic Value Portfolio: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust II - MFS Research International Portfolio: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust III - MFS Mid Cap Value Portfolio: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**Morgan Stanley Variable Insurance Fund, Inc. - Core Plus Fixed Income Portfolio: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before July 10, 2009*

Investment Advisor: Morgan Stanley Investment Management Inc.  
Investment Objective: Above-average total return over a market cycle of three to five years by investing primarily in a diversified portfolio of fixed income securities.

**Mutual Fund and Variable Insurance Trust - Rational Insider Buying VA Fund**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2015*

Investment Advisor: Rational Advisors, Inc.  
Sub-advisor: Tuttle Tactical Management, LLC  
Investment Objective: Seeks total return on investment with dividend income as an important component of that return

**Nationwide Variable Insurance Trust - American Funds NVIT Asset Allocation Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The fund seeks to provide high total return (including income and capital gains) consistent with preservation of capital over the long term.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Bond Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The Fund seeks to provide as high a level of current income as is consistent with the preservation of capital.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Global Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The Fund seeks to provide long-term growth of capital.  
Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The Fund seeks to provide growth of capital.  
Designation: MF



**Nationwide Variable Insurance Trust - American Funds NVIT Growth-Income Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The fund seeks to achieve long-term growth of capital and income.  
Designation: MF

**Nationwide Variable Insurance Trust - Amundi NVIT Multi Sector Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Amundi Pioneer Institutional Asset Management, Inc.  
Investment Objective: The Fund seeks to provide above average total return over a market cycle of three to five years.

**Nationwide Variable Insurance Trust - BlackRock NVIT Equity Dividend Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks capital growth and income through investments in equity securities, including common stocks and securities convertible into common stocks.

**Nationwide Variable Insurance Trust - DoubleLine NVIT Total Return Tactical Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: DoubleLine Capital LP  
Investment Objective: The Fund seeks to maximize total return.

**Nationwide Variable Insurance Trust - Federated NVIT High Income Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Federated Investment Management Company  
Investment Objective: The Fund seeks to provide high current income.

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Multi Cap Opportunities Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT AllianzGI International Growth Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Multi-Manager International Growth Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Allianz Global Investors U.S. LLC  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT AQR Large Cap Defensive Style Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Nationwide Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: AQR Capital Management, LLC  
Investment Objective: The Fund seeks total return through a flexible combination of capital appreciation and current income.

**Nationwide Variable Insurance Trust - NVIT Blueprint(SM) Aggressive Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Aggressive Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks maximum growth of capital consistent with a more aggressive level of risk as compared to other Blueprint(SM) Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Blueprint(SM) Balanced Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Balanced Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return through investment in both equity and fixed income securities.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Blueprint(SM) Capital Appreciation Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Capital Appreciation Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a less aggressive level of risk as compared to other Blueprint (SM) Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Blueprint(SM) Conservative Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Conservative Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a conservative level of risk as compared to other Blueprint(SM) Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Blueprint(SM) Moderate Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderate Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks a high level of total return consistent with a moderate level of risk as compared to other Blueprint (SM) Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Blueprint(SM) Moderately Aggressive Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Aggressive Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a moderately aggressive level of risk as compared to other Blueprint (SM) Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Blueprint(SM) Moderately Conservative Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Conservative Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The fund seeks a high level of total return consistent with a moderately conservative level of risk.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Columbia Overseas Value Fund: Class I (formerly, Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class I)**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2020*

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Columbia Management Investment Advisers, LLC  
Investment Objective: The Fund seeks to maximize total return consisting of capital appreciation and/or current income.

**Nationwide Variable Insurance Trust - NVIT Core Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks a high level of current income consistent with preserving capital.

**Nationwide Variable Insurance Trust - NVIT Core Plus Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks long-term total return consistent with reasonable risk.

**Nationwide Variable Insurance Trust - NVIT DFA Capital Appreciation Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks primarily to provide growth of capital, and secondarily current income.  
Designation: FF



**Nationwide Variable Insurance Trust - NVIT Emerging Markets Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Lazard Asset Management LLC and Standard Life Investments (Corporate Funds) Limited  
Investment Objective: The Fund seeks long-term capital growth by investing primarily in equity securities of companies located in emerging market countries.

**Nationwide Variable Insurance Trust - NVIT Government Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks as high a level of current income as is consistent with preserving capital.

**Nationwide Variable Insurance Trust - NVIT Government Money Market Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Federated Investment Management Company  
Investment Objective: The Fund seeks as high a level of current income as is consistent with preserving capital and maintaining liquidity. The Fund is a money market fund that seeks to maintain a stable net asset value of \$1.00 per share.

**Nationwide Variable Insurance Trust - NVIT International Equity Fund: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2020*

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Lazard Asset Management LLC  
Investment Objective: The Fund seeks long-term capital growth by investing primarily in equity securities of companies in Europe, Australasia, the Far East and other regions, including developing countries.

**Nationwide Variable Insurance Trust - NVIT International Index Fund: Class VIII**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks to match the performance of the MSCI EAFE® Index as closely as possible before the deduction of Fund expenses.

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks maximum growth of capital consistent with a more aggressive level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Balanced Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return through investment in both equity and fixed-income securities.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Capital Appreciation Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a less aggressive level of risk as compared to other NVIT Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a conservative level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a moderate level of risk as compared to other Investor Destinations Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a moderately aggressive level of risk as compared to other Investor Destinations Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a moderately conservative level of risk.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT iShares® Fixed Income ETF Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The fund seeks total return.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT iShares® Global Equity ETF Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks long-term capital appreciation.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Jacobs Levy Large Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Jacobs Levy Equity Management, Inc.  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Mellon Dynamic U.S. Core Fund: Class II (formerly, Nationwide Variable Insurance Trust - NVIT Dynamic U.S. Growth Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Mellon Investments Corporation  
Investment Objective: The Fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Mellon Dynamic U.S. Equity Income: Class II (formerly, Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Mellon Investments Corporation  
Investment Objective: The Fund seeks capital appreciation, and secondarily current income.

**Nationwide Variable Insurance Trust - NVIT Mid Cap Index Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Dimensional Fund Advisors LP and Thompson, Siegel & Walmsley LLC  
Investment Objective: The Fund seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Massachusetts Financial Services Company; Mellon Investments Corporation; and Wellington Capital Management LLP  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: American Century Investment Management, Inc.; Thompson, Siegel & Walmsley LLC; and WEDGE Capital Management, L.L.P.  
Investment Objective: The fund seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Invesco Advisers, Inc. and Wellington Management Company, LLP  
Investment Objective: The Fund seeks capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Jacobs Levy Equity Management, Inc. and WCM Investment Management, LLC  
Investment Objective: The Fund seeks capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Company Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Jacobs Levy Equity Management, Inc. and Invesco Advisers, Inc.  
Investment Objective: The Fund seeks long-term growth of capital.

**Nationwide Variable Insurance Trust - NVIT Newton Sustainable U.S. Equity Fund: Class II (formerly, Nationwide Variable Insurance Trust - Neuberger Berman NVIT Socially Responsible Fund: Class II)**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Newton Investment Management Limited  
Investment Objective: The Fund seeks long-term growth of capital by investing primarily in securities of companies that meet the Fund's financial criteria and social policy.

**Nationwide Variable Insurance Trust - NVIT Real Estate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Wellington Management Company LLP  
Investment Objective: The Fund seeks current income and long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT S&P 500® Index Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Short Term Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks to provide a high level of current income while preserving capital and minimizing fluctuations in share value.

**Nationwide Variable Insurance Trust - NVIT Wells Fargo Discovery Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Wells Capital Management, Inc.  
Investment Objective: The Fund seeks long-term capital growth. The fund invests at least 80% of its net assets in equity securities issued by small- and medium-sized companies with market capitalization similar to those of companies included in the Russell 2500 index.

**Neuberger Berman Advisers Management Trust - Short Duration Bond Portfolio: Class I**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2012*

Investment Advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks the highest available current income consistent with liquidity and low risk to principal; total return is a secondary goal.

**PIMCO Variable Insurance Trust - All Asset Portfolio: Advisor Class**

Investment Advisor: PIMCO  
Sub-advisor: Research Affiliates, LLC  
Investment Objective: The Portfolio seeks maximum real return, consistent with preservation of real capital and prudent investment management.  
Designation: FF

**PIMCO Variable Insurance Trust - International Bond Portfolio (Unhedged): Advisor Class**

Investment Advisor: PIMCO  
Investment Objective: The Portfolio seeks maximum total return, consistent with preservation of capital and prudent investment management.

**PIMCO Variable Insurance Trust - Low Duration Portfolio: Advisor Class**

Investment Advisor: PIMCO  
Investment Objective: The Portfolio seeks maximum total return, consistent with preservation of capital and prudent investment management.

**PIMCO Variable Insurance Trust - Total Return Portfolio: Advisor Class**

Investment Advisor: PIMCO  
Investment Objective: The Portfolio seeks maximum total return, consistent with preservation of capital and prudent investment management.

**Putnam Variable Trust - Putnam VT Equity Income Fund: Class IB**

Investment Advisor: Putnam Investment Management, LLC  
Sub-advisor: Putnam Investments Limited  
Investment Objective: Seeks capital growth and current income.

**Putnam Variable Trust - Putnam VT International Value Fund: Class IB**

Investment Advisor: Putnam Investment Management, LLC  
Sub-advisor: Putnam Investments Limited and The Putnam Advisory Company, LLC  
Investment Objective: Seeks capital growth. Current income is a secondary objective.

**Schwab Annuity Portfolios - Schwab Government Money Market Portfolio™**

Investment Advisor: Charles Schwab Investment Management, Inc.  
Investment Objective: The fund's goal is to seek the highest current income consistent with stability of capital and liquidity.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Health Sciences Portfolio: II**

Investment Advisor: T. Rowe Price Associates, Inc.  
Investment Objective: The fund seeks long-term capital appreciation.

**VanEck VIP Trust - VanEck VIP Global Hard Assets Fund: Class S**

Investment Advisor: Van Eck Associates Corporation  
Investment Objective: Seeks long-term capital appreciation by investing primarily in hard asset securities. Income is a secondary consideration.

**VanEck VIP Trust - VanEck VIP Global Hard Assets Fund: Initial Class**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2012*

Investment Advisor: Van Eck Associates Corporation  
Investment Objective: Seeks long-term capital appreciation by investing primarily in hard asset securities. Income is a secondary consideration.

**Virtus Variable Insurance Trust - Virtus Duff & Phelps Real Estate Securities Series: Class A**

Investment Advisor: Virtus Investment Advisers, Inc.  
Sub-advisor: Duff & Phelps Investment Management Co.  
Investment Objective: Capital appreciation and income with approximately equal emphasis.

**Wells Fargo Variable Trust - VT Small Cap Growth Fund: Class 2**

Investment Advisor: Wells Fargo Funds Management, LLC  
Sub-advisor: Wells Capital Management, Inc.  
Investment Objective: Seeks long-term capital appreciation.

**Prospectus supplement dated February 18, 2020  
to the following prospectus(es):**

BOA Achiever Annuity, BOA IV, BOA America's VISION Annuity, BOA America's Future Annuity, BOA America's FUTURE Annuity II, Compass All American Gold, Nationwide Destination All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, Nationwide Destination B, Nationwide Destination C, Nationwide Destination L, BOA Elite Venue Annuity and BOA V dated May 1, 2019

BOA Choice Venue Annuity II, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York) and Nationwide Income Architect Annuity dated May 1, 2013

Schwab Custom Solutions Variable Annuity and Schwab Income Choice Variable Annuity dated May 1, 2010

<b>This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.</b>
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At meetings held December 9-11, 2019, the Board of Trustees of Invesco Funds approved an Agreement and Plan of Reorganization (the "Plan") under which Invesco – Invesco V.I. Mid Cap Growth Fund (the "Merging Fund") will transfer all of its assets and liabilities to the Invesco Oppenheimer V.I. Discovery Mid Cap Growth Fund (the "Acquiring Fund"). The merger will be effective on or about April 30, 2020 (the "Effective Date").

As a result of the merger, as of the Effective Date, the following changes apply to the contract:

- the Merging Fund will no longer be available to receive transfers or new purchase payments;
- the Merging Fund will transfer all of its assets to the Acquiring Fund in exchange for shares of the Acquiring Fund; and
- the Acquiring Fund will assume all liabilities of the Merging Fund.

**Accordingly, the following changes apply to the prospectus:**

Appendix A: Underlying Mutual Funds is amended to add the following:

**Invesco Oppenheimer V.I. Discovery Mid Cap Growth Fund: Series II**

*This underlying mutual fund is only available in contracts for which good order applications were received before April 30, 2020*

Investment Advisor: Invesco Advisers, Inc.

Investment Objective: Capital appreciation.

All references in the prospectus to the Merging Fund are deleted and replaced with the Acquiring Fund as of the Effective Date.

**Prospectus supplement dated December 16, 2019  
to the following prospectus(es):**

BOA IV , Nationwide Destination B (2.0), Nationwide Destination B NY (2.0), Nationwide Destination Navigator (2.0), Nationwide Destination Navigator NY (2.0), Nationwide Destination All American Gold (2.0), Nationwide Destination All American Gold NY (2.0), Nationwide Destination Architect 2.0, Nationwide Destination Freedom+ Variable Annuity, BOA CVUL Future, Next Generation Corporate Variable Universal Life, Future Executive VUL, Nationwide Innovator VUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York , Nationwide YourLife Protection VUL, Marathon Performance VUL, Nationwide YourLife Accumulation VUL , Nationwide YourLife Survivorship VUL, Nationwide Destination B , Nationwide Destination L , Nationwide Destination EV (2.0), Nationwide Destination EV NY (2.0), Nationwide Destination L (2.0), Nationwide Destination L NY (2.0), BOA America's VISION Annuity , BOA America's FUTURE Annuity II, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, Nationwide Destination C, BOA Elite Venue Annuity, America's marketFLEX II Annuity, America's marketFlex Edge Annuity, America's marketFLEX Advisor Annuity , BOA The Next Generation II FFPVUL, BOA All American Annuity, M&T All American, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, BOA V, NEA Valuebuilder Select, NEA Valuebuilder , BOA FFPVUL, BOA TNG, BOA ChoiceLife FFPVUL, NLIC Options Plus , and NLIC Options Premier dated May 1, 2019

BAE Future Corporate FFPVUL dated May 1, 2019, as amended September 17, 2019

America's marketFLEX Annuity and BOA America's Exclusive Annuity II dated May 1, 2016

BOA America's Income Annuity and BOA Advisor Variable Annuity dated May 1, 2014

BOA Choice Venue Annuity II , Nationwide Income Architect Annuity , Nationwide Destination EV , Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Annuity, Key Choice, and Paine Webber Choice Annuity dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Protection Survivorship Life, BOA ChoiceLife Protection Survivorship Life, and Marathon VUL dated May 1, 2009

NLIC Survivor Options Premier , NLIC Survivor Options Elite, NLAIC Survivor Options Premier , NLAIC Options Premier, Nationwide Enterprise The Best of America Annuity, BOA MSPVL, BOA MSPVL II, BOA Protection FFPVUL, BOA ChoiceLife Protection FFPVUL, Nationwide Options Select - New York, BOA CVUL Future, BOA CVUL, and Nationwide Options Select - NLAIC dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and BOA Exclusive dated May 1, 2004

ElitePRO LTD and ElitePRO Classic dated May 1, 2003

NLAIC Options VL , BOA InvestCare , BOA SPVL, BOA Multiple Pay, BOA Last Survivor FFPVUL, and Multi-Flex FFPVUL dated May 1, 2002

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

At a meeting of the Board of Trustees (the "Board") of Nationwide Variable Insurance Trust (the "Trust") held on December 4, 2019 (the "Meeting"), the Board approved the following actions:

1. The Board approved the termination of Loomis, Sayles & Company, L.P. ("Loomis Sayles"), Massachusetts Financial Services Company d/b/a MFS Investment Management ("MFS") and Smith Asset Group ("Smith Group"), as the subadvisers to the NVIT Multi-Manager Large Cap Growth Fund and the appointment of Jacobs Levy Equity Management, Inc. ("Jacobs Levy") as the new subadviser to the NVIT Multi Manager Large Cap Growth Fund. All references to, and information regarding Loomis Sayles, MFS and Smith Group are deleted in their entirety and the fund is renamed the "NVIT Jacobs Levy Large Cap Growth Fund." All references to the fund's former name are replaced accordingly.
2. The Board approved the termination of Neuberger Berman Investment Advisers LLC ("Neuberger Berman") as the subadviser to the NVIT Multi-Manager Mid Cap Growth Fund. Wells Capital Management, Inc. will continue to subadvise the fund. All references to, and information regarding Neuberger Berman are deleted in their entirety and the fund is renamed the "NVIT Wells Fargo Discovery Fund." All references to the fund's former name are replaced accordingly.

The changes are anticipated to take effect on or about January 20, 2020.



**Prospectus supplement dated October 7, 2019  
to the following prospectus(es):**

BOA IV, Nationwide Destination B (2.0), Nationwide Destination B NY (2.0), Nationwide Destination Navigator (2.0), Nationwide Destination Navigator NY (2.0), Nationwide Destination All American Gold (2.0), Nationwide Destination All American Gold NY (2.0), Nationwide Destination Architect 2.0, Nationwide Destination Freedom+ Variable Annuity, Next Generation Corporate Variable Universal Life, Future Executive VUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, Nationwide YourLife Protection VUL, Marathon Performance VUL, Nationwide YourLife Accumulation VUL, Nationwide YourLife Survivorship VUL, Nationwide Marathon VUL Ultra, BOA America's VISION Annuity, BOA America's FUTURE Annuity II, Nationwide Destination All American Gold (formerly, BOA All American Gold), Compass All American Gold, Key All American Gold, M&T All American Gold (Variable Annuity Portfolio II), Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, America's Horizon Annuity (1st Tennessee Achiever), BOA Future Venue Annuity, Nationwide Heritage Annuity (Wells Fargo Venue), BOA Elite Venue Annuity, Nationwide Destination B, Nationwide Destination L, BOA All American Annuity, Sun Trust All American, M&T All American (M&T Variable Annuity Portfolio), Compass All American, BOA America's Future Annuity, Key Future, America's Future Horizon Annuity, The BB&T Future Annuity, BOA V, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, BOA The Next Generation II FPVUL, NLIC Options Plus, NLIC Options Premier, NLIC Options, Nationwide Destination C, Nationwide Destination EV (2.0), Nationwide Destination EV NY (2.0), Nationwide Destination L (2.0), Nationwide Destination L NY (2.0), America's marketFLEX II Annuity, America's marketFlex Edge Annuity, and America's marketFLEX Advisor Annuity prospectuses dated May 1, 2019

America's marketFLEX Annuity and BOA America's Exclusive Annuity II prospectuses dated May 1, 2016

BOA America's Income Annuity and BOA Advisor Variable Annuity prospectuses dated May 1, 2014  
BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Venue Annuity, BOA Choice Annuity, and Paine Webber Choice Annuity prospectuses dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, and BOA Protection Survivorship Life prospectuses dated May 1, 2009

Nationwide Enterprise The Best of America Annuity, BOA TruAccord Variable Annuity, BOA MSPVL, BOA MSPVL II, BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, Nationwide Options Select - New York, BOA CVUL Future, BOA CVUL, INVESCO PCVUL, Nationwide Options Select - NLAIC, NLAIC Market Street VIP/2, NLIC Survivor Options Premier, NLIC Survivor Options Elite, NLAIC Survivor Options Premier, NLAIC Options Premier, and America's marketFLEX VUL prospectuses dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and BOA Exclusive prospectuses dated May 1, 2004

ElitePRO LTD and ElitePRO Classic prospectuses dated May 1, 2003

BOA InvestCare, BOA SPVL, BOA Multiple Pay, BOA Last Survivor FPVUL, Multi-Flex FPVUL, NLIC VIP Extra Credit, NLIC Market Street VIP/2, NLAIC VIP Extra Credit, and NLAIC Options VL prospectuses dated May 1, 2002

NLIC VIP Premier DCA and NLAIC VIP Premier DCA prospectuses dated November 1, 2001

NLAIC Options VIP prospectus dated May 1, 2001

NLIC Survivor Options Plus , NLIC Special Product , and NLAIC Survivor Options VL prospectuses dated May 1, 2000

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

At a meeting of the Board of Trustees (the "Board") of Nationwide Variable Insurance Trust (the "Trust") held on September 11, 2019, the Board approved the termination of Epoch Investment Partners, Inc. and J.P. Morgan Investment Management Inc. as the subadvisers to the NVIT Multi-Manager Small Cap Value Fund (the "Fund"), and the appointment of Jacobs Levy Equity Management, Inc. and WCM Investment Management, LLC as the Fund's new subadvisers. This change is anticipated to take effect on or before November 1, 2019 (the "Effective Date").

**Prospectus supplement dated May 31, 2019  
to the following prospectus(es):**

Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Accumulation VUL - NLAIC, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Survivorship VUL, Nationwide YourLife Survivorship VUL - New York, BOA Next Generation II FPVUL, BAE Future Corporate FPVUL, BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity, BOA V, BOA CVUL Future (NWL), Key Future, America's Future Horizon Annuity, BOA Achiever Annuity, BOA America's Future Annuity II, BOA Elite Venue Annuity, BOA Future Venue Annuity, Nationwide Destination All American Gold, Nationwide Destination C, Nationwide Heritage Annuity, BOA All American Annuity, Compass All American Gold, Key All American Gold, NLIC Options Plus, NLIC Options Premier, M&T All American Gold, Compass All American, Sun Trust All American, M&T All American, Future Executive VUL, Next Generation Corporate Variable Universal Life, Wells Fargo Gold Variable Annuity, Nationwide Destination L, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination EV 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, Nationwide Destination L 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Architect 2.0, Nationwide Destination Freedom+, The BB&T Future Annuity, NLIC Options, Nationwide Advisory Retirement Income Annuity, Nationwide Advisory Retirement Income Annuity NY, Marathon VUL Ultra, Nationwide Accumulator IVUL, Nationwide Protector IVUL, BOA FPVUL, BOA ChoiceLife FPVUL, BOA Next Generation FPVUL, America's Horizon Annuity, America's marketFLEX Advisor Annuity, America's marketFLEX II Annuity, America's marketFlex Edge Annuity, Soloist, NEA Valuebuilder Future, and NEA Valuebuilder Select dated May 1, 2019

BOA America's Exclusive Annuity II and America's marketFLEX Annuity dated May 1, 2016

BOA America's Income Annuity and BOA Advisor Variable Annuity dated May 1, 2014

BOA Choice Annuity, BOA Choice Venue Annuity II, BOA Choice Venue Annuity, Nationwide Income Architect Annuity, Key Choice, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), and Paine Webber Choice Annuity dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

Marathon VUL (NLAIC), BOA Last Survivorship II, BOA ChoiceLife Survivorship, Next Generation Survivorship Life, BOA ChoiceLife Survivorship II, BOA Protection Survivorship Life, and BOA ChoiceLife Protection dated May 1, 2009

BOA CVUL (NLAIC), BOA CVUL Future (NLAIC), Newport PCVUL, BOA MSPVL, Nationwide Enterprise The Best of America Annuity, BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, BOA MSPVL II (BOA MSPVL Future), Options Premier (NLAIC), Survivor Options Elite (NLIC), Survivor Options Premier (NLAIC), Survivor Options Premier (NLIC), Nationwide Options Select - New York, Nationwide Options Select AO, BOA TruAccord Variable Annuity, Options Elite (NLAIC), Options Elite (NLIC), and Successor dated May 1, 2008

BOA Exclusive Annuity, America's Vision Annuity, and America's Vision Plus Annuity dated May 1, 2004

ElitePRO Classic and ElitePRO LTD dated May 1, 2003

BOA Last Survivor FPVUL, BOA SPVL, BOA InvestCare, Multi-Flex FPVUL, and BOA Multiple Pay dated May 1, 2002

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**The following disclosure changes are made to the prospectus:**

In a supplement dated May 22, 2019 to your prospectus it was incorrectly indicated that the name changes associated with Oppenheimer funds were to be effective on or about June 24, 2019. The correct effective date of the Oppenheimer fund name changes was May 24, 2019.

**Prospectus supplement dated May 22, 2019  
to the following prospectus(es):**

Schwab Income Choice Variable Annuity dated May 1, 2012

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**The following disclosure changes are made to the prospectus:**

- (1) The cover page of the prospectus is amended to include the following language:

Beginning on January 1, 2021, as permitted by regulations adopted by the SEC, Nationwide may discontinue mailing paper copies of shareholder reports for underlying mutual funds available under the contract unless the Contract Owner specifically requests that paper copies continue to be delivered. Instead, the shareholder reports will be made available on a website. Nationwide will notify Contract Owners by mail each time a shareholder report is posted and will provide a website link to access the report. Instructions for requesting paper copies will also be included in the notice.

Contracts where the Contract Owner already elected to receive shareholder reports electronically will not be affected by this change and no action is required. To elect to receive shareholder reports and other communications from Nationwide electronically, contact the Service Center (see *Contacting the Service Center*).

Contract Owners may elect to receive all future shareholder reports in paper free of charge. To do so, Contract Owners should contact the Service Center to inform Nationwide that paper copies of shareholder reports should continue to be delivered. Any election to receive shareholder reports in paper will apply to all underlying funds available under the contract.

- (2) The prospectus offers the following underlying mutual fund as an investment option under the contract/policy. Effective on or about June 1, 2019, the name of the investment option is updated as indicated below:

CURRENT NAME	UPDATED NAME
MFS® Variable Insurance Trust II – MFS International Value Portfolio	MFS® Variable Insurance Trust II – MFS International Intrinsic Value Portfolio

- (3) The prospectus offers the following underlying mutual fund(s) as investment option(s) under the contract/policy. Effective on or about June 3, 2019, the name of the investment option(s) are updated as indicated below:

CURRENT NAME	UPDATED NAME
Dreyfus Investment Portfolios – Small Cap Stock Index Portfolio	BNY Mellon Investment Portfolios – Small Cap Stock Index Portfolio
Dreyfus Stock Index Fund, Inc.	BNY Mellon Stock Index Fund, Inc.
Dreyfus Variable Investment Fund – Appreciation Portfolio	BNY Mellon Variable Investment Fund – Appreciation Portfolio

As of the effective date, the Investment Advisor is changed to BNY Mellon Investment Management.

- (4) The prospectus offers the following underlying mutual fund(s) as investment option(s) under the contract/policy. Effective on or about June 24, 2019, the name of the investment option(s) are updated as indicated below:

CURRENT NAME	UPDATED NAME
Oppenheimer Variable Account Funds – Oppenheimer Capital Appreciation Fund/VA	Invesco Oppenheimer V.I. Capital Appreciation Fund
Oppenheimer Variable Account Funds – Oppenheimer Global Fund/VA	Invesco Oppenheimer V.I. Global Fund
Oppenheimer Variable Account Funds – Oppenheimer Global Strategic Income Fund/VA	Invesco Oppenheimer V.I. Global Strategic Income Fund
Oppenheimer Variable Account Funds – Oppenheimer Main Street Fund®/VA	Invesco Oppenheimer V.I. Main Street Fund
Oppenheimer Variable Account Funds – Oppenheimer Main Street Small Cap Fund®/VA	Invesco Oppenheimer V.I. Main Street Small Cap Fund

**Supplement dated May 1, 2019  
to the**

**Schwab Income Choice Variable Annuity prospectus dated May 1, 2012**

**This supplement updates certain information contained in the prospectus. Please read it and keep it with the prospectus for future reference.**

**The following sections of the prospectus are restated.**

- 1) The Total Annual Mutual Fund Operating Expenses table, which shows the minimum and maximum total operating expenses, as of December 31, 2018, charged by the underlying mutual funds that a contract owner may periodically pay while the contract is in force. More detail concerning each mutual fund's fees and expenses is contained in the mutual fund's prospectus.
- 2) The Legal Proceedings for Nationwide Life Insurance Company and Nationwide Investment Services Corporation, which describe certain information about the legal and regulatory proceedings that the Company is subject to.
- 3) The Underlying Mutual Fund Information appendix, which contains information about the mutual funds available to the contract owner through investment in the sub-accounts.

Total Annual Mutual Fund Operating Expenses		
	Minimum	Maximum
<b>Total Annual Mutual Fund Operating Expenses</b> (expenses that are deducted from the mutual fund assets, including management fees, distribution (12b-1) fees, and other expenses)	0.40%	2.93%

## Legal Proceedings

### Nationwide Life Insurance Company

Nationwide Financial Services, Inc. (NFS, or collectively with its subsidiaries, (the "Company") was formed in November 1996. NFS is the holding company for Nationwide Life Insurance Company (NLIC), Nationwide Life and Annuity Insurance Company (NLAIC) and other companies that comprise the life insurance and retirement savings operations of the Nationwide group of companies (Nationwide). This group includes Nationwide Financial Network (NFN), an affiliated distribution network that markets directly to its customer base. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. These include proceedings specific to the Company and proceedings generally applicable to business practices in the industries in which the Company operates. The outcomes of these proceedings cannot be predicted due to their complexity, scope, and many uncertainties. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory proceedings is not likely to have a material adverse effect on the Company's financial position. The Company maintains Professional Liability Insurance and Director and Officer Liability insurance policies that may cover losses for certain legal and regulatory proceedings. The Company will make adequate provision for any probable and reasonably estimable recoveries under such policies.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor, the Internal Revenue Service, the Office of the Comptroller of the Currency and state insurance authorities. Such regulatory entities may, in the normal course of business, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. With respect to all such scrutiny directed at the Company or their affiliates, the Company is cooperating with regulators.

## Nationwide Investment Services Corporation

The general distributor, NISC (the "Company"), is subject to legal and regulatory proceedings in the ordinary course of its business. These include proceedings specific to the Company and proceedings generally applicable to business practices in the industries in which the Company operates. The outcomes of these proceedings cannot be predicted due to their complexity, scope and many uncertainties. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory proceedings is not likely to have a material adverse effect on the Company's financial position. The Company has agreements with Nationwide Life Insurance Company (NLIC) under which, NLIC pays all litigation costs on behalf of the Company. Should NLIC be unable or unwilling to pay these costs in the future, the Company would be liable for such costs.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor, the Internal Revenue Service, the Office of the Comptroller of the Currency and state insurance authorities. Such regulatory entities may, in the normal course, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. With respect to all such scrutiny directed at the Company or their affiliates, the Company is cooperating with regulators.

The Company is engaged in an arbitration matter with at least a reasonable possibility of an unfavorable outcome that would exceed the materiality threshold for the Company, as follows:

Dabney, Edyth v. NISC and Edward Jones. This is a Financial Industry Regulatory Authority arbitration matter. Claimant alleges that NISC and Edward Jones improperly administered her 401k rollover. NISC and Edward Jones completed the correction in 2018, but the delay resulted in a taxable event for 2017. Claimant seeks damages of approximately \$25,000. The arbitration hearing is scheduled for April 25, 2019.

## Underlying Mutual Fund Information

This appendix contains information about the underlying mutual funds in which the Sub-Accounts invest. The underlying mutual funds in which the Sub-Accounts invest are designed primarily as investments for variable annuity contracts and variable life insurance policies issued by insurance companies. There is no guarantee that the investment objectives will be met. Refer to the prospectus for each underlying mutual fund for more detailed information.

### Designations Key:

- FF: The underlying mutual fund primarily invests in other mutual funds. Therefore, a proportionate share of the fees and expenses of any acquired funds are indirectly borne by investors. As a result, investors in this Sub-Account may incur higher charges than if the assets were invested in an underlying mutual fund that does not invest in other mutual funds. Refer to the prospectus for this underlying mutual fund for more information.
- MF: The underlying mutual fund operates as a "feeder fund", which means it invests all of its investment assets in another mutual fund, the "master fund". Investors in this underlying mutual fund will bear the fees and expenses of both this underlying mutual fund and the "master fund" in which it invests. Therefore, this may result in higher expenses than those of other underlying mutual funds that invest directly in individual securities. Refer to the prospectus for this underlying mutual fund for more information.

### AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Dynamic Asset Allocation Portfolio: Class B

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2015*

Investment Advisor: AllianceBernstein L.P.  
Investment Objective: Maximize total return consistent with the Adviser's determination of reasonable risk.

### AllianceBernstein Variable Products Series Fund, Inc. - AB VPS International Value Portfolio: Class B

Investment Advisor: AllianceBernstein L.P.  
Investment Objective: Long-term growth of capital.

### AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Small/Mid Cap Value Portfolio: Class B

Investment Advisor: AllianceBernstein L.P.  
Investment Objective: Long-term growth of capital.



**American Century Variable Portfolios II, Inc. - American Century VP Inflation Protection Fund: Class II**

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: The fund pursues long-term total return using a strategy that seeks to protect against U.S. inflation.

**American Century Variable Portfolios, Inc. - American Century VP Mid Cap Value Fund: Class II**

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Long-term capital growth with income as a secondary objective.

**BlackRock Variable Series Funds, Inc. - BlackRock Global Allocation V.I. Fund: Class III**

Investment Advisor: BlackRock Advisors, LLC  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: Seeks high total investment return.

**Columbia Funds Variable Series Trust II - Columbia VP High Yield Bond Fund: Class 2**

Investment Advisor: Columbia Management Investment Advisors, LLC  
Investment Objective: The Fund seeks to provide shareholders with high current income as its primary objective and, as its secondary objective, capital growth.

**Dreyfus Investment Portfolios - Small Cap Stock Index Portfolio: Service Shares**

Investment Advisor: The Dreyfus Corporation  
Investment Objective: The fund seeks to match the performance of the Standard & Poor's® SmallCap 600 Index (S&P SmallCap 600 Index).

**Dreyfus Stock Index Fund, Inc.: Service Shares**

Investment Advisor: The Dreyfus Corporation  
Sub-advisor: Mellon Investments Corporation  
Investment Objective: The fund seeks to match the total return of the S&P 500® Index.

**Dreyfus Variable Investment Fund - Appreciation Portfolio: Service Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2016*

Investment Advisor: The Dreyfus Corporation  
Sub-advisor: Fayez Sarofim & Co.  
Investment Objective: The fund seeks long-term capital growth consistent with the preservation of capital. Its secondary goal is current income.

**Fidelity Variable Insurance Products - Emerging Markets Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc.  
Investment Objective: The fund seeks capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Contrafund® Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Investments Money Management, Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity Investments Japan Limited, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited  
Investment Objective: Long-term capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Energy Portfolio: Service Class 2**

Investment Advisor: Fidelity SelectCo, LLC (SelectCo) (the Adviser), an affiliate of Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc.  
Investment Objective: Capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Equity-Income Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity Investments Japan Limited, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited  
Investment Objective: Reasonable income.

**Fidelity Variable Insurance Products Fund - VIP Growth Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited, Fidelity Investments Japan Limited  
Investment Objective: Capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Investment Grade Bond Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: Fidelity Investments Money Management, Inc., Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited  
Investment Objective: High level of current income.

**Fidelity Variable Insurance Products Fund - VIP Mid Cap Portfolio: Service Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2017*

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity Investments Japan Limited, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited  
Investment Objective: Long-term growth of capital.

**Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc. (FMRC), FMR Investment Management (UK) Limited (FMR UK), and other investment advisers serve as sub-advisers for the fund.  
Investment Objective: Long-term capital growth.

**Franklin Templeton Variable Insurance Products Trust - Franklin Allocation VIP Fund: Class 2 (formerly, Franklin Templeton Variable Insurance Products Trust - Franklin Founding Funds Allocation VIP Fund: Class 2)**

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: Seeks capital appreciation with income as a secondary goal.  
Designation: FF

**Franklin Templeton Variable Insurance Products Trust - Franklin Income VIP Fund: Class 2**

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: Seeks to maximize income while maintaining prospects for capital appreciation.

**Franklin Templeton Variable Insurance Products Trust - Franklin Small Cap Value VIP Fund: Class 2**

Investment Advisor: Franklin Mutual Advisers, LLC  
Investment Objective: Seeks long-term total return.

**Franklin Templeton Variable Insurance Products Trust - Templeton Developing Markets VIP Fund: Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before April 30, 2014*

Investment Advisor: Templeton Asset Management, Ltd.  
Investment Objective: Seeks long-term capital appreciation.

**Franklin Templeton Variable Insurance Products Trust - Templeton Foreign VIP Fund: Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before April 30, 2014*

Investment Advisor: Templeton Investment Counsel, LLC  
Investment Objective: Seeks long-term capital growth.

**Franklin Templeton Variable Insurance Products Trust - Templeton Global Bond VIP Fund: Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2019*

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: Seeks high current income, consistent with preservation of capital, with capital appreciation as a secondary consideration.

**Goldman Sachs Variable Insurance Trust - Goldman Sachs Global Trends Allocation Fund: Service Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2018*

Investment Advisor: Goldman Sachs Asset Management, L.P.  
Investment Objective: Seeks total return while seeking to provide volatility management

**Goldman Sachs Variable Insurance Trust - Goldman Sachs Multi-Strategy Alternatives Portfolio: Service Shares**

Investment Advisor: Goldman Sachs Asset Management, L.P.  
Investment Objective: Seeks long-term growth of capital.

**Invesco - Invesco V.I. Mid Cap Core Equity Fund: Series II Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2015*

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: Long-term growth of capital.

**Invesco - Invesco V.I. Mid Cap Growth Fund: Series II Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2012*

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: Capital growth.

**Ivy Variable Insurance Portfolios - Asset Strategy: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2017*

Investment Advisor: Ivy Investment Management Company  
Investment Objective: To seek to provide total return.

**Ivy Variable Insurance Portfolios - High Income: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2017*

Investment Advisor: Ivy Investment Management Company  
Investment Objective: To seek to provide total return through a combination of high current income and capital appreciation.

**Ivy Variable Insurance Portfolios - Mid Cap Growth: Class II**

Investment Advisor: Ivy Investment Management Company  
Investment Objective: To seek to provide growth of capital.

**Janus Henderson VIT Forty Portfolio: Service Shares**

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**Janus Henderson VIT Global Technology Portfolio: Service Shares**

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**Janus Henderson VIT Overseas Portfolio: Service Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2016*

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**MFS® Variable Insurance Trust - MFS New Discovery Series: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust - MFS Value Series: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust II - MFS International Growth Portfolio: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust II - MFS International Value Portfolio: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**Morgan Stanley Variable Insurance Fund, Inc. - Core Plus Fixed Income Portfolio: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before July 10, 2009*

Investment Advisor: Morgan Stanley Investment Management Inc.  
Investment Objective: Above-average total return over a market cycle of three to five years by investing primarily in a diversified portfolio of fixed income securities.

**Mutual Fund and Variable Insurance Trust - Rational Insider Buying VA Fund**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2015*

Investment Advisor: Rational Advisors, Inc.  
Sub-advisor: Tuttle Tactical Management, LLC  
Investment Objective: Seeks total return on investment with dividend income as an important component of that return

**Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: American Century Investment Management, Inc.  
Investment Objective: The Fund seeks capital appreciation, and secondarily current income.

**Nationwide Variable Insurance Trust - American Funds NVIT Asset Allocation Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The fund seeks to provide high total return (including income and capital gains) consistent with preservation of capital over the long term.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Bond Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The Fund seeks to provide as high a level of current income as is consistent with the preservation of capital.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Global Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The Fund seeks to provide long-term growth of capital.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The Fund seeks to provide long-term growth of capital.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Growth-Income Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The fund seeks to achieve long-term growth of capital and income.

Designation: MF

**Nationwide Variable Insurance Trust - Amundi NVIT Multi Sector Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Amundi Pioneer Institutional Asset Management, Inc.  
Investment Objective: The Fund seeks to provide above average total return over a market cycle of three to five years.

**Nationwide Variable Insurance Trust - BlackRock NVIT Equity Dividend Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks capital growth and income through investments in equity securities, including common stocks and securities convertible into common stocks.

**Nationwide Variable Insurance Trust - DoubleLine NVIT Total Return Tactical Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: DoubleLine Capital LP  
Investment Objective: The Fund seeks to maximize total return.

**Nationwide Variable Insurance Trust - Federated NVIT High Income Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Federated Investment Management Company  
Investment Objective: The Fund seeks to provide high current income.

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Multi Cap Opportunities Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Socially Responsible Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks long-term growth of capital by investing primarily in securities of companies that meet the Fund's financial criteria and social policy.

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks maximum growth of capital consistent with a more aggressive level of risk as compared to other Cardinal Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Balanced Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return through investment in both equity and fixed income securities.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Capital Appreciation Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a less aggressive level of risk as compared to other Cardinal Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a conservative level of risk as compared to other Cardinal Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a moderate level of risk as compared to other Cardinal Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a moderately aggressive level of risk as compared to other Cardinal Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The fund seeks a high level of total return consistent with a moderately conservative level of risk.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Core Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks a high level of current income consistent with preserving capital.

**Nationwide Variable Insurance Trust - NVIT Core Plus Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks long-term total return consistent with reasonable risk.

**Nationwide Variable Insurance Trust - NVIT Dynamic U.S. Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Mellon Investments Corporation  
Investment Objective: The Fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Emerging Markets Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Lazard Asset Management LLC and Standard Life Investments (Corporate Funds) Limited  
Investment Objective: The Fund seeks long-term capital growth by investing primarily in equity securities of companies located in emerging market countries.

**Nationwide Variable Insurance Trust - NVIT Government Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks as high a level of current income as is consistent with preserving capital.

**Nationwide Variable Insurance Trust - NVIT Government Money Market Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Federated Investment Management Company  
Investment Objective: The Fund seeks as high a level of current income as is consistent with preserving capital and maintaining liquidity. The Fund is a money market fund that seeks to maintain a stable net asset value of \$1.00 per share.

**Nationwide Variable Insurance Trust - NVIT International Equity Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Lazard Asset Management LLC  
Investment Objective: The Fund seeks long-term capital growth by investing primarily in equity securities of companies in Europe, Australasia, the Far East and other regions, including developing countries.

**Nationwide Variable Insurance Trust - NVIT International Index Fund: Class VIII**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks to match the performance of the MSCI EAFE® Index as closely as possible before the deduction of Fund expenses.

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks maximum growth of capital consistent with a more aggressive level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Balanced Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return through investment in both equity and fixed-income securities.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Capital Appreciation Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a less aggressive level of risk as compared to other NVIT Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a conservative level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a moderate level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a moderately aggressive level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a moderately conservative level of risk.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT iShares® Fixed Income ETF Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The fund seeks total return.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT iShares® Global Equity ETF Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks long-term capital appreciation.  
Designation: FF



**Nationwide Variable Insurance Trust - NVIT Mid Cap Index Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Allianz Global Investors U.S. LLC and WCM Investment Management, LLC  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Dimensional Fund Advisors LP and Thompson, Siegel & Walmsley LLC  
Investment Objective: The Fund seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Massachusetts Financial Services Company; Smith Asset Management Group; and Loomis, Sayles & Company L.P.  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Massachusetts Financial Services Company; Mellon Investments Corporation; and Wellington Capital Management LLP  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC and Wells Capital Management, Inc.  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: American Century Investment Management, Inc.; Thompson, Siegel & Walmsley LLC; and WEDGE Capital Management, L.L.P.  
Investment Objective: The fund seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: OppenheimerFunds, Inc. and Wellington Management Company, LLP  
Investment Objective: The Fund seeks capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Epoch Investment Partners, Inc. and J.P. Morgan Investment Management Inc.  
Investment Objective: The Fund seeks capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Company Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Jacobs Levy Equity Management, Inc. and OppenheimerFunds, Inc.  
Investment Objective: The Fund seeks long-term growth of capital.

**Nationwide Variable Insurance Trust - NVIT Nationwide Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: AQR Capital Management, LLC  
Investment Objective: The Fund seeks total return through a flexible combination of capital appreciation and current income.



**Nationwide Variable Insurance Trust - NVIT Real Estate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Wellington Management Company LLP  
Investment Objective: The Fund seeks current income and long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Short Term Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks to provide a high level of current income while preserving capital and minimizing fluctuations in share value.

**Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Templeton Investment Counsel, LLC  
Investment Objective: The Fund seeks to maximize total return consisting of capital appreciation and/or current income.

**Neuberger Berman Advisers Management Trust - Short Duration Bond Portfolio: Class I**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2012*

Investment Advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks the highest available current income consistent with liquidity and low risk to principal; total return is a secondary goal.

**Oppenheimer Variable Account Funds - Oppenheimer Global Fund/VA: Service Shares**

Investment Advisor: OFI Global Asset Management, Inc.  
Sub-advisor: OppenheimerFunds, Inc.  
Investment Objective: The Fund seeks capital appreciation.

**Oppenheimer Variable Account Funds - Oppenheimer Global Strategic Income Fund/VA: Service Shares**

Investment Advisor: OFI Global Asset Management, Inc.  
Sub-advisor: OppenheimerFunds, Inc.  
Investment Objective: The Fund seeks total return.

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Fund®/VA: Service Shares**

Investment Advisor: OFI Global Asset Management, Inc.  
Sub-advisor: OppenheimerFunds, Inc.  
Investment Objective: The Fund seeks capital appreciation.

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Small Cap Fund®/VA: Service Shares**

Investment Advisor: OFI Global Asset Management, Inc.  
Sub-advisor: OppenheimerFunds, Inc.  
Investment Objective: Capital appreciation.

**PIMCO Variable Insurance Trust - All Asset Portfolio: Advisor Class**

Investment Advisor: PIMCO  
Sub-advisor: Research Affiliates, LLC  
Investment Objective: The Portfolio seeks maximum real return, consistent with preservation of real capital and prudent investment management.

Designation: FF

**PIMCO Variable Insurance Trust - International Bond Portfolio (Unhedged): Advisor Class**

Investment Advisor: PIMCO  
Investment Objective: The portfolio seeks maximum total return consistent with preservation of capital and prudent investment management.

**PIMCO Variable Insurance Trust - Low Duration Portfolio: Advisor Class**

Investment Advisor: PIMCO  
Investment Objective: The Portfolio seeks maximum total return, consistent with preservation of capital and prudent investment management.

**PIMCO Variable Insurance Trust - Total Return Portfolio: Advisor Class**

Investment Advisor: PIMCO  
Investment Objective: The Portfolio seeks maximum total return, consistent with preservation of capital and prudent investment management.

**Schwab Annuity Portfolios - Schwab Government Money Market Portfolio™**

Investment Advisor: Charles Schwab Investment Management, Inc.  
Investment Objective: The fund's goal is to seek the highest current income consistent with stability of capital and liquidity.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Health Sciences Portfolio: II**

Investment Advisor: T. Rowe Price Associates, Inc.  
Investment Objective: The fund seeks long-term capital appreciation.

**VanEck VIP Trust - VanEck VIP Global Hard Assets Fund: Class S**

Investment Advisor: Van Eck Associates Corporation  
Investment Objective: Seeks long-term capital appreciation by investing primarily in hard asset securities. Income is a secondary consideration.

**VanEck VIP Trust - VanEck VIP Global Hard Assets Fund: Initial Class**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2012*

Investment Advisor: Van Eck Associates Corporation  
Investment Objective: Seeks long-term capital appreciation by investing primarily in hard asset securities. Income is a secondary consideration.

**Virtus Variable Insurance Trust - Virtus Duff & Phelps Real Estate Securities Series: Class A**

Investment Advisor: Virtus Investment Advisers, Inc.  
Sub-advisor: Duff & Phelps Investment Management Co.  
Investment Objective: Capital appreciation and income with approximately equal emphasis.

**Wells Fargo Variable Trust - VT Small Cap Growth Fund: Class 2**

Investment Advisor: Wells Fargo Funds Management, LLC  
Sub-advisor: Wells Capital Management, Inc.  
Investment Objective: Seeks long-term capital appreciation.

**Prospectus supplement dated December 10, 2018  
to the following prospectus(es):**

BOA IV, Nationwide Destination B (2.0), Nationwide Destination B NY (2.0), Nationwide Destination Navigator (2.0), Nationwide Destination Navigator NY (2.0), Nationwide Destination All American Gold (2.0), Nationwide Destination All American Gold NY (2.0), Nationwide Destination Architect 2.0, Nationwide Destination Freedom+ Variable Annuity, BOA CVUL Future, BAE Future Corporate FPVUL, Next Generation Corporate Variable Universal Life, Future Executive VUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, Nationwide YourLife Protection VUL, Marathon Performance VUL, Nationwide YourLife Accumulation VUL, Nationwide YourLife Survivorship VUL, BOA America's VISION Annuity, BOA America's FUTURE Annuity II, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination B, Nationwide Destination L, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, BOA V, NEA Valuebuilder Select, BOA FPVUL, BOA TNG, BOA ChoiceLife FPVUL, BOA The Next Generation II FPVUL, NLIC Options Plus, NLIC Options Premier, Nationwide Destination C, Nationwide Destination EV (2.0), Nationwide Destination EV NY (2.0), Nationwide Destination L (2.0), Nationwide Destination L NY (2.0), America's marketFLEX II Annuity, America's marketFlex Edge Annuity, and America's marketFLEX Advisor Annuity dated May 1, 2018

America's marketFLEX Annuity and BOA America's Exclusive Annuity II dated May 1, 2016

BOA America's Income Annuity dated May 1, 2014

BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Venue Annuity, BOA Choice Annuity, Key Choice, and Paine Webber Choice Annuity dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Protection Survivorship Life, and Marathon VUL dated May 1, 2009

NLIC Survivor Options Premier, NLIC Survivor Options Elite, NLAIC Survivor Options Premier, NLAIC Options Premier, Nationwide Enterprise The Best of America Annuity, BOA TruAccord Variable Annuity, BOA MSPVL, BOA MSPVL II, BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, Nationwide Options Select - New York, BOA CVUL Future, BOA CVUL, INVESCO PCVUL, Newport PCVUL, and Nationwide Options Select dated May 1, 2008

BOA Exclusive dated May 1, 2004

ElitePRO LTD and ElitePRO Classic dated May 1, 2003

NLAIC Options VL, BOA InvestCare, BOA SPVL, and BOA Last Survivor FPVUL dated May 1, 2002  
NLIC Survivor Options Plus, NLIC Special Product, and NLAIC Survivor Options VL dated May 1, 2000

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

- On December 5, 2018, at a meeting of the Board of Trustees (the "Board") of Nationwide Variable Insurance Trust (the "Trust"), the Board approved the termination of Logan Circle Partners, L.P. as the subadviser to the Nationwide Variable Insurance Trust – NVIT Multi Sector Bond Fund (the "Fund") and approved the appointment of Amundi Pioneer Institutional Asset Management, Inc. as the Fund's new subadviser.
- The Fund is renamed "Amundi NVIT Multi Sector Bond Fund" and all references in the prospectus to the Fund's former name are replaced accordingly.
- These changes are anticipated to take effect before the end of January 2019.

**Prospectus supplement dated September 14, 2018**

**to the following prospectus(es):**

Soloist, BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity II, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L, Nationwide Destination L 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, America's marketFLEX Advisor Annuity, America's marketFLEX II Annuity, America's marketFLEX Edge Annuity, Nationwide Destination Freedom+, BOA All American Annuity, Sun Trust All American, M&T All American, Compass All American, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, BOA V, NEA Valuebuilder Select, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, BOA Next Generation II FPVUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, NLIC Options Plus, NLIC Options Premier, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, and Nationwide YourLife Survivorship VUL dated May 1, 2018

America's marketFLEX Annuity and BOA America's Exclusive Annuity II dated May 1, 2016

BOA America's Income Annuity and BOA Advisor Variable Annuity dated May 1, 2014

BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Annuity, and Key Choice dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, Next Generation Survivorship Life, BOA ChoiceLife Survivorship II, BOA Protection Survivorship Life, BOA ChoiceLife Protection, and Marathon VUL (NLAIC) dated May 1, 2009

Successor, Nationwide Enterprise The Best of America Annuity, BOA TruAccord Variable Annuity, BOA MSPVL, BOA MSPVL II (BOA MSPVL Future), BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, Nationwide Options Select - New York, Survivor Options Premier (NLIC), Survivor Options Elite (NLIC), Nationwide Options Select AO, Survivor Options Premier (NLAIC), and Options Premier (NLAIC) dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and BOA Exclusive Annuity dated May 1, 2004

ElitePRO LTD and ElitePRO Classic dated May 1, 2003

BOA SPVL, BOA Last Survivor FPVUL, and Multi-Flex FPVUL dated May 1, 2002

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

On September 12, 2018, at a meeting of the Board of Trustees (the "Board") of Nationwide Variable Insurance Trust (the "Trust"), the Board approved the termination of Invesco Advisers, Inc. and American Century Investments Management, Inc. as the subadvisers to the Nationwide Variable Insurance Trust – NVIT Multi-Manager International Growth Fund (the "Fund") and approved the appointment of Allianz Global Investors U.S. LLC and WCM Investment Management as the Fund's new subadvisers. These changes are anticipated to take effect before the end of October 2018.

**Prospectus supplement dated July 2, 2018**

**to the following prospectus(es):**

Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity II, BOA Achiever Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination B, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination L, Nationwide Destination L 2.0, BOA All American Annuity, M&T All American, BOA America's Future Annuity, and BOA V dated May 1, 2018

BOA America's Exclusive Annuity II dated May 1, 2016

BOA America's Income Annuity and BOA Advisor Variable Annuity dated May 1, 2014

BOA Choice Annuity, Paine Webber Choice Annuity, BOA Choice Venue Annuity II, Nationwide Destination EV, Nationwide Destination Navigator, and Nationwide Destination Navigator (New York) dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

Nationwide Enterprise The Best of America Annuity May 1, 2008

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**The following disclosure changes are made to the prospectus:**

- (1) The prospectus offers the following underlying mutual fund(s) as investment option(s). Effective July 30, 2018, the name of the investment option(s) are updated as indicated below:

CURRENT NAME	UPDATED NAME
PIMCO Variable Insurance Trust - Foreign Bond Portfolio (unhedged): Advisor Class	PIMCO Variable Insurance Trust - International Bond Portfolio (unhedged): Advisor Class

**Prospectus supplement dated June 28, 2018  
to the following prospectus(es):**

Nationwide Destination EV NY 2.0, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination L NY 2.0, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, America's Horizon Annuity, Nationwide Destination C, BOA Elite Venue Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, Nationwide Destination L, Nationwide Destination B, Nationwide Destination EV 2.0, Nationwide Destination L 2.0, BOA America's Future Annuity II, Nationwide Destination Freedom+, America's marketFLEX II Annuity, America's marketFLEX Edge Annuity, America's marketFLEX Advisor Annuity, BOA All American Annuity, and Sun Trust All American dated May 1, 2018

America's marketFLEX Annuity dated May 1, 2016

BOA Choice Venue Annuity, BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, and Nationwide Destination Navigator (New York) dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

<b>This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.</b>
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- On June 13, 2018, at a meeting of the Board of Trustees (the "Board") of Nationwide Variable Insurance Trust (the "Trust"), the Board approved the termination of Boston Advisors, LLC as the subadviser to the Nationwide Variable Insurance Trust – NVIT Large Cap Growth Fund: Class II (the "Fund") and approved the appointment of BNY Mellon Asset Management North America Corporation as the Fund's new subadviser. This change is anticipated to take effect on or about July 16, 2018 (the "Effective Date").
- As of the Effective Date, the Fund is renamed "Nationwide Variable Insurance Trust – NVIT Dynamic U.S. Growth Fund: Class II." All references in the prospectus to the Fund's former name are replaced accordingly.



**Supplement dated May 1, 2018  
to the  
Schwab Income Choice Variable Annuity prospectus dated May 1, 2012**

**This supplement updates certain information contained in the prospectus. Please read it and keep it with the prospectus for future reference.**

**The following disclosures are added to the prospectus. These disclosures supersede any conflicting information presently included in the prospectus.**

- Nationwide will not pay insurance proceeds directly to minors. Contact a legal advisor for options to facilitate the timely availability of monies intended for a minor's benefit.
- Nationwide does not recommend or endorse any particular fund and it does not provide investment advice.
- Nationwide may substitute, eliminate, or combine shares of another underlying mutual fund for shares already purchased or to be purchased in the future if either: 1) shares of a current underlying mutual fund are no longer available for investment; or 2) further investment in an underlying mutual fund is inappropriate. Nationwide will not substitute shares of any underlying mutual fund in which the sub-accounts invest without any necessary prior approval of the appropriate state or federal regulatory authorities. All affected contract owners will be notified in the event there is a substitution, elimination, or combination of shares. The substitute underlying mutual fund may have different fees and expenses. Substitution may be made with respect to existing investments or the investment of future purchase payments, or both.

**The following sections of the prospectus are restated.**

- 1) The Total Annual Mutual Fund Operating Expenses table, which shows the minimum and maximum total operating expenses, as of December 31, 2017, charged by the underlying mutual funds that a contract owner may periodically pay while the contract is in force. More detail concerning each mutual fund's fees and expenses is contained in the mutual fund's prospectus.
- 2) The Legal Proceedings for Nationwide Life Insurance Company and Nationwide Investment Services Corporation, which describe certain information about the legal and regulatory proceedings that the Company is subject to.
- 3) The Underlying Mutual Fund Information appendix, which contains information about the mutual funds available to the contract owner through investment in the sub-accounts.

Total Annual Mutual Fund Operating Expenses		
	Minimum	Maximum
<b>Total Annual Mutual Fund Operating Expenses</b> (expenses that are deducted from the mutual fund assets, including management fees, distribution (12b-1) fees, and other expenses)	0.40%	2.61%

## **Legal Proceedings**

### **Nationwide Life Insurance Company**

Nationwide Financial Services, Inc. (NFS, or collectively with its subsidiaries, "the Company") was formed in November 1996. NFS is the holding company for Nationwide Life Insurance Company (NLIC), Nationwide Life and Annuity Insurance Company (NLAIC) and other companies that comprise the life insurance and retirement savings operations of the Nationwide group of companies (Nationwide). This group includes Nationwide Financial Network (NFN), an affiliated distribution network that markets directly to its customer base. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. These include proceedings specific to the Company and proceedings generally applicable to business practices in the industries in which the Company operates. The outcomes of these proceedings cannot be predicted due to their complexity, scope, and many uncertainties. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory proceedings is not likely to have a material adverse effect on the Company's consolidated



financial position. The Company maintains Professional Liability Insurance and Director and Officer Liability insurance policies that may cover losses for certain legal and regulatory proceedings. The Company will make adequate provision for any probable and reasonably estimable recoveries under such policies.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor, the Internal Revenue Service, the Federal Reserve Bank and state insurance authorities. Such regulatory entities may, in the normal course, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. With respect to all such scrutiny directed at the Company or their affiliates, the Company is cooperating with regulators. The Company will cooperate with its ultimate parent company, Nationwide Mutual Insurance Company (NMIC) insofar as any inquiry, examination or investigation encompasses NMIC's operations. In addition, recent regulatory activity, including state and federal regulatory activity related to fiduciary standards, may impact the Company's business and operations, and certain estimates and assumptions used by the Company in determining the amounts presented in the combined financial statements and accompanying notes. Actual results could differ significantly from those estimates and assumptions.

## Nationwide Investment Services Corporation

The general distributor, NISC, is not engaged in any litigation that is likely to have a material adverse effect on its ability to perform its contract with the variable account.

## Underlying Mutual Fund Information

This appendix contains information about the underlying mutual funds in which the Sub-Accounts invest. The underlying mutual funds in which the Sub-Accounts invest are designed primarily as investments for variable annuity contracts and variable life insurance policies issued by insurance companies. There is no guarantee that the investment objectives will be met. Refer to the prospectus for each underlying mutual fund for more detailed information.

### Designations Key:

FF: The underlying mutual fund primarily invests in other mutual funds. Therefore, a proportionate share of the fees and expenses of any acquired funds are indirectly borne by investors. As a result, investors in this Sub-Account may incur higher charges than if the assets were invested in an underlying mutual fund that does not invest in other mutual funds. Refer to the prospectus for this underlying mutual fund for more information.

MF: The underlying mutual fund operates as a "feeder fund", which means it invests all of its investment assets in another mutual fund, the "master fund". Investors in this underlying mutual fund will bear the fees and expenses of both this underlying mutual fund and the "master fund" in which it invests. Therefore, this may result in higher expenses than those of other underlying mutual funds that invest directly in individual securities. Refer to the prospectus for this underlying mutual fund for more information.

### AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Dynamic Asset Allocation Portfolio: Class B

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2015*

Investment Advisor: AllianceBernstein L.P.  
Investment Objective: Maximize total return consistent with the Adviser's determination of reasonable risk.

### AllianceBernstein Variable Products Series Fund, Inc. - AB VPS International Value Portfolio: Class B

Investment Advisor: AllianceBernstein L.P.  
Investment Objective: Long-term growth of capital.

### AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Small/Mid Cap Value Portfolio: Class B

Investment Advisor: AllianceBernstein L.P.  
Investment Objective: Long-term growth of capital.

### American Century Variable Portfolios II, Inc. - American Century VP Inflation Protection Fund: Class II

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Long-term total return using a strategy that seeks to protect against U.S. inflation.

**American Century Variable Portfolios, Inc. - American Century VP Mid Cap Value Fund: Class II**

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Long-term capital growth with income as a secondary objective.

**BlackRock Variable Series Funds, Inc. - BlackRock Global Allocation V.I. Fund: Class III**

Investment Advisor: BlackRock Advisors, LLC  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: Seeks high total investment return.

**Columbia Funds Variable Series Trust II - Columbia VP High Yield Bond Fund: Class 2**

Investment Advisor: Columbia Management Investment Advisors, LLC  
Investment Objective: The Fund seeks to provide shareholders with high current income as its primary objective and, as its secondary objective, capital growth.

**Dreyfus Investment Portfolios - Small Cap Stock Index Portfolio: Service Shares**

Investment Advisor: The Dreyfus Corporation  
Investment Objective: The fund seeks to match the performance of the Standard & Poor's® SmallCap 600 Index (S&P SmallCap 600 Index).

**Dreyfus Stock Index Fund, Inc.: Service Shares**

Investment Advisor: The Dreyfus Corporation  
Investment Objective: The fund seeks to match the total return of the Standard & Poor's® 500 Composite Stock Price Index (S&P 500® Index).

**Dreyfus Variable Investment Fund - Appreciation Portfolio: Service Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2016*

Investment Advisor: The Dreyfus Corporation  
Sub-advisor: Fayez Sarofim & Co.  
Investment Objective: The fund seeks long-term capital growth consistent with the preservation of capital. Its secondary goal is current income.

**Fidelity Variable Insurance Products - Emerging Markets Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc.  
Investment Objective: The fund seeks capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Energy Portfolio: Service Class 2**

Investment Advisor: Fidelity SelectCo, LLC (SelectCo) (the Adviser), an affiliate of Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc.  
Investment Objective: Capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Equity-Income Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity Investments Japan Limited, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited  
Investment Objective: Reasonable income.

**Fidelity Variable Insurance Products Fund - VIP Growth Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited, Fidelity Investments Japan Limited  
Investment Objective: Capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Investment Grade Bond Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: Fidelity Investments Money Management, Inc., Fidelity Research & Analysis Company,  
Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.)  
Limited  
Investment Objective: High level of current income.

**Fidelity Variable Insurance Products Fund - VIP Mid Cap Portfolio: Service Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2017*

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis  
Company, Fidelity Investments Japan Limited, Fidelity International Investment Advisors,  
Fidelity International Investment Advisors (U.K.) Limited  
Investment Objective: Long-term growth of capital.

**Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis  
Company, Fidelity International Investment Advisors, Fidelity International Investment  
Advisors (U.K.) Limited, Fidelity Investments Japan Limited  
Investment Objective: Long-term capital growth.

**Franklin Templeton Variable Insurance Products Trust - Franklin Founding Funds Allocation VIP Fund: Class 2**

Investment Advisor: Franklin Templeton Services, LLC  
Investment Objective: Capital appreciation with income as a secondary goal.  
Designation: FF

**Franklin Templeton Variable Insurance Products Trust - Franklin Income VIP Fund: Class 2**

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: Seeks to maximize income while maintaining prospects for capital appreciation.

**Franklin Templeton Variable Insurance Products Trust - Franklin Small Cap Value VIP Fund: Class 2**

Investment Advisor: Franklin Advisory Services, LLC  
Investment Objective: Seeks long-term total return.

**Franklin Templeton Variable Insurance Products Trust - Templeton Developing Markets VIP Fund: Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before April 30, 2014*

Investment Advisor: Templeton Asset Management, Ltd.  
Investment Objective: Seeks long-term capital appreciation.

**Franklin Templeton Variable Insurance Products Trust - Templeton Foreign VIP Fund: Class 2**

*This underlying mutual fund is only available in contracts for which good order applications were received before April 30, 2014*

Investment Advisor: Templeton Investment Counsel, LLC  
Investment Objective: Seeks long-term capital growth.

**Franklin Templeton Variable Insurance Products Trust - Templeton Global Bond VIP Fund: Class 2**

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: High current income, consistent with preservation of capital, with capital appreciation as a  
secondary consideration.

**Goldman Sachs Variable Insurance Trust - Goldman Sachs Global Trends Allocation Fund: Service Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2018*

Investment Advisor: Goldman Sachs Asset Management, L.P.  
Investment Objective: Seeks to achieve investment results that approximate the performance of the GS Global  
Markets Navigator Index (the "Index").

**Goldman Sachs Variable Insurance Trust - Goldman Sachs Multi-Strategy Alternatives Portfolio: Service Shares**

Investment Advisor: Goldman Sachs Asset Management, L.P.  
Investment Objective: The Portfolio seeks long-term growth of capital.

**Invesco - Invesco V.I. Mid Cap Core Equity Fund: Series II Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2015*

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: Long-term growth of capital.

**Invesco - Invesco V.I. Mid Cap Growth Fund: Series II Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2012*

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: Capital growth.

**Ivy Variable Insurance Portfolios - Asset Strategy: Class II (formerly, Ivy Variable Insurance Portfolios - Asset Strategy)**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2017*

Investment Advisor: Ivy Investment Management Company  
Investment Objective: To seek to provide total return.

**Ivy Variable Insurance Portfolios - High Income: Class II (formerly, Ivy Variable Insurance Portfolios - High Income)**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2017*

Investment Advisor: Ivy Investment Management Company  
Investment Objective: To seek to provide total return through a combination of high current income and capital appreciation.

**Ivy Variable Insurance Portfolios - Mid Cap Growth: Class II (formerly, Ivy Variable Insurance Portfolios - Mid Cap Growth)**

Investment Advisor: Ivy Investment Management Company  
Investment Objective: To seek to provide growth of capital.

**Janus Henderson VIT Forty Portfolio: Service Shares**

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**Janus Henderson VIT Global Technology Portfolio: Service Shares**

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**Janus Henderson VIT Overseas Portfolio: Service Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2016*

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**MFS® Variable Insurance Trust - MFS New Discovery Series: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust - MFS Value Series: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust II - MFS International Value Portfolio: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: The fund's investment objective is to seek capital appreciation. MFS normally invests the fund's assets primarily in foreign equity securities, including emerging market equity securities.

**Morgan Stanley Variable Insurance Fund, Inc. - Core Plus Fixed Income Portfolio: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before July 10, 2009*

Investment Advisor: Morgan Stanley Investment Management Inc.  
Investment Objective: Above-average total return over a market cycle of three to five years by investing primarily in a diversified portfolio of fixed income securities.

**Mutual Fund and Variable Insurance Trust - Rational Insider Buying VA Fund**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2015*

Investment Advisor: Rational Advisors, Inc.  
Investment Objective: Seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: American Century Investment Management, Inc.  
Investment Objective: The Fund seeks capital appreciation, and secondarily current income.

**Nationwide Variable Insurance Trust - American Funds NVIT Asset Allocation Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The fund seeks to provide high total return (including income and capital gains) consistent with preservation of capital over the long term.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Bond Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The Fund seeks to provide as high a level of current income as is consistent with the preservation of capital.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Global Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The Fund seeks to provide long-term growth of capital.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The Fund seeks to provide long-term growth of capital.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Growth-Income Fund: Class II**

Investment Advisor: Capital Research and Management Company, Nationwide Fund Advisors  
Investment Objective: The fund seeks to achieve long-term growth of capital and income.

Designation: MF

**Nationwide Variable Insurance Trust - BlackRock NVIT Equity Dividend Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund's investment objective is to seek capital growth and income through investments in equity securities, including common stocks, preferred stocks, and convertible securities.

**Nationwide Variable Insurance Trust - DoubleLine NVIT Total Return Tactical Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: DoubleLine Capital LP  
Investment Objective: The Fund seeks to maximize total return.

**Nationwide Variable Insurance Trust - Federated NVIT High Income Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Federated Investment Management Company  
Investment Objective: The Fund seeks to provide high current income.

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Multi Cap Opportunities Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Socially Responsible Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks long-term total return by investing primarily in securities of companies that meet the fund's financial criteria and social policy.

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Aggressive Fund seeks maximum growth of capital consistent with a more aggressive level of risk as compared to other Cardinal Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Balanced Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return through investment in both equity and fixed income securities.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Capital Appreciation Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a less aggressive level of risk as compared to other Cardinal Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a conservative level of risk as compared to other Cardinal Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a moderate level of risk as compared to other Cardinal Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a moderately aggressive level of risk as compared to other Cardinal Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The fund seeks a high level of total return consistent with a moderately conservative level of risk.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Core Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks a high level of current income consistent with preserving capital.

**Nationwide Variable Insurance Trust - NVIT Core Plus Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks long-term total return consistent with reasonable risk.



**Nationwide Variable Insurance Trust - NVIT Emerging Markets Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Lazard Asset Management, LLC and Standard Life Investments (Corporate Funds) Limited  
Investment Objective: The Fund seeks long-term capital growth by investing primarily in equity securities of companies located in emerging market countries.

**Nationwide Variable Insurance Trust - NVIT Government Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The fund seeks as high a level of current income as is consistent with the preservation of capital.

**Nationwide Variable Insurance Trust - NVIT Government Money Market Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Federated Investment Management Company  
Investment Objective: The Fund seeks as high a level of current income as is consistent with preserving capital and maintaining liquidity.

**Nationwide Variable Insurance Trust - NVIT International Equity Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Lazard Asset Management LLC  
Investment Objective: The Fund seeks long-term capital growth by investing primarily in equity securities of companies in Europe, Australasia, the Far East and other regions, including developing countries.

**Nationwide Variable Insurance Trust - NVIT International Index Fund: Class VIII**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks to match the performance of the MSCI Europe, Australasia and Far East Index ("MSCI EAFE Index") as closely as possible before the deduction of Fund expenses.

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The NVIT Investor Destinations Aggressive Fund seeks maximum growth of capital consistent with a more aggressive level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Balanced Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The NVIT Investor Destinations Balanced Fund seeks a high level of total return through investment in both equity and fixed-income securities.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Capital Appreciation Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The NVIT Investor Destinations Capital Appreciation Fund seeks growth of capital, but also seeks income consistent with a less aggressive level of risk as compared to other NVIT Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The NVIT Investor Destinations Conservative Fund seeks a high level of total return consistent with a conservative level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The NVIT Investor Destinations Moderate Fund seeks a high level of total return consistent with a moderate level of risk as compared to other Investor Destinations Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The NVIT Investor Destinations Moderately Aggressive Fund seeks growth of capital, but also seeks income consistent with a moderately aggressive level of risk as compared to other Investor Destinations Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The NVIT Investor Destinations Moderately Conservative Fund seeks a high level of total return consistent with a moderately conservative level of risk.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Large Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Boston Advisors, LLC  
Investment Objective: The Fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Mid Cap Index Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The Fund seeks capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi Sector Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Logan Circle Partners, L.P.  
Investment Objective: The Fund seeks to provide above average total return over a market cycle of three to five years.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Invesco Advisers, Inc. and American Century Investment Management, Inc.  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Thompson, Siegel & Walmsley LLC  
Investment Objective: The Fund seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Massachusetts Financial Services Company; Smith Asset Management Group; and Loomis, Sayles & Company L.P.  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Massachusetts Financial Services Company; The Boston Company Asset Management, LLC; Wellington Management Company, LLP  
Investment Objective: The fund seeks long-term capital growth.



**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Investment Advisers LLC; Wells Capital Management, Inc.  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: American Century Investment Management, Inc.; Thompson, Siegel & Walmsley LLC;  
WEDGE Capital Management L.L.P.  
Investment Objective: The fund seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: OppenheimerFunds, Inc.; Wellington Management Company, LLP  
Investment Objective: The Fund seeks capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Epoch Investment Partners, Inc.; JPMorgan Investment Management Inc.  
Investment Objective: The Fund seeks capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Company Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Jacobs Levy Equity Management, Inc.; OppenheimerFunds, Inc.  
Investment Objective: The Fund seeks long-term growth of capital.

**Nationwide Variable Insurance Trust - NVIT Nationwide Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: AQR Capital Management, LLC  
Investment Objective: The Fund seeks total return through a flexible combination of capital appreciation and current income.

**Nationwide Variable Insurance Trust - NVIT Real Estate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Wellington Management Company LLP  
Investment Objective: The Fund seeks current income and long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Short Term Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks to provide a high level of current income while preserving capital and minimizing fluctuations in share value.

**Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class I**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Templeton Investment Counsel, LLC  
Investment Objective: The Fund seeks to maximize total return consisting of capital appreciation and/or current income.

**Neuberger Berman Advisers Management Trust - Short Duration Bond Portfolio: Class I**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2012*

Investment Advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks the highest available current income consistent with liquidity and low risk to principal; total return is a secondary goal.

**Oppenheimer Variable Account Funds - Oppenheimer Global Fund/VA: Service Shares**

Investment Advisor: OFI Global Asset Management, Inc.  
Sub-advisor: OppenheimerFunds, Inc.  
Investment Objective: The Fund seeks capital appreciation.

**Oppenheimer Variable Account Funds - Oppenheimer Global Strategic Income Fund/VA: Service Shares**

Investment Advisor: OFI Global Asset Management, Inc.  
Sub-advisor: OppenheimerFunds, Inc.  
Investment Objective: The Fund seeks total return.

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Fund®/VA: Service Shares**

Investment Advisor: OFI Global Asset Management, Inc.  
Sub-advisor: OppenheimerFunds, Inc.  
Investment Objective: The Fund seeks capital appreciation.

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Small Cap Fund®/VA: Service Shares**

Investment Advisor: OFI Global Asset Management, Inc.  
Sub-advisor: OppenheimerFunds, Inc.  
Investment Objective: Capital appreciation.

**PIMCO Variable Insurance Trust - All Asset Portfolio: Advisor Class**

Investment Advisor: PIMCO  
Sub-advisor: Research Affiliates, LLC  
Investment Objective: The Portfolio seeks maximum real return, consistent with preservation of real capital and prudent investment management.  
  
Designation: FF

**PIMCO Variable Insurance Trust - Foreign Bond Portfolio (Unhedged): Advisor Class**

Investment Advisor: PIMCO  
Investment Objective: The portfolio seeks maximum total return consistent with preservation of capital and prudent investment management.

**PIMCO Variable Insurance Trust - Low Duration Portfolio: Advisor Class**

Investment Advisor: Pacific Investment Management Company LLC  
Investment Objective: The Portfolio seeks maximum total return, consistent with preservation of capital and prudent investment management.

**PIMCO Variable Insurance Trust - Total Return Portfolio: Advisor Class**

Investment Advisor: Pacific Investment Management Company LLC  
Investment Objective: The Portfolio seeks maximum total return, consistent with preservation of capital and prudent investment management.

**Schwab Annuity Portfolios - Schwab Government Money Market Portfolio™**

Investment Advisor: Charles Schwab Investment Management, Inc.  
Investment Objective: Money market. The portfolio's goal is to seek the highest current income consistent with stability of capital and liquidity.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Health Sciences Portfolio: II**

Investment Advisor: T. Rowe Price Associates, Inc.  
Investment Objective: The fund seeks long-term capital appreciation.

**VanEck VIP Trust - VanEck VIP Global Hard Assets Fund: Class S (formerly, VanEck VIP Trust - VanEck VIP Global Hard Assets Fund: Service Class)**

Investment Advisor: Van Eck Associates Corporation  
Investment Objective: Long-term capital appreciation by investing primarily in hard asset securities. Income is a secondary consideration.

**VanEck VIP Trust - VanEck VIP Global Hard Assets Fund: Initial Class**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2012*

Investment Advisor: Van Eck Associates Corporation  
Investment Objective: Long-term capital appreciation by investing primarily in hard asset securities. Income is a secondary consideration.

**Wells Fargo Variable Trust - VT Small Cap Growth Fund: Class 2**

Investment Advisor:	Wells Fargo Funds Management, LLC
Sub-advisor:	Wells Capital Management, Inc.
Investment Objective:	Seeks long-term capital appreciation.

**Prospectus supplement dated March 12, 2018**

**to the following prospectus(es):**

Nationwide Destination Architect 2.0, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, Nationwide Destination Freedom+, BOA CVUL Future (NWL), BAE Future Corporate FPVUL, Next Generation Corporate Variable Universal Life, Future Executive VUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, Nationwide YourLife Survivorship VUL, BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity II, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination B, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination L, Nationwide Destination L 2.0, America's marketFLEX Advisor Annuity, America's marketFLEX II Annuity, America's marketFLEX Edge Annuity, BOA All American Annuity, Sun Trust All American, M&T All American, Compass All American, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, The BB&T Future Annuity, BOA V, NEA Valuebuilder Select, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, BOA Next Generation II FPVUL, NLIC Options Plus, NLIC Options Premier, and NLIC Options dated May 1, 2017

America's marketFLEX Annuity and BOA America's Exclusive Annuity II dated May 1, 2016

BOA America's Income Annuity and BOA Advisor Variable Annuity dated May 1, 2014

BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Venue Annuity, BOA Choice Annuity, Key Choice, and Paine Webber Choice Annuity dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, Next Generation Survivorship Life, BOA ChoiceLife Survivorship II, BOA Protection Survivorship Life, BOA ChoiceLife Protection, and Marathon VUL (NLAIC) dated May 1, 2009

Nationwide Enterprise The Best of America Annuity, BOA TruAccord Variable Annuity, Market Street VIP/2 Annuity (NLAIC), BOA MSPVL, BOA MSPVL II (BOA MSPVL Future), BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, America's marketFLEX VUL, Nationwide Options Select - New York, Survivor Options Premier (NLIC), Survivor Options Elite (NLIC), BOA CVUL Future (NLAIC), BOA CVUL (NLAIC), INVESCO PCVUL, Nationwide Options Select AO, Survivor Options Premier (NLAIC), and Options Premier (NLAIC) dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and BOA Exclusive Annuity dated May 1, 2004

ElitePRO LTD and ElitePRO Classic dated May 1, 2003

BOA InvestCare, VIP Extra Credit Annuity (NLIC), Market Street VIP/2 Annuity (NLIC), VIP Extra Credit Annuity (NLAIC), BOA SPVL, BOA Last Survivor FPVUL, Multi-Flex FPVUL, and Options VL (NLAIC) dated May 1, 2002

VIP Premier DCA Annuity (NLIC) and VIP Premier DCA Annuity (NLAIC) dated November 1, 2001

Eagle Choice Annuity and Options VIP Annuity (NLAIC) dated May 1, 2001  
Survivor Options Plus (NLIC), Special Product (NLIC), and Survivor Options VL (NLAIC) dated May  
1, 2000

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

At a meeting held on or about March 7, 2018, the Board of Trustees of Nationwide Variable Insurance Trust (the "Trust") approved the termination of Putnam Investment Management, LLC ("Putnam") as a subadvisor to the NVIT Multi-Manager Small Company Fund (the "Fund"). This change is anticipated to take effect on or about April 27, 2018 (the "Effective Date").

**Prospectus supplement dated January 4, 2018  
to the following prospectus(es):**

Nationwide Destination Architect 2.0, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, Nationwide YourLife Survivorship VUL, Nationwide Protector IVUL, Nationwide Accumulator IVUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, NLIC Options Plus, NLIC Options Premier, BOA America's Future Annuity, BOA V, BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity II, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Nationwide Destination B, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination L, Nationwide Destination L 2.0, BOA FPVUL, BOA Next Generation FPVUL, and BOA ChoiceLife FPVUL dated May 1, 2017

BOA America's Exclusive Annuity II dated May 1, 2016

BOA America's Income Annuity dated May 1, 2014

BOA Choice Annuity, Paine Webber Choice Annuity, BOA Choice Venue Annuity II, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York) dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

Marathon VUL (NLAIC), BOA Last Survivorship II, BOA ChoiceLife Survivorship, Next Generation Survivorship Life, BOA ChoiceLife Survivorship II, BOA Protection Survivorship Life, BOA ChoiceLife Protection dated May 1, 2009

Survivor Options Premier (NLIC), Survivor Options Elite (NLIC), Survivor Options Premier (NLAIC), Options Premier (NLAIC), Nationwide Enterprise The Best of America Annuity, Nationwide Options Select AO, BOA MSPVL, BOA MSPVL II (BOA MSPVL Future), BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, Nationwide Options Select - New York dated May 1, 2008

<b>This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.</b>
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**On December 18, 2017 (the "Effective Date"), the Fidelity Funds' Board of Trustees approved the removal of short-term redemption fees from certain Fidelity funds.**

Therefore, the following changes apply as of the Effective Date:

- Short-term redemption fees will no longer be assessed on the Fidelity Variable Insurance Products Fund – VIP Energy Portfolio: Service Class 2 fund.

**Prospectus supplement dated November 15, 2017  
to the following prospectus(es):**

Nationwide Destination EV NY 2.0, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination L NY 2.0, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, Nationwide YourLife Survivorship VUL, Future Executive VUL, BOA CVUL Future (NWL), BAE Future Corporate FPVUL, Next Generation Corporate Variable Universal Life, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, Nationwide Destination Freedom+, NEA Valuebuilder, America's marketFLEX II Annuity, America's marketFLEX Edge Annuity, America's marketFLEX Advisor Annuity, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, BOA V, NEA Valuebuilder Select, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, BOA Next Generation II FPVUL, BOA All American Annuity, M&T All American, BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity II, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, America's Horizon Annuity, Nationwide Destination C, BOA Elite Venue Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, Nationwide Destination L, Nationwide Destination B, Nationwide Destination EV 2.0, Nationwide Destination L 2.0, NLIC Options, NLIC Options Plus, and NLIC Options Premier dated May 1, 2017

The One Investor Annuity, America's marketFLEX Annuity, and BOA America's Exclusive Annuity II dated May 1, 2016

BOA America's Income Annuity dated May 1, 2014

BOA Choice Annuity, Key Choice, Paine Webber Choice Annuity, BOA Choice Venue Annuity, BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, and Nationwide Destination Navigator (New York) dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

Marathon VUL (NLAIC), BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA Protection Survivorship Life, BOA ChoiceLife Protection, Next Generation Survivorship Life, and BOA ChoiceLife Survivorship II dated May 1, 2009

Multi-Flex Annuity, BOA TruAccord Variable Annuity, Nationwide Enterprise The Best of America Annuity, BOA CVUL Future (NLAIC), BOA CVUL (NLAIC), INVESCO PCVUL, Nationwide Options Select AO, BOA MSPVL, BOA MSPVL II (BOA MSPVL Future), BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, America's marketFLEX VUL, Nationwide Options Select - New York, Survivor Options Elite (NLIC), Survivor Options Premier (NLIC), Market Street VIP/2 Annuity (NLAIC), Options Premier (NLAIC), and Survivor Options Premier (NLAIC) dated May 1, 2008

BOA Exclusive Annuity, America's Vision Plus Annuity, and America's Vision Annuity dated May 1, 2004

ElitePRO LTD and ElitePRO Classic dated May 1, 2003

BOA InvestCare, BOA SPVL, BOA Multiple Pay, BOA Last Survivor FPVUL, Multi-Flex FPVUL, Market Street VIP/2 Annuity (NLIC), VIP Extra Credit Annuity (NLIC), VIP Extra Credit Annuity (NLAIC), and Options VL (NLAIC) dated May 1, 2002

VIP Premier DCA Annuity (NLIC) and VIP Premier DCA Annuity (NLAIC) dated November 1, 2001



NLAIC Annuity and Options VIP Annuity (NLAIC) dated May 1, 2001  
Citibank Annuity, Special Product (NLIC), Survivor Options Plus (NLIC), and Survivor Options VL  
(NLAIC) dated May 1, 2000  
VIP Annuity (NLIC) and NLAIC VIP Annuity dated May 2, 1994  
SPVL and VLI (NLIC) dated May 1, 1987

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

Effective on or about November 13, 2017 (the "Effective Date"), HighMark Capital Management, Inc. ("HighMark") will no longer serve as subadviser to the Nationwide Variable Insurance Trust – Nationwide Fund (the "Fund").

At a special meeting on November 8, 2017, the Board of Trustees (the "Board") of the Nationwide Variable Insurance Trust (the "Trust") approved the appointment of AQR Capital Management, LLC (AQR) as the new subadviser to the Fund. This change is anticipated to be implemented on or about the Effective Date.

**Prospectus supplement dated September 29, 2017  
to the following prospectus(es):**

Nationwide Destination Freedom+, Nationwide Destination Architect 2.0, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L

NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, Nationwide YourLife Survivorship VUL, BOA CVUL Future (NWL), BAE Future Corporate FPVUL, Future Executive VUL, Next Generation Corporate Variable Universal Life, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, NLIC Options Plus, NLIC Options Premier, America's marketFLEX Advisor Annuity, America's marketFLEX II Annuity, America's marketFLEX Edge Annuity, BOA All American Annuity, M&T All American, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, BOA V, NEA Valuebuilder Select, BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity II, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination B, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination L, Nationwide Destination L 2.0, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, and BOA Next Generation II FPVUL dated May 1, 2017

America's marketFLEX Annuity and BOA America's Exclusive Annuity II dated May 1, 2016

BOA America's Income Annuity dated May 1, 2014

BOA Choice Venue Annuity, BOA Choice Annuity, Paine Webber Choice Annuity, BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, and Nationwide Destination Navigator (New York) dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

Marathon VUL (NLAIC), BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Protection Survivorship Life, and BOA ChoiceLife Protection dated May 1, 2009

Survivor Options Premier (NLIC), Survivor Options Elite (NLIC), Survivor Options Premier (NLAIC), Options Premier (NLAIC), BOA TruAccord Variable Annuity, Nationwide Enterprise The Best of America Annuity, BOA CVUL Future (NLAIC), BOA CVUL (NLAIC), Nationwide Options Select AO, BOA MSPVL, BOA MSPVL II (BOA MSPVL Future), BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, and Nationwide Options Select - New York dated May 1, 2008

BOA Exclusive Annuity, America's Vision Plus Annuity, and America's Vision Annuity dated May 1, 2004

ElitePRO LTD and ElitePRO Classic dated May 1, 2003

BOA SPVL, BOA Last Survivor FPVUL, and Multi-Flex FPVUL dated May 1, 2002

<p><b>This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.</b></p>
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On September 13, 2017, the Board of Trustees of Nationwide Variable Insurance Trust (the "Trust") approved the termination of Brookfield Investment Management, Inc. ("Brookfield") as the subadviser to the NVIT Real Estate Fund (the "Fund") and approved the appointment of Wellington Management Company LLP ("Wellington Management") as the new subadviser to the Fund. This change is anticipated to take effect on or about September 29, 2017 (the "Effective Date").

**Prospectus supplement dated June 21, 2017**

**to the following prospectus(es):**

Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, Nationwide Destination Freedom+, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, Nationwide YourLife Survivorship VUL, BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity II, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination B, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination L, Nationwide Destination L 2.0, America's marketFLEX Advisor Annuity, America's marketFLEX II Annuity, America's marketFlex Edge Annuity, BOA All American Annuity, M&T All American, Compass All American, BOA America's Future Annuity, The BB&T Future Annuity, BOA V, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, BOA Next Generation II FPVUL, NLIC Options Plus, NLIC Options Premier, and NLIC Options prospectus dated May 1, 2017

America's marketFLEX Annuity and BOA America's Exclusive Annuity II dated May 1, 2016

BOA America's Income Annuity and BOA Advisor Variable Annuity dated May 1, 2014

BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Venue Annuity, BOA Choice Annuity, and Paine Webber Choice Annuity dated May 1, 2013

Schwab Income Choice Variable Annuity dated May 1, 2012

Schwab Custom Solutions Variable Annuity dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Protection Survivorship Life, BOA ChoiceLife Protection, and Marathon VUL (NLAIC) dated May 1, 2009

Nationwide Enterprise The Best of America Annuity, BOA TruAccord Variable Annuity, Market Street VIP/2 Annuity (NLAIC), BOA MSPVL, BOA MSPVL II (BOA MSPVL Future), BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, Nationwide Options Select - New York, Survivor Options Premier (NLIC), Survivor Options Elite (NLIC), Nationwide Options Select AO, Survivor Options Premier (NLAIC), and Options Premier (NLAIC) dated May 1, 2008

BOA Exclusive Annuity dated May 1, 2004

ElitePRO LTD and ElitePRO Classic dated May 1, 2003

VIP Extra Credit Annuity (NLIC), Market Street VIP/2 Annuity (NLIC), VIP Extra Credit Annuity (NLAIC), and Options VL (NLAIC) dated May 1, 2002

VIP Premier DCA Annuity (NLIC) and VIP Premier DCA Annuity (NLAIC) dated November 1, 2001  
Options VIP Annuity (NLAIC) dated May 1, 2001

Survivor Options Plus (NLIC), Special Product (NLIC), and Survivor Options VL (NLAIC) dated May 1, 2000

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

On June 14, 2017, the Board of Trustees of Nationwide Variable Insurance Trust (the "Trust") approved the termination of J.P. Morgan Investment Management Inc. ("JPMorgan") as a subadviser to the NVIT Multi-Manager International Value Fund (the "Fund") and approved the appointment of Thompson, Siegel & Walmsley LLC ("TSW") as a new subadviser to the Fund. This change is anticipated to take effect on or about July 10, 2017 (the "Effective Date").

**Prospectus supplement dated June 1, 2017**

**to the following prospectus(es):**

M&T All American Gold, Schwab Income Choice Variable Annuity, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), and Nationwide Destination EV

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**The following disclosure changes are made to the prospectus:**

- (1) The prospectus offers the following underlying mutual fund(s) as investment option(s) under the contract/policy. Effective May 1, 2017, the name of the investment option(s) are updated as indicated below:

CURRENT NAME	UPDATED NAME
Mutual Fund and Variable Insurance Trust – Catalyst Insider Buying VA Fund	Mutual Fund and Variable Insurance Trust – Rational Insider Buying VA Fund

- (2) The prospectus offers the following underlying mutual fund(s) as investment option(s) under the contract/policy. Effective June 5, 2017, the name of the investment option(s) are updated as indicated below:

CURRENT NAME	UPDATED NAME
Janus Aspen Series - Forty Portfolio: Service Shares	Janus Henderson VIT Forty Portfolio: Service Shares
Janus Aspen Series - Global Technology Portfolio: Service Shares	Janus Henderson VIT Global Technology Portfolio: Service Shares
Janus Aspen Series - Overseas Portfolio: Service Shares	Janus Henderson VIT Overseas Portfolio: Service Shares

**Prospectus supplement dated May 1, 2017  
to the following prospectus(es):**

Schwab Income Choice Variable Annuity dated May 1, 2012

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**The following disclosure changes are made to the prospectus:**

- (1) Effective May 1, 2017, the following underlying mutual fund(s) are added as investment option(s) under the contract/policy. The investment option(s) are added to *Appendix A: Underlying Mutual Funds*:

**Columbia Funds Variable Series Trust II - Columbia VP High Yield Bond Fund: Class 2**

Investment Advisor: Columbia Management Investment Advisors, LLC  
Investment Objective: The Fund seeks to provide shareholders with high current income as its primary objective and, as its secondary objective, capital growth.

- (2) The following investment option(s) are only available to contracts/policies for which good order applications were received prior to May 1, 2017:
- Fidelity Variable Insurance Products Fund - VIP Mid Cap Portfolio: Initial Class
  - Ivy Funds Variable Insurance Portfolios - Asset Strategy
  - Ivy Funds Variable Insurance Portfolios - High Income
- (3) The prospectus offers the following underlying mutual fund(s) as investment option(s) under the contract/policy. Effective May 1, 2017, the name of the investment option(s) are updated as indicated below:

CURRENT NAME	UPDATED NAME
The Universal Institutional Funds, Inc. - Core Plus Fixed Income Portfolio: Class II	Morgan Stanley Variable Insurance Fund, Inc. - Core Plus Fixed Income Portfolio: Class II
Nationwide Variable Insurance Trust - NVIT Money Market Fund: Class I	Nationwide Variable Insurance Trust - NVIT Government Money Market Fund: Class I
Ivy Funds Variable Insurance Portfolios - Asset Strategy	Ivy Variable Insurance Portfolios - Asset Strategy
Ivy Funds Variable Insurance Portfolios - High Income	Ivy Variable Insurance Portfolios - High Income
Ivy Funds Variable Insurance Portfolios - Mid Cap Growth	Ivy Variable Insurance Portfolios - Mid Cap Growth

**Effective May 1, 2017, the *Legal Proceedings* section of the prospectus is deleted and replaced in its entirety with the following:**

## **Legal Proceedings**

### **Nationwide Life Insurance Company**

Nationwide Financial Services, Inc. (NFS, or collectively with its subsidiaries, "the Company") was formed in November 1996. NFS is the holding company for Nationwide Life Insurance Company (NLIC), Nationwide Life and Annuity Insurance Company (NLAIC) and other companies that comprise the life insurance and retirement savings operations of the



Nationwide group of companies (Nationwide). This group includes Nationwide Financial Network (NFN), an affiliated distribution network that markets directly to its customer base. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. These proceedings include proceedings specific to the Company and proceedings generally applicable to business practices in the industries in which the Company operates. The outcomes of these proceedings cannot be predicted due to their complexity, scope, and many uncertainties. Regulatory proceedings may also affect the outcome of one or more of the Company's litigation matters. Furthermore, it is often not possible with any degree of certainty to determine the likely ultimate outcomes of the pending regulatory and legal proceedings or to provide reasonable ranges of potential losses. Some matters are in very preliminary stages, and the Company does not have sufficient information to make an assessment of the claims for liability or damages. In some of the legal proceedings which are seeking to be certified as class actions, the court has not yet decided whether a class will be certified or (in the event of certification) the size of the class and class period. In many of legal proceedings, the plaintiffs are seeking undefined amounts of damages or other relief, including punitive damages and equitable remedies, which are difficult to quantify and cannot be defined based on the information currently available. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory proceedings is not likely to have a material adverse effect on the Company's condensed consolidated financial position. Nonetheless, it is possible that such outcomes could materially affect the Company's condensed consolidated financial position or results of operations in a particular quarter or annual period given the large or indeterminate amounts sought in certain of these legal proceedings and the inherent unpredictability of litigation. The Company maintains Professional Liability Insurance and Director and Officer Liability insurance policies that may cover losses for certain legal and regulatory proceedings. The Company recognizes an asset for insurance recoveries, not to exceed cumulative accrued losses, when recovery under such policies is probable and reasonably estimable.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor ("DOL"), the Internal Revenue Service, the Federal Reserve Bank and state insurance authorities. Such regulatory entities may, in the normal course, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. With respect to all such scrutiny directed at the Company or its affiliates, the Company is cooperating with regulators. The Company will cooperate with its ultimate parent company, Nationwide Mutual Insurance Company ("NMIC") insofar as any inquiry, examination or investigation encompasses NMIC's operations. In addition, recent regulatory activity, including activity by the DOL, may impact the Company's business and operations, and certain estimates and assumptions used by the Company in determining the amounts presented in the financial statements and accompanying notes. Actual results could differ significantly from those estimates and assumptions.

## **Nationwide Investment Services Corporation**

The general distributor, NISC, is not engaged in any litigation of any material nature.

**Prospectus supplement dated March 14, 2017**

**to the following prospectus(es):**

BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity II, Nationwide Destination Architect 2.0, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L, Nationwide Destination L 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, America's marketFLEX Advisor Annuity, America's marketFLEX II Annuity, America's marketFLEX Edge Annuity, Nationwide Destination Freedom+, BOA All American Annuity, Sun Trust All American, M&T All American, Compass All American, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, The BB&T Future Annuity, BOA V, NEA Valuebuilder Select, NEA Valuebuilder, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, BOA CVUL Future (NWL), BAE Future Corporate FPVUL, Next Generation Corporate Variable Universal Life, Future Executive VUL, BOA Next Generation II FPVUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, NLIC Options Plus, NLIC Options Premier, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, Nationwide YourLife Survivorship VUL, America's marketFLEX Annuity, and BOA America's Exclusive Annuity II prospectus dated May 1, 2016

BOA America's Income Annuity and BOA Advisor Variable Annuity prospectus dated May 1, 2014

BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Venue Annuity, BOA Choice Annuity, and Key Choice prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Protection Survivorship Life, BOA ChoiceLife Protection, and Marathon VUL (NLAIC) prospectus dated May 1, 2009

Nationwide Enterprise The Best of America Annuity, BOA TruAccord Variable Annuity, BOA MSPVL, BOA MSPVL II (BOA MSPVL Future), BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, Nationwide Options Select - New York, Options Elite (NLIC), Survivor Options Elite (NLIC), BOA CVUL Future (NLAIC), BOA CVUL (NLAIC), Nationwide Options Select AO, Survivor Options Premier (NLAIC), Options Premier (NLAIC), and Options Elite (NLAIC) prospectus dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and BOA Exclusive Annuity prospectus dated May 1, 2004

ElitePRO LTD and ElitePRO Classic prospectus dated May 1, 2003

BOA InvestCare, BOA SPVL, BOA Multiple Pay, BOA Last Survivor FPVUL, Multi-Flex FPVUL, Options VL (NLAIC) prospectus dated May 1, 2002

Survivor Options Plus (NLIC), Special Product (NLIC), and Survivor Options VL (NLAIC)  
prospectus dated May 1, 2000

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

On March 8, 2017, the Board of Trustees of Nationwide Variable Insurance Trust (the "Trust") approved the termination of Winslow Capital Management, LLC ("Winslow") as subadviser to the NVIT Multi-Manager Large Cap Growth Fund (the "Fund") and approved the appointment of Loomis, Sayles & Company, L.P. ("Loomis Sayles") to subadvise the Fund. This change is anticipated to take effect on or about March 31, 2017 (the "Effective Date").

**Prospectus supplement dated December 20, 2016  
to the following prospectus(es):**

Nationwide Destination Architect 2.0, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, Nationwide Destination Freedom+, BOA CVUL Future (NWL), BAE Future Corporate FPVUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, and Nationwide YourLife Survivorship VUL prospectus dated May 1, 2016

BOA IV, BOA America's Vision Annuity, BOA America's Future Annuity II, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination B, Nationwide Destination L, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, The BB&T Future Annuity, BOA America's Exclusive Annuity II, BOA V, NEA Valuebuilder Select, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, BOA Next Generation II FPVUL, NLIC Options Plus, NLIC Options Premier, and NLIC Options prospectus dated May 1, 2015

BOA America's Income Annuity prospectus dated May 1, 2014

Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), BOA Choice Venue Annuity II, BOA Choice Annuity, Key Choice, and Paine Webber Choice Annuity prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Protection Survivorship Life, BOA ChoiceLife Protection, and Marathon VUL (NLAIC) prospectus dated May 1, 2009

Nationwide Enterprise The Best of America Annuity, Market Street VIP/2 Annuity (NLAIC), BOA MSPVL, BOA MSPVL II (BOA MSPVL Future), BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, Nationwide Options Select - New York, Survivor Options Premier (NLIC), Survivor Options Elite (NLIC), BOA CVUL Future (NLAIC), BOA CVUL (NLAIC), INVESCO PCVUL, Nationwide Options Select AO, Survivor Options Premier (NLAIC), and Options Premier (NLAIC) prospectus dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and BOA Exclusive Annuity prospectus dated May 1, 2004

ElitePRO LTD and ElitePRO Classic prospectus dated May 1, 2003

BOA InvestCare, VIP Extra Credit Annuity (NLIC), Market Street VIP/2 Annuity (NLIC), VIP Extra Credit Annuity (NLAIC), and Options VL (NLAIC) prospectus dated May 1, 2002

VIP Premier DCA Annuity (NLIC) and VIP Premier DCA Annuity (NLAIC) prospectus dated November 1, 2001

Options VIP Annuity (NLAIC) prospectus dated May 1, 2001

Survivor Options Plus (NLIC), Special Product (NLIC), and Survivor Options VL (NLAIC)  
prospectus dated May 1, 2000

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

- On December 7, 2016, the Board of Trustees of Nationwide Variable Insurance Trust (the "Trust") approved the termination of Invesco Advisers, Inc. ("Invesco") as subadviser to the Invesco NVIT Comstock Value Fund (the "Fund") and approved the appointment of BlackRock Investment Management, LLC ("BlackRock") to subadvise the Fund. This change is anticipated to take effect on or before January 31, 2017 (the "Effective Date").
- As of the Effective Date, the Fund is renamed "BlackRock NVIT Equity Dividend Fund." All references in the prospectus to the Fund are updated accordingly.

**Prospectus supplement dated August 3, 2016  
to the following prospectus(es):**

Nationwide Destination B and Nationwide Destination L prospectuses dated May 1, 2016  
Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York) prospectuses dated May 1, 2013  
Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**The following changes are made to the prospectus:**

**1) The *Designations Key of Appendix A: Underlying Mutual Funds* is revised to include the following designation:**

MF: The underlying mutual fund operates as a "feeder fund", which means it invests all of its investment assets in another mutual fund, the "master fund". Investors in this underlying mutual fund will bear the fees and expenses of both this underlying mutual fund and the "master fund" in which it invests. Therefore, this may result in higher expenses than those of other underlying mutual funds that invest directly in individual securities. Refer to the prospectus for this underlying mutual fund for more information.

**The designations for the following underlying mutual funds listed in *Appendix A: Underlying Mutual Funds* are updated as follows:**

**Nationwide Variable Insurance Trust - American Funds NVIT Asset Allocation Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The fund seeks to provide high total return (including income and capital gains) consistent with preservation of capital over the long term.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Bond Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The Fund seeks to maximize an investors level of current income and preserve the investor's capital.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Global Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The Fund is designed for investors seeking capital appreciation through stocks.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The Fund is designed for investors seeking capital appreciation principally through investment in stocks.

Designation: MF

**Nationwide Variable Insurance Trust - American Funds NVIT Growth-Income Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The fund seeks to achieve long-term growth of capital and income.

Designation: MF

**2) Effective January 1, 2016, all references to Neuberger Berman Management LLC, Neuberger Berman LLC, and Neuberger Berman Fixed Income LLC as Sub-advisor to the following funds is changed to Neuberger Berman Investment Advisers LLC:**

- Nationwide Variable Insurance Trust – NVIT Multi-Manager Mid Cap Growth Fund
- Nationwide Variable Insurance Trust – Neuberger Berman NVIT Multi Cap Opportunities Fund

- Neuberger Berman Advisers Management Trust – Short Duration Bond Portfolio
- Nationwide Variable Insurance Trust – NVIT Core Bond Fund
- Nationwide Variable Insurance Trust – Neuberger Berman NVIT Socially Responsible Fund



**Prospectus supplement dated May 1, 2016  
to the following prospectus(es):**

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**The following disclosure changes are made to the prospectus:**

**1) The *Treatment of Unclaimed Property* section in the prospectus is deleted and replaced in its entirety with the following:**

**Treatment of Unclaimed Property**

Every state has unclaimed property laws which generally declare annuity contracts or life insurance policies to be abandoned after a period of inactivity of three to five years from the contract's annuity commencement date or policy maturity date or the date Nationwide becomes informed that a death benefit is due and payable. For example, if the payment of a death benefit has been triggered, but, if after a thorough search, Nationwide is still unable to locate the beneficiary of the death benefit, or the beneficiary does not come forward to claim the death benefit in a timely manner, the death benefit will be surrendered and placed in a non-interest bearing account. While in the non-interest bearing account, Nationwide will continue to perform due diligence required by state law. Once the state mandated period has expired, Nationwide will escheat the death benefit to the abandoned property division or unclaimed property office of the state in which the beneficiary or the contract/policy owner last resided, as shown on Nationwide's books and records, or to Ohio, Nationwide's state of domicile. If a claim is subsequently made, the state is obligated to pay any such amount (without interest) to the designated recipient upon presentation of proper documentation.

**To prevent escheatment, it is important to update beneficiary designations - including complete names, complete addresses, phone numbers, and social security numbers - as they change. Such updates should be sent to the Service Center.**

**2) Effective May 1, 2016, any and all references to "underlying mutual fund payments" are deleted and replaced with "underlying mutual fund service fee payments" in the prospectus and/or SAI.**

**3) Effective May 1, 2016, any and all references to "mutual fund payments" are deleted and replaced with "mutual fund service fee payments" in the prospectus and/or SAI.**

**The following investment option(s) are only available to contracts/policies for which good order applications were received prior to May 1, 2016:**

- Dreyfus Variable Investment Fund – Appreciation Portfolio: Service Shares
- Janus Aspen Series – Overseas Portfolio: Service Shares

**The prospectus offers the following underlying mutual fund(s) as investment option(s) under the contract/policy. Effective May 1, 2016, the name of the investment option(s) are updated as indicated below:**

CURRENT NAME	UPDATED NAME
Huntington VA Funds – VA Situs Fund	Mutual Fund and Variable Insurance Trust – Catalyst Insider Buying VA Fund
Schwab Money Market Portfolio	Schwab Government Money Market Portfolio
Van Eck VIP Trust – Global Hard Assets Fund: Initial Class	VanEck VIP Trust – Global Hard Assets Fund: Initial Class
Van Eck VIP Trust – Global Hard Assets Fund: Service Class	VanEck VIP Trust – Global Hard Assets Fund: Service Class

CURRENT NAME	UPDATED NAME
Wells Fargo Advantage Variable Trust – VT Small Cap Growth Fund: Class 2	Wells Fargo Variable Trust – VT Small Cap Growth Fund: Class 2

Effective May 1, 2016, the *Legal Proceedings* section of the prospectus is deleted and replaced in its entirety with the following:

## Legal Proceedings

### Nationwide Life Insurance Company and Nationwide Life and Annuity Insurance Company

Nationwide Financial Services, Inc. (NFS, or collectively with its subsidiaries, "the Company") was formed in November 1996. NFS is the holding company for Nationwide Life Insurance Company (NLIC), Nationwide Life and Annuity Insurance Company (NLAIC) and other companies that comprise the life insurance and retirement savings operations of the Nationwide group of companies (Nationwide). This group includes Nationwide Financial Network (NFN), an affiliated distribution network that markets directly to its customer base. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. The Company's legal and regulatory matters include proceedings specific to the Company and other proceedings generally applicable to business practices in the industries in which the Company operates. These matters are subject to many uncertainties, and given their complexity and scope, their outcomes cannot be predicted. Regulatory proceedings could also affect the outcome of one or more of the Company's litigation matters. Furthermore, it is often not possible to determine the ultimate outcomes of the pending regulatory investigations and legal proceedings or to provide reasonable ranges of potential losses with any degree of certainty. Some matters, including certain of those referred to below, are in very preliminary stages, and the Company does not have sufficient information to make an assessment of the plaintiffs' claims for liability or damages. In some of the cases seeking to be certified as class actions, the court has not yet decided whether a class will be certified or (in the event of certification) the size of the class and class period. In many of the cases, the plaintiffs are seeking undefined amounts of damages or other relief, including punitive damages and equitable remedies, which are difficult to quantify and cannot be defined based on the information currently available. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory matters is not likely to have a material adverse effect on the Company's condensed consolidated financial position. Nonetheless, given the large or indeterminate amounts sought in certain of these matters and the inherent unpredictability of litigation, it is possible that such outcomes could materially affect the Company's condensed consolidated financial position or results of operations in a particular quarter or annual period.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor, the Internal Revenue Service, the Federal Reserve Bank and state insurance authorities. Such regulatory entities may, in the normal course, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. The financial services industry has been the subject of increasing scrutiny in connection with a broad spectrum of regulatory issues; with respect to all such scrutiny directed at the Company and/or its affiliates, the Company is cooperating with regulators. The Company will cooperate with Nationwide Mutual Insurance Company (NMIC) insofar as any inquiry, examination or investigation encompasses NMIC's operations.

On August 15, 2001, NFS and NLIC were named in a lawsuit filed in the United States District Court for the District of Connecticut entitled *Lou Haddock, as trustee of the Flyte Tool & Die, Incorporated Deferred Compensation Plan, et al v. Nationwide Financial Services, Inc. and Nationwide Life Insurance Company*. On November 18, 2009, the plaintiffs filed a sixth amended complaint amending the list of named plaintiffs and claiming to represent a class of qualified retirement plan trustees under the Employee Retirement Income Security Act of 1974 (ERISA) that purchased variable annuities from NLIC. The plaintiffs allege that they invested ERISA plan assets in their variable annuity contracts and that NLIC and NFS breached ERISA fiduciary duties by allegedly accepting service payments from certain mutual funds. The complaint seeks damages in an amount equivalent to some or all of the payments allegedly received by NFS and NLIC, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys fees. On November 6, 2009, the Court granted the plaintiffs motion for class certification. On October 21, 2010, the District Court dismissed NFS from the lawsuit. On February 6, 2012, the Second Circuit Court of Appeals vacated the November 6, 2009 order granting class

certification and remanded the case back to the District Court for further consideration. On September 6, 2013, the District Court granted the plaintiffs motion for class certification. On December 11, 2014, the plaintiffs filed a 7th Amended Complaint adding another sub class of defendants that held trust platform products. On December 11, 2014, plaintiff filed a motion for preliminary approval of settlement. On January 5, 2015, the Court signed the Order Preliminarily Approving Settlement and Approving Form and Manner of Notice. On March 31, 2015, the Court held a Fairness Hearing. On April 9, 2015, the Court entered the Final Order and Consent Judgment. The Company has paid the loss amount. In November 2015, the settlement administrator mailed settlement checks to class members.

### **Nationwide Investment Services Corporation**

The general distributor, NISC, is not engaged in any litigation of any material nature.

**Prospectus supplement dated February 11, 2016  
to the following prospectus(es):**

BOA America's Future Annuity II, BOA Achiever Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L, Nationwide Destination L 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, and Nationwide Destination Navigator NY 2.0 prospectus dated May 1, 2015

Nationwide Destination EV, Nationwide Destination Navigator (New York), Nationwide Income Architect Annuity, Nationwide Destination Navigator, and BOA Choice Venue Annuity II prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

<b>This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.</b>
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In December, 2015, the Board of Trustees (the "Board") of the Nationwide Variable Insurance Trust (the "Trust"), on behalf of the Nationwide Variable Insurance Trust – NVIT Growth Fund: Class II ("Target Fund") and the Nationwide Variable Insurance Trust – NVIT Large Cap Growth Fund: Class II ("Acquiring Fund"), approved the Plan of Reorganization whereby all of the Target Fund's assets will be transferred to the Acquiring Fund (the "Transaction"). The Transaction will result in Class II shares of the Target Fund being exchanged for Class II shares of the Acquiring Fund equal in value to (but having a different price per share than) shares of the Target Fund.

The proposed Transaction is subject to approval by the shareholders of the Target Fund at a shareholders' meeting expected to be held on or about March 29, 2016. If approved, the Transaction is expected to occur at the close of business on April 22, 2016. Therefore, effective on or about April 23, 2016, any allocations to the Target Fund are transferred to the Acquiring Fund.

**Prospectus supplement dated December 28, 2015**

**to the following prospectus(es):**

Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination C, Nationwide Destination EV 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, Nationwide YourLife Protection VUL - NLAIC, Nationwide YourLife Survivorship VUL, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Survivorship VUL - New York, NLIC Options Plus, NLIC Options Premier, BOA America's Future Annuity, America's Future Horizon Annuity, Key Future, NEA Valuebuilder Future, BOA America's Exclusive Annuity II, BOA V, NEA Valuebuilder Select, BOA Achiever Annuity, BOA America's Future Annuity II, BOA America's Vision Annuity, BOA Elite Venue Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA IV, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, Nationwide Destination B, Nationwide Destination L, BOA FFPVUL, BOA Next Generation FFPVUL, BOA ChoiceLife FFPVUL, and BOA Next Generation II FFPVUL prospectuses dated May 1, 2015

BOA America's Income Annuity prospectus dated May 1, 2014

BOA Choice Annuity, Paine Webber Choice Annuity, BOA Choice Venue Annuity II, Nationwide Destination EV, Nationwide Destination Navigator, and Nationwide Destination Navigator (New York) prospectuses dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

Marathon VUL (NLAIC), BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA Protection Survivorship Life, and BOA ChoiceLife Protection prospectuses dated May 1, 2009

Survivor Options Elite (NLIC), Survivor Options Premier (NLIC), Options Premier (NLAIC), Survivor Options Premier (NLAIC), Nationwide Enterprise The Best of America Annuity, BOA MSPVL, BOA MSPVL II (BOA MSPVL Future), BOA Protection FFPVUL, and BOA ChoiceLife Protection FFPVUL prospectuses dated May 1, 2008

BOA Exclusive Annuity, America's Vision Annuity, and America's Vision Plus Annuity prospectuses dated May 1, 2004

ElitePRO Classic and ElitePRO LTD prospectuses dated May 1, 2003

Options VL (NLAIC), BOA InvestCare, BOA Last Survivor FFPVUL, and BOA SPVL prospectuses dated May 1, 2002

Special Product (NLIC), Survivor Options Plus (NLIC), and Survivor Options VL (NLAIC) prospectuses dated May 1, 2000

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

- Effectively immediately, the American Century NVIT Growth Fund is renamed "NVIT Growth Fund." All references in the prospectus to the American Century NVIT Growth Fund are updated accordingly.
- On December 9, 2015, the Board of Trustees of the Trust approved the termination of American Century Investment Management, Inc. ("American Century") as subadviser to the NVIT Growth Fund (the "Fund"), and approved the appointment of Boston Advisors, LLC ("Boston Advisors") to subadvise the Fund. This change is anticipated to take effect on or before December 31, 2015 (the "Effective Date").

- On December 9, 2015, the Board of Trustees of Nationwide Variable Insurance Trust (the "Trust") approved the termination of The Boston Company Asset Management, LLC ("The Boston Company") as subadviser to the NVIT Large Cap Growth Fund (the "Fund"), and approved the appointment of Boston Advisors, LLC ("Boston Advisors") to subadvise the Fund. This change is anticipated to take effect on or before December 31, 2015 (the "Effective Date").
- On December 9, 2015, the Board of Trustees of Nationwide Variable Insurance Trust (the "Trust") approved the termination of The Boston Company Asset Management, LLC ("The Boston Company") as subadviser to the NVIT Emerging Markets Fund (the "Fund"), and approved the appointment of Lazard Asset Management LLC ("Lazard") to subadvise the Fund. This change is anticipated to take effect on or about February 1, 2016 (the "Effective Date").
- At a meeting of the Board of Trustees (the "Board") of Nationwide Variable Insurance Trust (the "Trust") held on December 9, 2015, the Board approved the termination of Pyramis Global Advisors, LLC ("Pyramis") as subadviser to the NVIT Multi-Manager Large Cap Growth Fund (the "Fund"), and approved the appointment of Smith Asset Management Group L.P. ("Smith Group") as a new subadviser to the Fund. This change is anticipated to take effect on or before December 31, 2015 (the "Effective Date").
- At a meeting of the Board of Trustees (the "Board") of Nationwide Variable Insurance Trust (the "Trust") held on December 9, 2015, the Board approved the termination of Neuberger Berman Management LLC ("Neuberger Berman") as subadviser to the NVIT Multi-Manager Small Company Fund (the "Fund"), and approved the appointment of Jacobs Levy Equity Management, Inc. ("Jacobs Levy") as a new subadviser to the Fund. This change is anticipated to take effect on or before December 31, 2015 (the "Effective Date").

**Prospectus supplement dated August 19, 2015  
to the following prospectus(es):**

Soloist, Nationwide Destination Architect 2.0, Wells Fargo Gold Variable Annuity, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold NY 2.0, Nationwide Destination B, Nationwide Destination B 2.0, Nationwide Destination B NY 2.0, Nationwide Destination EV 2.0, Nationwide Destination EV NY 2.0, Nationwide Destination L, Nationwide Destination L 2.0, Nationwide Destination L NY 2.0, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator NY 2.0, America's marketFLEX Annuity, America's marketFLEX Advisor Annuity, America's marketFLEX II Annuity, America's marketFlex Edge Annuity, Nationwide Destination Freedom+, BOA All American Annuity, M&T All American, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, NEA Valuebuilder Select, The One Investor Annuity, Next Generation Corporate Variable Universal Life, Future Executive VUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, NLIC Options, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, and Nationwide YourLife Survivorship VUL prospectus dated May 1, 2015

Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), Key Choice, and Paine Webber Choice Annuity prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Successor, Evergreen Ultra Advantage Plus, Market Street VIP/2 Annuity (NLAIC), America's marketFLEX VUL, and INVESCO PCVUL prospectus dated May 1, 2008

America's Vision Plus Annuity and America's Vision Annuity prospectus dated May 1, 2004

Evergreen Ultra Advantage prospectus dated November 25, 2003

ElitePRO LTD and ElitePRO Classic prospectus dated May 1, 2003

BOA InvestCare, VIP Extra Credit Annuity (NLAIC), VIP Extra Credit Annuity (NLIC), and Market Street VIP/2 Annuity (NLIC) prospectus dated May 1, 2002

VIP Premier DCA Annuity (NLIC) and VIP Premier DCA Annuity (NLAIC) prospectus dated November 1, 2001

Options VIP Annuity (NLAIC) prospectus dated May 1, 2001

VIP Annuity (NLIC) and NLAIC VIP Annuity prospectus dated May 2, 1994

<b>This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.</b>
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Effective July 1, 2015, Wells Capital Management (WellsCap), along with the rest of the Asset Management Division of Wells Fargo, rebranded under one name and logo: Wells Fargo Asset Management. This change was made strictly to unify and utilize the recognizable brand identity of Wells Fargo. No other changes are made, materially or otherwise, to WellsCap or to the underlying subaccounts in the product to which WellsCap is a subadviser.



## **Prospectus supplement dated May 1, 2015**

### **to the following prospectus(es):**

Nationwide Destination EV, Nationwide Destination Navigator, and Nationwide Destination Navigator (New York) prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**1) The following disclosures are added to the prospectus. Any conflicting information in the existing prospectus is superseded by the following:**

#### **Cybersecurity**

Nationwide's businesses are highly dependent upon its computer systems and those of its business partners. This makes Nationwide potentially susceptible to operational and information security risks resulting from a cyber-attack. These risks include direct risks, such as theft, misuse, corruption and destruction of data maintained by Nationwide, and indirect risks, such as denial of service attacks on service provider websites and other operational disruptions that impede Nationwide's ability to electronically interact with service providers. Cyber-attacks affecting Nationwide, the underlying mutual funds, intermediaries, and other service providers may adversely affect Nationwide and Contract Values. In connection with any such cyber-attacks, Nationwide and/or its service providers and intermediaries may be subject to regulatory fines and financial losses and/or reputational damage. Cyber security risks may also impact the issuers of securities in which the underlying mutual funds invest, which may cause the underlying mutual funds to lose value. Although Nationwide undertakes substantial efforts to protect its computer systems from cyber-attacks, including internal processes and technological defenses that are preventative or detective, and other controls designed to provide multiple layers of security assurance, there can be no guarantee that Nationwide, its service providers, or the underlying mutual funds will avoid losses affecting contracts due to cyber-attacks or information security breaches in the future.

In the event that contract/policy values are adversely affected as a result of the failure of Nationwide's cyber-security controls, Nationwide will take reasonable steps to restore contract/policy values to the levels that they would have been had the cyber-attack not occurred. Nationwide will not, however, be responsible for any adverse impact to contract/policy values that result from the contract owner or its designee's negligent acts or failure to use reasonably appropriate safeguards to protect against cyber-attacks.

#### **Currency**

Any money Nationwide pays, or that is paid to Nationwide, must be in the currency of the United States of America.

**The first paragraph of the *Types of Payments Nationwide Receives* section is deleted in its entirety and replaced with the following:**

In light of the above, the underlying mutual funds and their affiliates make certain payments to Nationwide or its affiliates (the "payments"). The amount of these payments is typically based on a percentage of assets invested in the underlying mutual funds attributable to the contracts and other variable contracts Nationwide and its affiliates issue, but in some cases may involve a flat fee. These payments are made for various purposes, including payments for the services provided and expenses incurred by the Nationwide companies in promoting, marketing and administering the contracts and underlying funds. Nationwide may realize a profit on the payments received.

**The following paragraph is added to the *Amount of Payments Nationwide Receives* section:**

For contracts/policies owned by an employer sponsored retirement plan, upon a plan trustee's request, Nationwide will provide a best estimate of plan-specific, aggregate data regarding the amount of underlying mutual fund payments Nationwide received in connection with the plan's investments either for the previous calendar year or plan year, if the plan year is not the same as the calendar year.

**2) The following investment option(s) are only available to contracts for which good order applications were received prior to May 1, 2015:**

- AllianceBernstein Variable Products Series Fund, Inc. - AllianceBernstein VPS Dynamic Asset Allocation Portfolio: Class B
- Huntington VA Funds - VA Situs Fund
- Invesco - Invesco V.I. Mid Cap Core Equity: Series II Shares

**3) The prospectus offers the following underlying mutual fund(s) as investment option(s) under the contract. Effective May 1, 2015, the name of the investment option(s) are updated as indicated below:**

CURRENT NAME	UPDATED NAME
AllianceBernstein Variable Products Series Fund, Inc. - AllianceBernstein Small/Mid Cap Value Portfolio: Class B	AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Small/Mid Cap Value Portfolio: Class B
AllianceBernstein Variable Products Series Fund, Inc. - AllianceBernstein VPS Dynamic Asset Allocation Portfolio: Class B	AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Dynamic Asset Allocation Portfolio: Class B
Goldman Sachs Variable Insurance Trust - Goldman Sachs Global Markets Navigator Fund: Service Shares	Goldman Sachs Variable Insurance Trust - Goldman Sachs Global Trends Allocation Fund: Service Shares

**4) The following change(s) have been made with respect to the following underlying mutual fund(s):**

Effective April 30, 2015 (the "Effectiveness Date"), Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class 2 (the "Target Fund") is added as an investment option in all contracts/policies. On the Effectiveness Date, any account value allocated to Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class 2R will transfer to the Target Fund. Following the merger, the Target Fund will remain available as an investment option in all contracts/policies and the following disclosure is added to *Appendix A: Underlying Mutual Funds*.

**Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-adviser: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited, Fidelity Investments Japan Limited  
Investment Objective: Long-term capital growth.

**5) The *Legal Proceedings* section of the prospectus is deleted and replaced in its entirety with the following:**

**Nationwide Life Insurance Company and Nationwide Life and Annuity Insurance Company**

Nationwide Financial Services, Inc. (NFS, or collectively with its subsidiaries, "the Company") was formed in November 1996. NFS is the holding company for Nationwide Life Insurance Company (NLIC), Nationwide Life and Annuity Insurance Company (NLAIC) and other companies that comprise the life insurance and retirement savings operations of the Nationwide group of companies (Nationwide). This group includes Nationwide Financial Network (NFN), an affiliated distribution network that markets directly to its customer base. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. The Company's legal and regulatory matters include proceedings specific to the Company and other proceedings generally applicable to business practices in the industries in which the Company operates. These matters are subject to many uncertainties, and given their complexity and scope, their outcomes cannot be predicted. Regulatory proceedings could also affect the outcome of one or more of the Company's litigation matters. Furthermore, it is often not possible to determine the ultimate outcomes of the pending regulatory investigations and legal proceedings or to provide reasonable ranges of potential losses with any degree of certainty. Some matters, including certain of those referred to below, are in very preliminary stages, and the Company does not have sufficient information to make an assessment of the plaintiffs' claims for liability or damages. In some of the cases seeking to be certified as class actions, the court has not yet decided whether a class

will be certified or (in the event of certification) the size of the class and class period. In many of the cases, the plaintiffs are seeking undefined amounts of damages or other relief, including punitive damages and equitable remedies, which are difficult to quantify and cannot be defined based on the information currently available. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory matters is not likely to have a material adverse effect on the Company's condensed consolidated financial position. Nonetheless, given the large or indeterminate amounts sought in certain of these matters and the inherent unpredictability of litigation, it is possible that such outcomes could materially affect the Company's condensed consolidated financial position or results of operations in a particular quarter or annual period.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor, the Internal Revenue Service, the Federal Reserve Bank and state insurance authorities. Such regulatory entities may, in the normal course, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. The financial services industry has been the subject of increasing scrutiny in connection with a broad spectrum of regulatory issues; with respect to all such scrutiny directed at the Company and/or its affiliates, the Company is cooperating with regulators. The Company will cooperate with Nationwide Mutual Insurance Company (NMIC) insofar as any inquiry, examination or investigation encompasses NMIC's operations.

On August 15, 2001, NFS and NLIC were named in a lawsuit filed in the United States District Court for the District of Connecticut entitled *Lou Haddock, as trustee of the Flyte Tool & Die, Incorporated Deferred Compensation Plan, et al v. Nationwide Financial Services, Inc. and Nationwide Life Insurance Company*. On November 18, 2009, the plaintiffs filed a sixth amended complaint amending the list of named plaintiffs and claiming to represent a class of qualified retirement plan trustees under the Employee Retirement Income Security Act of 1974 (ERISA) that purchased variable annuities from NLIC. The plaintiffs allege that they invested ERISA plan assets in their variable annuity contracts and that NLIC and NFS breached ERISA fiduciary duties by allegedly accepting service payments from certain mutual funds. The complaint seeks damages in an amount equivalent to some or all of the payments allegedly received by NFS and NLIC, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys fees. On November 6, 2009, the Court granted the plaintiffs motion for class certification. On October 21, 2010, the District Court dismissed NFS from the lawsuit. On February 6, 2012, the Second Circuit Court of Appeals vacated the November 6, 2009 order granting class certification and remanded the case back to the District Court for further consideration. On September 6, 2013, the District Court granted the plaintiffs motion for class certification. On December 11, 2014, the plaintiffs filed a 7th Amended Complaint adding another sub class of defendants that held trust platform products. On December 11, 2014, plaintiff filed a motion for preliminary approval of settlement. On January 5, 2015, the Court signed the Order Preliminarily Approving Settlement and Approving Form and Manner of Notice. On March 31, 2015, the Court held a Fairness Hearing and proposed a few changes to the Final Order that Nationwide has taken under consideration. NFS has made adequate provision for all probable and reasonably estimable losses associated with this settlement.

### **Nationwide Investment Services Corporation**

The general distributor, NISC, is not engaged in any litigation of any material nature.

**Prospectus supplement dated August 6, 2014**  
**to the following prospectus(es):**

BOA America's FUTURE Annuity II, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold (Variable Annuity Portfolio II), Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, Nationwide Destination C, BOA Elite Venue Annuity, Nationwide Destination L, Nationwide Destination B, Nationwide Destination EV (2.0), Nationwide Destination EV NY (2.0), Nationwide Destination B NY (2.0), Nationwide Destination Navigator (2.0), Nationwide Destination Navigator NY (2.0), Nationwide Destination All American Gold (2.0), Nationwide Destination All American Gold NY (2.0), and BOA All American Annuity prospectus dated May 1, 2014

BOA Choice Venue Annuity II, Nationwide Destination EV, Nationwide Destination Navigator, and Nationwide Destination Navigator (New York) prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

The prospectus offers the following underlying mutual funds as investment options under the contract. The prospectus has been corrected to reflect updated information for these investment options as indicated below:

UNDERLYING MUTUAL FUND	UPDATED INFORMATION
BlackRock Variable Series Funds, Inc. - BlackRock Global Allocation V.I. Fund	Sub-advisor: BlackRock Investment Management, LLC
Nationwide Variable Insurance Trust - NVIT Large Cap Growth Fund	Sub-advisor: The Boston Company Asset Management, LLC
Nationwide Variable Insurance Trust - NVIT Multi-Manager International Value Fund	Sub-advisor: Dimensional Fund Advisors LP; JPMorgan Investment Management Inc.
Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund	Sub-advisor: Massachusetts Financial Services Company; Pyramis Global Advisors LLC; and Winslow Capital Management, LLC
Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund	Sub-advisor: Massachusetts Financial Services Company; Wellington Management Company, LLP; The Boston Company Asset Management, LLC
Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Value Fund	Sub-advisor: Epoch Investment Partners, Inc.; JPMorgan Investment Management Inc.
Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Company Fund	Sub-advisor: Morgan Stanley Investment Management Inc.; Neuberger Berman Management LLC; OppenheimerFunds, Inc.; Putnam Investment Management, LLC

**Prospectus supplement dated May 1, 2014  
to the following prospectus(es):**

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

**1) The prospectus offers the following underlying mutual funds as investment options under the contracts. Effective May 1, 2014, the name of the investment options are updated as indicated below:**

CURRENT NAME	UPDATED NAME
Franklin Templeton Variable Insurance Products Trust - Franklin Income Securities Fund: Class 2	Franklin Templeton Variable Insurance Products Trust - Franklin Income VIP Fund: Class 2
Franklin Templeton Variable Insurance Products Trust - Franklin Rising Dividends Securities Fund: Class 2	Franklin Templeton Variable Insurance Products Trust - Franklin Rising Dividends VIP Fund: Class 2
Franklin Templeton Variable Insurance Products Trust - Franklin Small Cap Value Securities Fund: Class 2	Franklin Templeton Variable Insurance Products Trust - Franklin Small Cap Value VIP Fund: Class 2
Franklin Templeton Variable Insurance Products Trust - Franklin Templeton VIP Founding Funds Allocation Fund: Class 2	Franklin Templeton Variable Insurance Products Trust - Franklin Founding Funds Allocation VIP Fund: Class 2
Franklin Templeton Variable Insurance Products Trust - Templeton Developing Markets Securities Fund: Class 2	Franklin Templeton Variable Insurance Products Trust - Templeton Developing Markets VIP Fund: Class 2
Franklin Templeton Variable Insurance Products Trust - Templeton Foreign Securities Fund: Class 2	Franklin Templeton Variable Insurance Products Trust - Templeton Foreign VIP Fund: Class 2
Franklin Templeton Variable Insurance Products Trust - Templeton Global Bond Securities Fund: Class 2	Franklin Templeton Variable Insurance Products Trust - Templeton Global Bond VIP Fund: Class 2
Nationwide Variable Insurance Trust - NVIT International Equity Fund: Class VI	Nationwide Variable Insurance Trust - NVIT International Equity Fund: Class II
Nationwide Variable Insurance Trust - NVIT Multi-Manager International Growth Fund: Class VI	Nationwide Variable Insurance Trust - NVIT Multi-Manager International Growth Fund: Class II
Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class III	Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class I

**2) The following changes have been made with respect to the following underlying mutual fund(s):**

Effective April 30, 2014, Class 4 Shares of the Oppenheimer Variable Account Funds - Oppenheimer Global Fund/VA merged into Oppenheimer Variable Account Funds - Oppenheimer Global Fund/VA: Service Shares.

Effective April 25, 2014, American Century Variable Portfolios, Inc. - American Century VP Vista(R) Fund: Class II is removed from the contract/policy.

**3) The *Legal Proceedings* section of the prospectus is deleted and replaced in its entirety with the following:**



# Legal Proceedings

## Nationwide Life Insurance Company

Nationwide Financial Services, Inc. (NFS, or collectively with its subsidiaries, "the Company") was formed in November 1996. NFS is the holding company for Nationwide Life Insurance Company (NLIC), Nationwide Life and Annuity Insurance Company (NLAIC) and other companies that comprise the life insurance and retirement savings operations of the Nationwide group of companies (Nationwide). This group includes Nationwide Financial Network (NFN), an affiliated distribution network that markets directly to its customer base. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. The Company's legal and regulatory matters include proceedings specific to the Company and other proceedings generally applicable to business practices in the industries in which the Company operates. These matters are subject to many uncertainties, and given their complexity and scope, their outcomes cannot be predicted. Regulatory proceedings could also affect the outcome of one or more of the Company's litigation matters. Furthermore, it is often not possible to determine the ultimate outcomes of the pending regulatory investigations and legal proceedings or to provide reasonable ranges of potential losses with any degree of certainty. Some matters, including certain of those referred to below, are in very preliminary stages, and the Company does not have sufficient information to make an assessment of the plaintiffs' claims for liability or damages. In some of the cases seeking to be certified as class actions, the court has not yet decided whether a class will be certified or (in the event of certification) the size of the class and class period. In many of the cases, the plaintiffs are seeking undefined amounts of damages or other relief, including punitive damages and equitable remedies, which are difficult to quantify and cannot be defined based on the information currently available. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory matters is not likely to have a material adverse effect on the Company's condensed consolidated financial position. Nonetheless, given the large or indeterminate amounts sought in certain of these matters and the inherent unpredictability of litigation, it is possible that such outcomes could materially affect the Company's condensed consolidated financial position or results of operations in a particular quarter or annual period.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor, the Internal Revenue Service, and state insurance authorities. Such regulatory entities may, in the normal course, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. The financial services industry has been the subject of increasing scrutiny in connection with a broad spectrum of regulatory issues; with respect to all such scrutiny directed at the Company and/or its affiliates, the Company is cooperating with regulators. The Company will cooperate with Nationwide Mutual Insurance Company (NMIC) insofar as any inquiry, examination or investigation encompasses NMIC's operations.

On August 15, 2001, NFS and NLIC were named in a lawsuit filed in the United States District Court for the District of Connecticut entitled *Lou Haddock, as trustee of the Flyte Tool & Die, Incorporated Deferred Compensation Plan, et al v. Nationwide Financial Services, Inc. and Nationwide Life Insurance Company*. On November 18, 2009, the plaintiffs filed a sixth amended complaint amending the list of named plaintiffs and claiming to represent a class of qualified retirement plan trustees under the Employee Retirement Income Security Act of 1974 (ERISA) that purchased variable annuities from NLIC. The plaintiffs allege that they invested ERISA plan assets in their variable annuity contracts and that NLIC and NFS breached ERISA fiduciary duties by allegedly accepting service payments from certain mutual funds. The complaint seeks disgorgement of some or all of the payments allegedly received by NFS and NLIC, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys' fees. On November 6, 2009, the Court granted the plaintiffs' motion for class certification. On October 21, 2010, the District Court dismissed NFS from the lawsuit. On February 6, 2012, the Second Circuit Court of Appeals vacated the November 6, 2009 order granting class certification and remanded the case back to the District Court for further consideration. On September 6, 2013, the District Court granted the plaintiffs' motion for class certification. The case is set for trial beginning February 9, 2015. NLIC continues to defend this lawsuit vigorously.

On November 20, 2007, Nationwide Retirement Solutions, Inc. (NRS) and NLIC were named in a lawsuit filed in the Circuit Court of Jefferson County, Alabama entitled *Ruth A. Gwin and Sandra H. Turner, and a class of similarly situated individuals v. Nationwide Life Insurance Company, Nationwide Retirement Solutions, Inc., Alabama State Employees Association, PEBCO, Inc. and Fictitious Defendants A to Z*. On March 12, 2010, NRS and NLIC were named in a Second Amended Class Action Complaint filed in the Circuit Court of Jefferson County, Alabama entitled *Steven E. Coker, Sandra H. Turner, David N. Lichtenstein and a class of similarly situated individuals v. Nationwide Life Insurance Company, Nationwide Retirement Solutions, Inc., Alabama State Employees Association, Inc., PEBCO, Inc. and Fictitious*

*Defendants A to Z* claiming to represent a class of all participants in the Alabama State Employees Association, Inc. (ASEA) Plan, excluding members of the Deferred Compensation Committee, ASEA's directors, officers and board members, and PEBCO's directors, officers and board members. On October 22, 2010, the parties to this action executed a court approved stipulation of settlement that agreed to certify a class for settlement purposes only, that provided for payments to the settlement class, and that provided for releases, certain bar orders, and dismissal of the case. The settlement fund has been paid out. On December 6, 2011, the Court entered an Order that NRS owed indemnification to ASEA and PEBCO for only the Coker (Gwin) class action, and dismissed NLIC. The Company resolved the indemnification claims of ASEA. On February 15, 2013, the Court issued its Order determining the amount of fees due to PEBCO on its indemnification claim. On March 28, 2014, the Alabama Supreme Court reversed the trial Court decision awarding PEBCO its attorney fees and remanded the case back to the trial court to enter a judgment in favor of NRS. NRS continues to defend this case vigorously.

*Lehman Brothers Holdings, Inc. (Debtors) and Giddens, James v NLIC and NMIC, et al.* In 2012 the Plaintiff, Debtor in Possession Lehman Brothers Special Financing, Inc., filed a class action in the United States Bankruptcy Court for the Southern District of New York seeking the recovery of nearly \$3.0 billion in assets from all the named defendants including NLIC and NMIC. This litigation arises from two collateralized debt obligation transactions, 801 Grand and Alta, which resulted in payments to NLIC and NMIC after the Plaintiff and its parent company, Lehman Brothers Holding, Inc. filed for bankruptcy in 2008. This triggered an early termination of the above transactions. The Plaintiff seeks to have sums returned to the bankruptcy estate in addition to prejudgment interest and costs. The case is currently stayed. In 2013, Plaintiff sent correspondence to all defendants inviting settlement discussions and has served NMIC and NLIC with a "SPV Derivatives ADR Notice," formally starting the Alternative Dispute Resolution process. NMIC and NLIC have responded, and are currently taking part in the ADR process. Mediation was scheduled for and proceeded on December 13, 2013, but the parties reached an impasse. The mediator is continuing to work with the parties and is expected to issue a final recommendation shortly. On January 10, 2014, Lehman filed another motion to extend the stay for a final four month period. After a hearing, the court extended the stay to the later of (a) May 20, 2014 or (b) 30 days after the court enters a scheduling order governing the Distributed Action. The parties have been negotiating the proposed scheduling order for the conduct of the Distributed Action litigation, and Lehman filed a revised proposed scheduling order on March 24, 2014. On April 14, 2014, Nationwide and 77 other defendants filed a joint response to the proposed scheduling order, and a hearing on the proposed scheduling order has been scheduled for May 14, 2014.

## **Nationwide Investment Services Corporation**

The general distributor, NISC, is not engaged in any litigation of any material nature.



**Prospectus supplement dated March 31, 2014**

**to the following prospectus(es):**

America's Horizon Annuity, BOA Achiever, BOA Choice Venue II, BOA Elite Venue, BOA Future II, BOA Future Venue, Compass All American Gold, Key All American Gold, M&T All American Gold (VA II), Nationwide Destination All American Gold, Nationwide Destination All American Gold (2.0), Nationwide Destination All American Gold NY (2.0), Nationwide Destination B, Nationwide Destination B (2.0), Nationwide Destination B NY (2.0), Nationwide Destination C, Nationwide Destination EV, Nationwide Destination EV (2.0), Nationwide Destination EV NY (2.0), Nationwide Destination L, Nationwide Destination L (2.0), Nationwide Destination L NY (2.0), Nationwide Destination Navigator, Nationwide Destination Navigator (2.0), Nationwide Destination Navigator (New York), Nationwide Destination Navigator NY (2.0), Nationwide Heritage Annuity and Wells Fargo Gold Variable Annuity prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

The Board of Trustees of Nationwide Variable Insurance Trust ("NVIT") approved a proposal to convert shares of NVIT funds that assess a redemption fee ("Redemption Fee Funds") into corresponding shares of NVIT funds that do not assess a redemption fee ("Non-redemption Fee Funds"). The conversion is expected to occur after the close of business on April 25, 2014.

To implement this conversion, after the close of business on April 25, 2014, all assets allocated to Sub-Accounts of Redemption Fee Funds will be redeemed and the proceeds will be applied to corresponding Sub-Accounts of Non-redemption Fee Funds. As of April 26, 2014, Sub-Accounts of Redemption Fee Funds will no longer exist and all references in your prospectus to the Redemption Fee Funds will be replaced with Non-redemption Fee Funds.

The specific Sub-Accounts impacted by this conversion are noted below:

<i>Redemption Fee Fund</i>	<i>Non-redemption Fee Fund</i>
NVIT - Federated NVIT High Income Bond Fund: Class III	NVIT - Federated NVIT High Income Bond Fund: Class I*
NVIT - NVIT Emerging Markets Fund: Class VI	NVIT - NVIT Emerging Markets Fund: Class II*
NVIT - NVIT Multi-Manager International Growth Fund: Class VI	NVIT - NVIT Multi-Manager International Growth Fund: Class II*
NVIT - NVIT Multi-Manager International Value Fund: Class VI	NVIT - NVIT Multi-Manager International Value Fund: Class II*

\*This Non-redemption Fee Fund will be an available investment option for all Contract Owners (subject to any limitations described elsewhere in the prospectus).

**Prospectus supplement dated December 12, 2013**

**to the following prospectus(es):**

BOA IV, BOA America's VISION Annuity, BOA America's FUTURE Annuity II, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, Nationwide Destination C, BOA Elite Venue Annuity, BOA Choice Venue Annuity II, Nationwide Income Architect Annuity, Nationwide Destination EV, Nationwide Destination EV (2.0), Nationwide Destination EV NY (2.0), Nationwide Destination B, Nationwide Destination B (2.0), Nationwide Destination B NY (2.0), Nationwide Destination L, Nationwide Destination L (2.0), Nationwide Destination L NY (2.0), Nationwide Destination Navigator, Nationwide Destination Navigator (New York), Nationwide Destination Navigator (2.0), Nationwide Destination Navigator NY (2.0), Nationwide Destination All American Gold (2.0), Nationwide Destination All American Gold NY (2.0), Nationwide Destination Architect 2.0, America's marketFLEX Annuity, America's marketFLEX II Annuity, America's marketFLEX Advisor Annuity, BOA All American Annuity, M&T All American, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, BOA America's Exclusive Annuity II, BOA V, NEA Valuebuilder Select, BOA Choice Annuity, Key Choice, Paine Webber Choice Annuity, BOA America's Income Annuity, BOA Advisor Variable Annuity, NEA Valuebuilder, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, BOA Next Generation II FPVUL, Nationwide YourLife Protection VUL – New York, Nationwide YourLife Accumulation VUL – New York, Nationwide YourLife Survivorship VUL – New York, NLIC Options Plus, NLIC Options Premier, Nationwide YourLife Protection VUL – NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL – NLAIC, and Nationwide YourLife Survivorship VUL prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Protection Survivorship Life, BOA ChoiceLife Protection, and Marathon VUL (NLAIC) prospectus dated May 1, 2009

Nationwide Enterprise The Best of America Annuity, Market Street VIP/2 Annuity (NLAIC), BOA MSPVL, BOA MSPVL II, BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, Nationwide Options Select (AO and NY), Survivor Options Premier (NLIC and NLAIC), Survivor Options Elite (NLIC), and Options Premier (NLAIC) prospectus dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and BOA Exclusive Annuity prospectus dated May 1, 2004

Elite Pro LTD, Elite Pro Classic prospectus dated May 1, 2003

BOA SPVL, BOA Multiple Pay, BOA Last Survivor FPVUL, and Multi-Flex FPVUL prospectus dated May 1, 2002

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

Effective by the end of December, 2013, Columbia Management Investment Advisers, LLC will no longer be a sub-adviser for the NVIT Multi-Manager Mid Cap Value Fund and will be replaced by WEDGE Capital Management L.L.P. American Century Investment Management, Inc. and Thompson, Siegel & Walmsley LLC will continue to be sub-advisers to the Fund.

**Prospectus supplement dated October 3, 2013**

**to the following prospectus(es):**

Soloist, Nationwide Destination Income Annuity, BOA IV, BOA America's VISION Annuity, BOA America's FUTURE Annuity II, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, Nationwide Destination C, BOA Elite Venue Annuity, BOA Choice Venue Annuity II, Nationwide Destination L, Nationwide Income Architect Annuity, Nationwide Destination B, Nationwide Destination EV, Nationwide Destination EV 2.0, Nationwide Destination EV New York 2.0, Nationwide Destination B 2.0, Nationwide Destination B New York 2.0, Nationwide Destination L 2.0, Nationwide Destination L New York 2.0, Nationwide Destination Navigator, Nationwide Destination Navigator 2.0, Nationwide Destination Navigator New York 2.0, Nationwide Destination All American Gold 2.0, Nationwide Destination All American Gold New York 2.0, Nationwide Destination Navigator New York, Nationwide Destination Architect 2.0, America's marketFLEX Annuity, America's marketFLEX II Annuity, America's marketFLEX Advisor Annuity, BOA All American Annuity, Sun Trust All American, M&T All American, Compass All American, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, Waddell & Reed Advisors Select Plus Annuity, America's Future Horizon Annuity, BB&T Future Annuity, BOA America's Exclusive Annuity II, Waddell & Reed Advisors Select Reserve Annuity, BOA V, NEA Valuebuilder Select, BOA Choice Venue Annuity, BOA Choice Annuity, Key Choice, Paine Webber Choice Annuity, BOA America's Income Annuity, Waddell & Reed Advisors Select Income Annuity, Waddell & Reed Advisors Select Preferred, Waddell & Reed Advisors Select Preferred 2.0, Waddell & Reed Advisors Select Preferred New York 2.0, BOA Advisor Variable Annuity, NEA Valuebuilder and The One Investor Annuity prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

Effective immediately, the *Same-Sex Marriages, Domestic Partnership, and Other Similar Relationships* section under *Federal Tax Considerations* in *Appendix C: Contract Types and Tax Information* is deleted and replaced with the following:

***Same-Sex Marriages, Domestic Partnership, and Other Similar Relationships***

In *U.S. v. Windsor*, the United States Supreme Court declared Section 3 of the Defense of Marriage Act to be unconstitutional and concluded that same sex marriages, in states that recognize them, are to be accorded the same federal benefits, rights and obligations as other marriages recognized by that state.

Revenue Ruling 2013-17 declared that the terms "spouse," "husband and wife," "husband" and "wife" do not include individuals (whether of the opposite sex or the same sex) who have entered into a registered domestic partnership, civil union, or other similar formal relationship recognized under state law that is not denominated as a marriage under the laws of that state. Therefore, the favorable income-deferral options afforded by federal tax law to a married spouse under Code Sections 72 and 401(a)(9) are not available to individuals who have entered into a domestic partnership, civil union or other similar formal relationship recognized under state law that is not denominated as a marriage under the laws of that state.

**Prospectus supplement dated October 1, 2013  
to the following prospectus(es):**

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

Effective October 1, 2013, the following changes apply to your prospectus:

**(1) The provisions relating to surrender/withdrawal requests are amended to reflect the following:**

Nationwide may permit surrender/withdrawal requests to be submitted by telephone to the Service Center. Requests submitted by telephone will be subject to dollar amount limitations and may be subject to payment restrictions to prevent fraud. Nationwide reserves the right to restrict or remove the ability to submit requests by telephone upon written notice. Contact the Service Center for current limitations and restrictions. When taking a full surrender, submitted in writing or by telephone, Nationwide may require that the contract accompany the request.

**(2) The following "Treatment of Unclaimed Property" section is added to your prospectus:**

**Treatment of Unclaimed Property**

Every state has unclaimed property laws which generally declare annuity contracts to be abandoned after a period of inactivity of three to five years from the contract's Annuity Commencement Date or the date Nationwide becomes informed that a death benefit is due and payable. For example, if the payment of a death benefit has been triggered, but, if after a thorough search, Nationwide is still unable to locate the beneficiary of the death benefit, or the beneficiary does not come forward to claim the death benefit in a timely manner, Nationwide will escheat the death benefit to the abandoned property division or unclaimed property office of the state in which the beneficiary or the Contract Owner last resided, as shown on Nationwide's books and records, or to Ohio, Nationwide's state of domicile. If a claim is subsequently made, the state is obligated to pay any such amount (without interest) to the designated recipient upon presentation of proper documentation.

**To prevent escheatment, it is important to update beneficiary designations - including complete names, complete addresses, phone numbers, and social security numbers - as they change. Such updates should be sent to the Service Center.**

**(3) The first three (3) paragraphs of the "Annuity Commencement Date" section are deleted in their entirety and replaced with the following:**

The Annuity Commencement Date is the date on which annuity payments are scheduled to begin. Generally, the Contract Owner designates the Annuity Commencement Date at the time of application. If no Annuity Commencement Date is designated at the time of application, Nationwide will establish the Annuity Commencement Date as the date the Annuitant reaches age 90.

The Contract Owner may change the Annuity Commencement Date before annuitization. This change must be submitted in writing to the Service Center and approved by Nationwide. The Annuity Commencement Date may not be later than the first day of the first calendar month after the Annuitant's 90th birthday (or the 90th birthday of the oldest Annuitant if there are joint annuitants) unless approved by Nationwide.

Generally, Nationwide will not initiate annuitization until specifically directed to do so. However, for Non-Qualified Contracts only, Nationwide will automatically initiate annuitization within 45 days after the Annuity Commencement Date (whether default or otherwise), unless (1) Nationwide has had direct contact with the Contract Owner (indicating that the contract is not abandoned); or (2) the Contract Owner has taken some type of action which is inconsistent with the desire to annuitize.

**Prospectus supplement dated June 14, 2013  
to the following prospectus(es):**

BOA America's VISION Annuity, BOA America's FUTURE Annuity II, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold, Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, BOA Choice Venue Annuity II, Nationwide Destination L, Nationwide Income Architect Annuity, Nationwide Destination B, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator New York, BOA All American Annuity, M&T All American, BOA America's Future Annuity, Key Future, NEA Valuebuilder Future, America's Future Horizon Annuity, BOA America's Exclusive Annuity II, BOA V, NEA Valuebuilder Select, BOA Choice Annuity, Key Choice, BOA America's Income Annuity, BOA IV, BOA FPVUL, BOA Next Generation FPVUL, BOA ChoiceLife FPVUL, BOA CVUL Future (NWL), BAE Future Corporate FPVUL, Next Generation Corporate Variable Universal Life, Marathon Corporate VUL, Future Executive VUL, BOA Next Generation II FPVUL, Nationwide YourLife Protection VUL - New York, Nationwide YourLife Accumulation VUL - New York, Nationwide YourLife Survivorship VUL - New York, NLIC Options Plus, NLIC Options Premier, Nationwide YourLife Protection VUL - NLAIC, Marathon Performance VUL, Nationwide YourLife Accumulation VUL - NLAIC, and Nationwide YourLife Survivorship VUL prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Protection Survivorship Life, BOA ChoiceLife Protection, and Marathon VUL (NLAIC) prospectus dated May 1, 2009

Nationwide Enterprise The Best of America Annuity, BOA TruAccord Variable Annuity, BOA MSPVL, BOA MSPVL II, BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, Nationwide Options Select (AO and NY), Survivor Options Premier (NLIC and NLAIC), Survivor Options Elite (NLIC), BOA CVUL Future (NLAIC), BOA CVUL (NLAIC), and Options Premier (NLAIC) prospectus dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and  
BOA Exclusive Annuity prospectus dated May 1, 2004

Elite Pro LTD, Elite Pro Classic prospectus dated May 1, 2003

BOA InvestCare, BOA SPVL, BOA Multiple Pay, BOA Last Survivor FPVUL, and Multi-Flex FPVUL,  
prospectus dated May 1, 2002

<b>This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.</b>
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Effective on or about June 17, 2013, Invesco Advisers, Inc. will no longer be a sub-adviser for the Nationwide Variable Insurance Trust – NVIT International Equity Fund and will be replaced by Lazard Asset Management LLC.

**Prospectus supplement dated May 31, 2013  
to the following prospectus(es):**

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

On June 3, 2013, pursuant to the terms of the contract Nationwide is exercising its right to refuse subsequent purchase payments which total in aggregate \$50,000 or more in any calendar year. Nationwide will accept subsequent purchase payments through July 14, 2013. Effective July 15, 2013, Nationwide will begin imposing the \$50,000 per calendar year restriction. Consequently, in connection with the terms of the prospectus the following changes apply:

**(1) The "Optional riders" subsection of the "Dollar Limit Restrictions" section is replaced with the following:**

*Optional riders.* If the Contract Owner elects the 7% Lifetime Income Option, effective July 15, 2013, subsequent purchase payments are limited to an aggregate total of \$50,000 per calendar year.

**(2) The fifth paragraph of the "7% Lifetime Income Option" section is replaced with the following:**

Where permitted by state law, subsequent purchase payments are permitted under the 7% Lifetime Income Option as long as the Contract Value is greater than zero. Effective July 15, 2013, subsequent purchase payments are limited to an aggregate total of \$50,000 in any calendar year. If subsequent purchase payments are submitted in excess of \$50,000 in any calendar year, the entire purchase payment that causes the aggregate amount to exceed \$50,000 will be immediately returned to the Contract Owner in the same form in which it was received. Contract Owners may contact the Service Center to find out if Nationwide will accept a particular subsequent purchase payment. Nationwide may waive the \$50,000 limitation for subsequent purchase payments in the future.



**Prospectus supplement dated May 9, 2013  
to the following prospectus(es):**

BOA IV, BOA America's VISION Annuity, BOA America's FUTURE Annuity II, Nationwide Destination All American Gold, Compass All American Gold, Key All American Gold, M&T All American Gold (Variable Annuity Portfolio II), Wells Fargo Gold Variable Annuity, BOA Achiever Annuity, America's Horizon Annuity, BOA Future Venue Annuity, Nationwide Heritage Annuity, BOA Elite Venue Annuity, BOA Choice Venue Annuity II, Nationwide Destination L, Nationwide Destination B, Nationwide Destination EV, Nationwide Destination Navigator, Nationwide Destination Navigator (New York), America's marketFLEX Annuity, America's marketFLEX II Annuity, America's marketFLEX Advisor Annuity, BOA All American Annuity, M&T All American, BOA America's Future Annuity, Key Future, America's Future Horizon Annuity, BOA America's Exclusive Annuity II, BOA V, BOA Choice Venue Annuity, BOA Choice Annuity, Key Choice, Paine Webber Choice Annuity, BOA America's Income Annuity, The One Investor Annuity, NLAIC FPVUL, BOA CVUL Future (NWL), BAE Future Corporate FPVUL, Next Generation Corporate Variable Universal Life, Future Executive VUL, NLIC Options Plus, NLIC Options Premier, and NLIC Options prospectus dated May 1, 2013

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010

BOA Last Survivorship II, BOA ChoiceLife Survivorship, BOA ChoiceLife Survivorship II, Next Generation Survivorship Life, BOA Protection Survivorship Life, and BOA ChoiceLife Protection, prospectus dated May 1, 2009

Nationwide Enterprise The Best of America Annuity, BOA TruAccord Variable Annuity, Multi-Flex Annuity, Market Street VIP/2 Annuity (NLAIC), BOA MSPVL, BOA MSPVL II, BOA Protection FPVUL, BOA ChoiceLife Protection FPVUL, America's marketFLEX VUL, Nationwide Options Select (AO and NY), Survivor Options Premier (NLIC and NLAIC), Survivor Options Elite (NLIC), BOA CVUL Future (NLAIC), BOA CVUL (NLAIC), INVESCO PCVUL, and Options Premier (NLAIC) prospectus dated May 1, 2008

America's Vision Plus Annuity, America's Vision Annuity, and BOA Exclusive Annuity prospectus dated May 1, 2004

Elite Pro LTD, Elite Pro Classic, dated May 1, 2003

BOA InvestCare, VIP Extra Credit Annuity (NLIC and NLAIC), Market Street VIP/2 Annuity (NLIC), BOA SPVL, BOA Multiple Pay, BOA Last Survivor FPVUL, Multi-Flex FPVUL, and Options VL (NLAIC) prospectus dated May 1, 2002

VIP Premier DCA Annuity (NLIC and NLAIC) prospectus dated November 1, 2001

NLAIC Annuity, and Options VIP Annuity (NLAIC) prospectus dated May 1, 2001

Citibank Annuity, Survivor Options Plus (NLIC), Special Product (NLIC), NLAIC SPVL, NLAIC Multiple Pay, and Survivor Options VL (NLAIC) prospectus dated May 1, 2000

VIP Annuity (NLIC and NLAIC) prospectus dated May 2, 1994

SPVL and VLI (NLIC) prospectus dated May 1, 1987

<b>This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.</b>
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Effective on or about June 17, 2013, Aberdeen Asset Management Inc. and Diamond Hill Capital Management, Inc. will no longer be sub-advisers for the Nationwide Variable Insurance Trust – NVIT Nationwide Fund and will be replaced by Highmark Capital Management, Inc.



**Prospectus supplement dated May 1, 2013  
to the following prospectus(es):**

Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

- (1) Your prospectus offers the following underlying investment options under your contract. Effective May 1, 2013, the names of the investment options will be updated as indicated below:**

**CURRENT NAME**

Invesco - Invesco Van Kampen V.I. Mid Cap Growth Fund:  
Series II Shares  
Nationwide Variable Insurance Trust - Van Kampen NVIT  
Comstock Value Fund: Class II  
Oppenheimer Variable Account Funds - Oppenheimer Global  
Securities Fund/VA: Class 4  
Oppenheimer Variable Account Funds - Oppenheimer Main  
Street Small- & Mid-Cap Fund(R)/VA: Service Shares

**UPDATED NAME**

Invesco - Invesco V.I. Mid Cap Growth Fund: Series II Shares  
Nationwide Variable Insurance Trust - Invesco NVIT  
Comstock Value Fund: Class II  
Oppenheimer Variable Account Funds – Oppenheimer  
Global Fund/VA: Class 4  
Oppenheimer Variable Account Funds - Oppenheimer Main  
Street Small Cap Fund(R)/VA: Service Shares

- (2) The "Legal Proceedings" section of your prospectus is replaced with the following:**

## **Legal Proceedings**

### **Nationwide Life Insurance Company**

Nationwide Financial Services, Inc. (NFS, or collectively with its subsidiaries, "the Company") was formed in November 1996. NFS is the holding company for Nationwide Life Insurance Company (NLIC), Nationwide Life and Annuity Insurance Company (NLAIC) and other companies that comprise the life insurance and retirement savings operations of the Nationwide group of companies (Nationwide). This group includes Nationwide Financial Network (NFN), an affiliated distribution network that markets directly to its customer base. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. The Company's legal and regulatory matters include proceedings specific to the Company and other proceedings generally applicable to business practices in the industries in which the Company operates. The Company's litigation and regulatory matters are subject to many uncertainties, and given their complexity and scope, their outcomes cannot be predicted. Regulatory proceedings also could affect the outcome of one or more of the Company's litigation matters. Furthermore, it is often not possible to determine the ultimate outcomes of the pending regulatory investigations and legal proceedings or to provide reasonable ranges of potential losses with any degree of certainty. Some matters, including certain of those referred to below, are in very preliminary stages, and the Company does not have sufficient information to make an assessment of the plaintiffs' claims for liability or damages. In some of the cases seeking to be certified as class actions, the court has not yet decided whether a class will be certified or (in the event of certification) the size of the class and class period. In many of the cases, the plaintiffs are seeking undefined amounts of damages or other relief, including punitive damages and equitable remedies, which are difficult to quantify and cannot be defined based on the information currently available. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory matters is not likely to have a material adverse effect on the Company's consolidated financial position. Nonetheless, given the large or indeterminate amounts sought in certain of these matters and the inherent unpredictability of litigation, it is possible that such outcomes could materially affect the Company's consolidated financial position or results of operations in a particular quarter or annual period.

The financial services industry has been the subject of increasing scrutiny on a broad range of issues by regulators and legislators. The Company and/or its affiliates have been contacted by, self reported or received subpoenas from state and federal regulatory agencies, including the Securities and Exchange Commission, and other governmental bodies, state securities law regulators and state attorneys general for information relating to, among other things, sales compensation,

the allocation of compensation, unsuitable sales or replacement practices, and claims handling and escheatment practices. The Company is cooperating with and responding to regulators in connection with these inquiries and will cooperate with Nationwide Mutual Insurance Company (NMIC) in responding to these inquiries to the extent that any inquiries encompass NMIC's operations.

In October 2012, NLIC and NLAIC entered into a Regulatory Settlement Agreement with the Florida Office of Insurance Regulation and 21 other state Departments of Insurance to resolve a multi-state market conduct exam regarding claim settlement practices. The Regulatory Settlement Agreement applies prospectively and requires NLIC and NLAIC to adopt and implement additional procedures relating to the use of to the Social Security Death Master File and identifying and locating beneficiaries once deaths are identified. In October 2012, NLIC and NLAIC also entered into a Global Resolution Agreement to resolve the related unclaimed property audit.

On November 20, 2007, Nationwide Retirement Solutions, Inc. (NRS) and NLIC were named in a lawsuit filed in the Circuit Court of Jefferson County, Alabama entitled *Ruth A. Gwin and Sandra H. Turner, and a class of similarly situated individuals v. Nationwide Life Insurance Company, Nationwide Retirement Solutions, Inc., Alabama State Employees Association, PEBCO, Inc. and Fictitious Defendants A to Z*. On March 12, 2010, NRS and NLIC were named in a Second Amended Class Action Complaint filed in the Circuit Court of Jefferson County, Alabama entitled *Steven E. Coker, Sandra H. Turner, David N. Lichtenstein and a class of similarly situated individuals v. Nationwide Life Insurance Company, Nationwide Retirement Solutions, Inc., Alabama State Employees Association, Inc., PEBCO, Inc. and Fictitious Defendants A to Z* claiming to represent a class of all participants in the Alabama State Employees Association, Inc. (ASEA) Plan, excluding members of the Deferred Compensation Committee, ASEA's directors, officers and board members, and PEBCO's directors, officers and board members. On October 22, 2010, the parties to this action executed a stipulation of settlement that agreed to certify a class for settlement purposes only, that provided for payments to the settlement class, and that provided for releases, certain bar orders, and dismissal of the case. The settlement fund has been paid out. On December 6, 2011 the Court entered an Order that NRS owes indemnification to ASEA and PEBCO for the Coker (Gwin) class action, and dismissed NLIC. The Company has resolved the indemnification claims of ASEA. On February 13, 2013, the Court issued its Order determining the amount of fees due to PEBCO on its indemnification claim. On March 28, 2013, the Company filed a notice of appeal to the Alabama Supreme Court. NRS continues to defend this case vigorously.

On August 15, 2001, NFS and NLIC were named in a lawsuit filed in the United States District Court for the District of Connecticut entitled *Lou Haddock, as trustee of the Flyte Tool & Die, Incorporated Deferred Compensation Plan, et al v. Nationwide Financial Services, Inc. and Nationwide Life Insurance Company*. On November 18, 2009, the plaintiffs filed a sixth amended complaint amending the list of named plaintiffs and claiming to represent a class of qualified retirement plan trustees under the Employee Retirement Income Security Act of 1974 (ERISA) that purchased variable annuities from NLIC. The plaintiffs allege that they invested ERISA plan assets in their variable annuity contracts and that NLIC and NFS breached ERISA fiduciary duties by allegedly accepting service payments from certain mutual funds. The complaint seeks disgorgement of some or all of the payments allegedly received by NFS and NLIC, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys' fees. On November 6, 2009, the Court granted the plaintiff's motion for class certification and certified a class of "All trustees of all employee pension benefit plans covered by ERISA which had variable annuity contracts with NFS and NLIC or whose participants had individual variable annuity contracts with NFS and NLIC at any time from January 1, 1996, or the first date NFS and NLIC began receiving payments from mutual funds based on a percentage of assets invested in the funds by NFS and NLIC, whichever came first, to the date of November 6, 2009." On October 21, 2010, the District Court dismissed NFS from the lawsuit. On February 6, 2012, the Second Circuit Court of Appeals vacated the November 6, 2009, order granting class certification and remanded the class back to the District Court for further consideration. The plaintiffs have renewed their motion for class certification. On December 18, 2012, the District Court heard oral argument on the motion for class certification. NLIC continues to defend this lawsuit vigorously.

On June 8, 2011, NMIC and NLIC were named in a lawsuit filed in Court of Common Pleas, Cuyahoga County, Ohio entitled *Stanley Andrews and Donald Clark, on their behalf and on behalf of the class defined herein v. Nationwide Mutual Insurance Company and Nationwide Life Insurance Company*. The lower court granted Nationwide's motion to dismiss. Plaintiffs appealed. The Court of Appeals affirmed the dismissal on October 24, 2012. Plaintiffs filed a petition for rehearing en banc on November 5, 2012. The Court of Appeals denied the petition on December 14, 2012. Plaintiff filed a notice of appeal to the Ohio Supreme Court on January 24, 2013. Nationwide has 30 days to file an opposition memorandum. Nationwide filed its memorandum in opposition to plaintiffs' petition for jurisdiction to the Ohio Supreme Court on February 27, 2013.

*Lehman Brothers Holdings, Inc. (Debtors) and Giddens, James v NLIC and NMIC, et al.* In 2012 the Plaintiff, Debtor in Possession Lehman Brothers Special Financing, Inc., filed a class action in the United States Bankruptcy Court for the Southern District of New York seeking the recovery of nearly \$3 billion in assets from all the named defendants including NLIC and NMIC. This litigation arises from two collateralized debt obligation transactions, 801 Grand and Alta, which resulted in payments to NLIC and NMIC. In 2008, the Plaintiff and its parent company, Lehman Brothers Holding, Inc. filed for bankruptcy which triggered an early termination of the above transactions. The Plaintiff seeks to have sums returned to the bankruptcy estate in addition to prejudgment interest and costs. The case is currently stayed and on February 13, 2013, the Court extended the stay. Responsive pleadings are now due September 5, 2013. Lehman recently sent correspondence out to all defendants inviting settlement discussions which is under review.

### **Nationwide Investment Services Corporation**

The general distributor, NISC, is not engaged in any litigation of any material nature.

Nationwide Life Insurance Company

- Nationwide Variable Account-II
- Nationwide Variable Account-7
- Nationwide Variable Account-8
- Nationwide Variable Account-9
- Nationwide Variable Account-14

Nationwide Life and Annuity Insurance Company

- Nationwide VA Separate Account-B

Prospectus supplement dated March 15, 2013 to

ElitePRO Classic and ElitePRO LTD prospectus dated May 1, 2003;

America's Vision Annuity, America's Vision Plus Annuity, and BOA Exclusive prospectus dated May 1, 2004;

BOA TruAccord Variable Annuity and Nationwide Enterprise The Best of America Annuity (NEBA) prospectus dated May 1, 2008;

Schwab Custom Solutions Variable Annuity prospectus dated May 1, 2010; and

America's Future Horizon Annuity, America's Horizon Annuity, BOA Achiever Annuity, BOA All American Annuity, BOA America's Exclusive Annuity II, BOA America's Future Annuity, BOA America's FUTURE Annuity II, BOA America's Income Annuity, BOA America's VISION Annuity, BOA Choice Annuity, BOA Choice Venue Annuity, BOA Choice Venue Annuity II, BOA Elite Venue Annuity, BOA Future Venue Annuity, BOA IV, BOA V, Compass All American Gold, Key All American Gold, Key Future, M&T All American Gold, Nationwide Destination All American Gold, Nationwide Destination All American Gold (2.0), Nationwide Destination All American Gold NY (2.0), Nationwide Destination B, Nationwide Destination B (2.0), Nationwide Destination B NY (2.0), Nationwide Destination C, Nationwide Destination EV, Nationwide Destination EV (2.0), Nationwide Destination EV NY (2.0), Nationwide Destination L, Nationwide Destination L (2.0), Nationwide Destination L NY (2.0), Nationwide Destination Navigator, Nationwide Destination Navigator (2.0), Nationwide Destination Navigator (New York), Nationwide Destination Navigator NY (2.0), Nationwide Heritage Annuity, NEA Valuebuilder Future, NEA Valuebuilder Select, Paine Webber Choice Annuity, Schwab Income Choice Variable Annuity, and Wells Fargo Gold Variable Annuity prospectus dated May 1, 2012

**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

Effective on or about April 1, 2013, Morgan Stanley Investment Management Inc. will no longer be a sub-adviser for the Nationwide Variable Insurance Trust – NVIT Real Estate Fund and will be replaced by Brookfield Investment Management Inc.

Effective on or about April 1, 2013, Waddell & Reed Investment Management Company will no longer be a sub-adviser for the Nationwide Variable Insurance Trust – NVIT Multi-Manager Small Cap Growth Fund and will be replaced by Wellington Management Company, LLP. OppenheimerFunds, Inc. will continue to be a sub-adviser to the Fund.

Nationwide Life Insurance Company

- Nationwide Variable Account - II

Prospectus supplement dated September 20, 2012 to the

Nationwide Heritage Annuity and Schwab Income Choice Variable Annuity prospectus dated May 1, 2012

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**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

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Effective October 26, 2012, the following underlying mutual fund will be liquidated and will be merged into the new underlying mutual fund as indicated below:

<b>Liquidated Underlying Mutual Fund</b>	<b>Merged Underlying Mutual Fund</b>
Oppenheimer Variable Account Funds: Oppenheimer High Income Fund/VA – Class 4	Oppenheimer Variable Account Funds: Oppenheimer Global Strategic Income Fund/VA – Service Shares

Nationwide Life Insurance Company

- Nationwide Variable Account-II
- Nationwide Variable Account-4
- Nationwide Variable Account-7
- Nationwide Variable Account-9
- Nationwide Variable Account-13
- Multi-Flex Variable Account

Prospectus supplement dated June 14, 2012 to

America's Future Horizon Annuity, America's Horizon Annuity, America's marketFLEX Annuity, America's marketFLEX Advisor Annuity, America's marketFLEX II Annuity, BOA Achiever, BOA Advisor, Destination All American, America's Income Annuity, BOA Choice Venue II, BOA Choice, BOA Elite Venue, BOA Exclusive II, BOA Future II, BOA Future Venue, BOA Future, BOA IV, BOA V, BOA Vision, Compass All American Gold, Key All American Gold, Key Choice, Key Future, M&T All American Gold, M&T All American, Destination All American Gold, Destination All American Gold 2.0, Destination All American Gold NY 2.0, Destination B, Destination B 2.0, Destination B NY 2.0, Destination C, Destination EV, Destination EV 2.0, Destination EV NY 2.0, Destination L, Destination L 2.0, Destination L NY 2.0, Destination Navigator, Destination Navigator NY, Destination Navigator 2.0, Destination Navigator NY 2.0, Nationwide Heritage Annuity, Nationwide Income Architect, NEA Valuebuilder Future, NEA Valuebuilder Select, NEA Valuebuilder Annuity, PaineWebber Choice, Schwab Income Choice, and Wells Fargo Gold prospectus dated May 1, 2012

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**This supplement updates certain information contained in your prospectus. Please read it and keep it with your prospectus for future reference.**

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Effective on or about June 30, 2012, American Century Investment Management, Inc. will no longer be a sub-adviser for the Nationwide Variable Insurance Trust – NVIT Multi-Manager Mid Cap Growth Fund. Fund assets will be reallocated between the two remaining sub-advisers: Neuberger Berman Management LLC and Wells Capital Management, Inc.

## Schwab Income Choice Variable Annuity

### NATIONWIDE LIFE INSURANCE COMPANY

*Individual Flexible Premium Deferred Variable Annuity Contracts*

Issued by Nationwide Life Insurance Company through its Nationwide Variable Account-II

The date of this prospectus is May 1, 2012

This prospectus contains basic information you should understand about the contracts before investing. Please read this prospectus carefully and keep it for future reference.

Variable annuities are complex investment products with unique benefits and advantages that may be particularly useful in meeting long-term savings and retirement needs. There are costs and charges associated with these benefits and advantages - costs and charges that are different, or do not exist at all, within other investment products. With help from a Charles Schwab Representative, investors are encouraged to compare and contrast the costs and benefits of the variable annuity described in this prospectus against those of other investment products. Nationwide offers a wide array of such products, many with different charges, benefit features and underlying investment options. This process of comparison and analysis should aid in determining whether the purchase of the contract described in this prospectus is consistent with your investment objectives, risk tolerance, investment time horizon, marital status, tax situation and other personal characteristics and needs.

The Statement of Additional Information (dated May 1, 2012), which contains additional information about the contracts and the Variable Account, has been filed with the Securities and Exchange Commission ("SEC") and is incorporated herein by reference. The table of contents for the Statement of Additional Information is on page 40.

To obtain free copies of the Statement of Additional Information and other information about the Variable Account that has been filed with the SEC, please contact the Service Center by one of the methods described in the "Contacting the Service Center" provision:

Information about Nationwide and the variable annuity contract described in this prospectus (including the Statement of Additional Information) may also be reviewed and copied at the SEC's Public Reference Room in Washington, D.C., or may be obtained, upon payment of a duplicating fee, by writing the Public Reference Section of the SEC, 100 F Street NE, Washington, D.C. 20549-0102. Additional information on the operation of the Public Reference Room may be obtained by calling the SEC at (202) 551-8090. The SEC also maintains a web site ([www.sec.gov](http://www.sec.gov)) that contains the prospectus, the Statement of Additional Information, material incorporated by reference, and other information.

**Before investing, understand that annuities and/or life insurance products are not insured by the Federal Deposit Insurance Corporation or any other federal government agency, and are not deposits or obligations of, guaranteed by, or insured by the depository institution where offered or any of its affiliates. Variable annuity contracts involve investment risk and may lose value.**

**These securities have not been approved or disapproved by the SEC, nor has the SEC passed upon the accuracy or adequacy of the prospectus. Any representation to the contrary is a criminal offense.**

The Sub-Accounts available under this contract invest in the underlying mutual funds of the companies listed below.

- AllianceBernstein Variable Products Series Fund, Inc.
- American Century Variable Portfolios II, Inc.
- American Century Variable Portfolios, Inc.
- BlackRock Variable Series Funds, Inc.
- Dreyfus
- Dreyfus Investment Portfolios
- Dreyfus Variable Investment Fund
- Fidelity Variable Insurance Products Fund
- Franklin Templeton Variable Insurance Products Trust
- Goldman Sachs Variable Insurance Trust
- Huntington VA Funds
- Invesco
- Ivy Funds Variable Insurance Portfolios, Inc.
- Janus Aspen Series

- MFS® Variable Insurance Trust
- MFS® Variable Insurance Trust II
- Nationwide Variable Insurance Trust
- Neuberger Berman Advisers Management Trust
- Oppenheimer Variable Account Funds
- PIMCO Variable Insurance Trust
- Schwab Annuity Portfolios
- T. Rowe Price Equity Series, Inc.
- The Universal Institutional Funds, Inc.
- Van Eck VIP Trust
- Wells Fargo Advantage Variable Trust

For a complete list of the available Sub-Accounts, please refer to "Appendix A: Underlying Mutual Funds." For more information on the underlying mutual funds, please refer to the prospectus for the mutual fund.



Purchase payments not invested in the underlying mutual funds of the Nationwide Variable Account-II ("Variable Account") may be allocated to the Guaranteed Term Options (Guaranteed Term Options may not be available in every jurisdiction - refer to your contract for specific information).

To contact Charles Schwab Insurance Services:

call: **1-888-311-4887**

write: ***Schwab Insurance Services***  
***P.O. Box 7666***  
***San Francisco, California 94120-7666***

or go on-line to:

[www.schwab.com](http://www.schwab.com)

## Glossary of Special Terms

**Accumulation Unit-** An accounting unit of measure used to calculate the Contract Value allocated to the Variable Account before the Annuitization Date.

**Annuitant-** The person(s) whose length of life determines how long annuity payments are paid.

**Annuitization Date-** The date the contract annuitizes and annuity payments begin.

**Annuity Commencement Date-** The date that annuity payments are scheduled to begin.

**Annuity Unit-** An accounting unit of measure used to calculate the value of variable annuity payments.

**Contract Owner-** The person(s) who owns all rights under the contract. All references in this prospectus to "you" shall also mean the Contract Owner.

**Contract Value-** The value of all Accumulation Units in a contract plus any amount held under Guaranteed Term Options.

**Contract Year-** Each year the contract is in force beginning with the date the contract is issued.

**Current Income Benefit Base-** For purposes of the 7% Lifetime Income Option, it is equal to the Original Income Benefit Base adjusted throughout the life of the contract to account for subsequent purchase payments, excess withdrawals, and reset opportunities. This amount is multiplied by the Lifetime Withdrawal Percentage to arrive at the benefit amount for any given year.

**Daily Net Assets-** A figure that is calculated at the end of each Valuation Date and represents the sum of all the Contract Owners' interests in the variable Sub-Accounts after the deduction of contract and underlying mutual fund expenses.

**General Account-** All assets of Nationwide other than those of the Variable Account or in other separate accounts that have been or may be established by Nationwide.

**Guaranteed Term Option-** Investment options that are part of the Multiple Maturity Separate Account providing a guaranteed interest rate paid over certain periods of time (or terms), if certain conditions are met.

**Individual Retirement Account-** An account that qualifies for favorable tax treatment under Section 408(a) of the Internal Revenue Code, but does not include Roth IRAs.

**Individual Retirement Annuity or IRA-** An annuity contract that qualifies for favorable tax treatment under Section 408(b) of the Internal Revenue Code, but does not include Roth IRAs.

**Investment-Only Contract-** A contract purchased by a qualified pension, profit-sharing or stock bonus plan as defined by Section 401(a) of the Internal Revenue Code.

**Lifetime Withdrawal Percentage-** An age-based percentage used to determine the annual amount available for surrender under a lifetime income option. The applicable percentage is multiplied by the Current Income Benefit Base to arrive at the benefit amount for any given year.

**Multiple Maturity Separate Account-** A separate account of Nationwide funding the Guaranteed Term Options.

**Nationwide-** Nationwide Life Insurance Company. All references in this prospectus to "we" or "us" shall also mean Nationwide.

**Net Asset Value-** The value of one share of an underlying mutual fund at the close of the New York Stock Exchange.

**Non-Qualified Contract-** A contract which does not qualify for favorable tax treatment as a Qualified Plan, IRA, Roth IRA, SEP IRA, Simple IRA, or Tax Sheltered Annuity.

**Original Income Benefit Base-** For purposes of the 7% Lifetime Income Option, the initial benefit base calculated on the date the contract is issued, which is equal to the Contract Value.

**Qualified Plan-** A retirement plan that receives favorable tax treatment under Section 401 of the Internal Revenue Code, including Investment-Only Contracts. In this prospectus, all provisions applicable to Qualified Plans also apply to Investment-Only Contracts unless specifically stated otherwise.

**Roth IRA-** An annuity contract which qualifies for favorable tax treatment under Section 408A of the Internal Revenue Code.

**SEC-** Securities and Exchange Commission.

**SEP IRA-** An annuity contract which qualifies for favorable tax treatment under Section 408(k) of the Internal Revenue Code.

**Service Center-** The department of Nationwide responsible for receiving all service and transaction requests relating to the contract. For service and transaction requests submitted other than by telephone (including fax requests), the Service Center is Nationwide's mail and document processing facility. For service and transaction requests communicated by telephone, the Service Center is Nationwide's operations processing facility. Information on how to contact the Service Center is in the "Contacting the Service Center" provision.

**Simple IRA-** An annuity contract which qualifies for favorable tax treatment under Section 408(p) of the Internal Revenue Code.

**Sub-Accounts-** Divisions of the Variable Account each of which invests in a single underlying mutual fund.

**Tax Sheltered Annuity-** An annuity that qualifies for favorable tax treatment under Section 403(b) of the Internal Revenue Code. Contracts issued pursuant to this prospectus cannot be issued as Tax Sheltered Annuities.

**Valuation Date-** Each day the New York Stock Exchange is open for business, or any other day during which there is a sufficient degree of trading of underlying mutual fund shares such that the current Net Asset Value of Accumulation Units or Annuity Units might be materially affected. Values of the Variable Account are determined as of the close of the New York Stock Exchange which generally closes at 4:00 p.m. Eastern Time, but may close earlier on certain days and as conditions warrant.

**Valuation Period-** The period of time commencing at the close of a Valuation Date and ending at the close of the New York Stock Exchange for the next succeeding Valuation Date.

**Variable Account-** Nationwide Variable Account-II, a separate account of Nationwide that contains Variable Account allocations. The Variable Account is divided into Sub-Accounts, each of which invests in shares of a separate underlying mutual fund.

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## Contract Expenses

The following tables describe the fees and expenses that you will pay when buying, owning, or surrendering the contract.

The first table describes the fees and expenses you will pay at the time the contract is purchased, surrendered, or when cash value is transferred between investment options.

<b>Contract Owner Transaction Expenses</b>	
<b>Maximum Premium Tax Charge</b> (as a percentage of purchase payments) .....	5% <sup>1</sup>
<b>Maximum Short-Term Trading Fee</b> (as a percentage of transaction amount <sup>2</sup> ) .....	1%

The next table describes the fees and expenses that a Contract Owner will pay periodically during the life of the contract (not including underlying mutual fund fees and expenses).

<b>Recurring Contract Expenses</b>	
<b>Variable Account Annual Expenses</b> (assessed as a percentage of the Daily Net Assets) <sup>3</sup>	
<b>Mortality and Expense Risk Charge</b> .....	0.45%
<b>Administrative Charge</b> .....	0.20%
<b>Optional Riders</b> (with charges assessed as an annualized rate of total Variable Account charges as a percentage of the Daily Net Assets):	
<b>Death Benefit Options</b> (eligible applicants must elect only one)	
<b>Return of Premium Death Benefit Option Charge</b> .....	0.10%
Total Variable Account Charges (including this option only) .....	0.75%
<b>One-Year Enhanced Death Benefit Option Charge</b> .....	0.20%
Total Variable Account Charges (including this option only) .....	0.85%
<b>Return of Contract Value Death Benefit Option Charge</b> (only available if the 7% Lifetime Income Option is elected) .....	None
Total Variable Account Charges (including this option only) .....	0.65%
<b>Optional Riders</b> (with charges assessed annually, as a percentage of the Current Income Benefit Base <sup>4</sup> ):	
<b>Maximum 7% Lifetime Income Option Charge</b> .....	1.00% <sup>5</sup>
<b>Maximum Spousal Continuation Benefit Charge</b> .....	0.30% <sup>6</sup>

The next table shows the fees and expenses that a Contract Owner would pay if he/she elected all of the optional benefits under the contract (and the most expensive of mutually exclusive optional benefits).

<b>Summary of Maximum Contract Expenses</b> (annualized rate, as a percentage of the Daily Net Assets)	
Mortality and Expense Risk Charge .....	0.45%
Administrative Charge .....	0.20%
One-Year Enhanced Death Benefit Option Charge .....	0.20%
Maximum 7% Lifetime Income Option Charge .....	1.00% <sup>7</sup>
Maximum Spousal Continuation Benefit Charge .....	0.30% <sup>7</sup>
<b>Maximum Possible Total Variable Account Charges</b> .....	<b>2.15%</b>

## Underlying Mutual Fund Annual Expenses

The next table provides the minimum and maximum total operating expenses, as of December 31, 2011, charged by the underlying mutual funds that you may pay periodically during the life of the Contract. The table does not reflect Short-Term Trading Fees. More detail concerning each underlying mutual fund's fees and expenses is contained in the prospectus for each underlying mutual fund.

Total Annual Underlying Mutual Fund Operating Expenses	Minimum	Maximum
(expenses that are deducted from underlying mutual fund assets, including management fees, distribution (12b-1) fees, and other expenses, as a percentage of the underlying mutual fund's average net assets)	0.42%	2.45%

The minimum and maximum underlying mutual fund operating expenses indicated above do not reflect voluntary or contractual reimbursements and/or waivers applied to some underlying mutual funds. Therefore, actual expenses could be lower.

<sup>1</sup> Nationwide will charge between 0% and 5% of purchase payments for premium taxes levied by state or government entities. The amount assessed to the contract will equal the amount assessed by the state or government entity.

<sup>2</sup> See "Short-Term Trading Fees" later in this prospectus for a description of transactions which are assessed this fee.

<sup>3</sup> These charges apply only to Sub-Account allocations. They do not apply to allocations made to the Guaranteed Term Options.

<sup>4</sup> For information about how the Current Income Benefit Base is calculated, please see "Determination of the Income Benefit Base Prior to the First Surrender" later in this prospectus.

<sup>5</sup> Currently, the charge associated with the 7% Lifetime Income Option is equal to 0.95% of the Current Income Benefit Base.

<sup>6</sup> Currently, the charge associated with the Spousal Continuation Benefit is equal to 0.15% of the Current Income Benefit Base.

<sup>7</sup> This charge is a percentage of the Current Income Benefit Base. For purposes of this table, Nationwide assumes the Current Income Benefit Base is equal to the Daily Net Assets.

## Example

The example is intended to help Contract Owners compare the cost of investing in the contract with the cost of investing in other variable annuity contracts. These costs include Contract Owner transaction expenses, contract fees, Variable Account annual expenses, and underlying mutual fund fees and expenses. The Example does not reflect premium taxes or Short-Term Trading Fees which, if reflected, would result in higher expenses.

The Example assumes:

- a \$10,000 investment in the contract for the time periods indicated;<sup>1</sup>
- a 5% return each year;
- the maximum and the minimum fees and expenses of any of the underlying mutual funds; and
- the total Variable Account charges associated with the most expensive combination of optional benefits (2.15%)<sup>2</sup>.
- Election of the 7% Lifetime Income Option and Spousal Continuation Benefit.
- The Current Income Benefit Base equals \$10,000.

For those contracts that do not elect the most expensive combination of optional benefits, the expenses would be lower.

	If you surrender your contract at the end of the applicable time period				If you annuitize your contract at the end of the applicable time period				If you do not surrender your contract			
	1 Yr.	3 Yrs.	5 Yrs.	10 Yrs.	1 Yr.	3 Yrs.	5 Yrs.	10 Yrs.	1 Yr.	3 Yrs.	5 Yrs.	10 Yrs.
Maximum Total Underlying Mutual Fund Operating Expenses (2.45%)	\$ 483	\$1,451	\$2,423	\$4,867	*	\$1,451	\$2,423	\$4,867	\$ 483	\$1,451	\$2,423	\$4,867
Minimum Total Underlying Mutual Fund Operating Expenses (0.42%)	\$ 270	\$ 828	\$1,413	\$2,996	*	\$ 828	\$1,413	\$2,996	\$ 270	\$ 828	\$1,413	\$2,996

\*Contracts sold under this prospectus do not permit annuitization during the first two Contract Years.

<sup>1</sup> The minimum initial purchase payment is \$25,000.

<sup>2</sup> The total Variable Account charges associated with the most expensive combination of optional benefits may be higher or lower than 2.15% depending on whether the Current Income Benefit Base is higher or lower than the Daily Net Assets. For purposes of these tables, Nationwide assumes the Current Income Benefit Base is equal to the Daily Net Assets.



## Synopsis of the Contracts

The contracts described in this prospectus are individual flexible purchase payment contracts.

The contracts can be categorized as:

- Charitable Remainder Trusts;
- Individual Retirement Annuities;
- Investment-Only Contracts (Qualified Plans);
- Non-Qualified Contracts;
- Roth IRAs;
- SEP IRAs; and
- Simple IRAs.

Contract Owners may generally surrender some or all of their Contract Value at any time prior to annuitization by notifying Nationwide in writing. See the "Surrender (Redemption) Prior to Annuitization" section later in this prospectus. After the Annuitization Date, surrenders are not permitted. See the "Surrender (Redemption) After Annuitization" section later in this prospectus.

For more detailed information with regard to the differences in contract types, please see "Appendix C: Contract Types and Tax Information" later in this prospectus. Prospective purchasers may apply to purchase a contract through broker dealers that have entered into a selling agreement with Nationwide Investment Services Corporation.

### Purpose of the Contract

The annuity described in this prospectus is intended to provide benefits to a single individual and his/her beneficiaries. It is not intended to be used:

- by institutional investors;
- in connection with other Nationwide contracts that have the same Annuitant; or
- in connection with other Nationwide contracts that have different Annuitants, but the same Contract Owner.

By providing these annuity benefits, Nationwide assumes certain risks. If Nationwide determines that the risks it intended to assume in issuing the contract have been altered by misusing the contract as described above, Nationwide reserves the right to take any action it deems necessary to reduce or eliminate the altered risk, including, but not limited to, rescinding the contract and returning the Contract Value (less any market value adjustment). Nationwide also reserves the right to take any action it deems necessary to reduce or eliminate altered risk resulting from materially false, misleading, incomplete or otherwise deficient information provided by the Contract Owner.

### Minimum Initial and Subsequent Purchase Payments

Contract Type	Minimum Initial Purchase Payment	Minimum Subsequent Payments*
Charitable Remainder Trust	\$25,000	\$500
IRA	\$25,000	\$500
Investment-Only	\$25,000	\$500
Non-Qualified	\$25,000	\$500
Roth IRA	\$25,000	\$500
SEP IRA	\$25,000	\$500
Simple IRA	\$25,000	\$500

\*For subsequent purchase payments sent via electronic deposit, the minimum subsequent purchase payment is \$50.

Some states have different minimum initial and subsequent purchase payment amounts, and subsequent purchase payments may not be permitted in all states.

Nationwide reserves the right to refuse any purchase payment that would result in the cumulative total for all contracts issued by Nationwide on the life of any one Annuitant or owned by any one Contract Holder to exceed \$1,000,000. Its decision as to whether or not to accept a purchase payment in excess of that amount will be based on one or more factors, including, but not limited to: age, spouse age (if applicable), Annuitant age, state of issue, total purchase payments, optional benefits elected, current market conditions, and current hedging costs. All such decisions will be based on internally established actuarial guidelines and will be applied in a non-discriminatory manner. In the event that we do not accept a purchase payment under these guidelines, we will immediately return the purchase payment in its entirety in the same manner as it was received. If we accept the purchase payment, it will be applied to the contract immediately and will receive the next calculated Accumulation Unit value. Any references in this prospectus to purchase payment amounts in excess of \$1,000,000 are assumed to have been approved by Nationwide.

### Dollar Limit Restrictions

In addition to the potential purchase payment restriction listed above, certain features of the contract have additional purchase payment and/or Contract Value limitations associated with them:

*Annuitization.* Your annuity payment options will be limited if you submit total purchase payments in excess of \$2,000,000. Furthermore, if the amount to be annuitized is greater than \$5,000,000, we may limit both the amount that can be annuitized on a single life and the annuity payment options.

*Death benefit calculations.* Purchase payments up to \$3,000,000 will result in a higher death benefit payment than purchase payments in excess of \$3,000,000.

### Guaranteed Term Options

Guaranteed Term Options are separate investment options under the contract. The minimum amount that may be allocated to a Guaranteed Term Option is \$1,000.

*Optional riders.* If the Contract Owner elects the 7% Lifetime Income Option, subsequent purchase payments may be limited to an aggregate total of \$50,000 per calendar year.

### Charges and Expenses

#### *Underlying Mutual Fund Annual Expenses*

The underlying mutual funds charge fees and expenses that are deducted from underlying mutual fund assets. These fees and expenses are in addition to the fees and expenses assessed by the contract. The prospectus for each underlying mutual fund provides information regarding the fees and expenses applicable to the fund.

### *Short-Term Trading Fees*

Some underlying mutual funds may assess (or reserve the right to assess) a short-term trading fee in connection with transfers from a Sub-Account that occur within 60 days after the date of allocation to the Sub-Account. Any short-term trading fee assessed by any underlying mutual fund available in conjunction with the contracts described in this prospectus will equal 1% of the amount determined to be engaged in short-term trading.

### *Mortality and Expense Risk Charge*

Nationwide deducts a Mortality and Expense Risk Charge equal to an annualized rate of 0.45% of the Daily Net Assets of the Variable Account.

The Mortality and Expense Risk Charge compensates Nationwide for providing the insurance benefits under the contract. It also compensates Nationwide for assuming the risk that Annuitants will live longer than assumed. Finally, the Mortality and Expense Risk Charge compensates Nationwide for guaranteeing that charges will not increase regardless of actual expenses. Nationwide may realize a profit from this charge, which Nationwide may use to finance the distribution of the contracts.

### *Administrative Charge*

Nationwide deducts an Administrative Charge equal to an annualized rate of 0.20% of the Daily Net Assets of the Variable Account.

The Administrative Charge reimburses Nationwide for administrative costs it incurs resulting from providing contract benefits, including preparation of the contract and prospectus, confirmation statements, annual account statements and annual reports, legal and accounting fees as well as various related expenses. Nationwide may realize a profit from this charge, which Nationwide may use to finance the distribution of the contracts.

### *Death Benefit Options*

An applicant must elect one of the following death benefit options at the time of application:

<b>Death Benefit Options</b>	<b>Charge*</b>
One-Year Enhanced Death Benefit Option <sup>1</sup>	0.20%
Return of Premium Death Benefit Option	0.10%
Return of Contract Value Death Benefit Option <sup>2</sup>	None

\*The charges shown are the annualized rates charged as a percentage of the Daily Net Assets of the Variable Account.

<sup>1</sup> The One-Year Enhanced Death Benefit Option is only for contracts with Annuitants age 80 or younger at the time of application.

<sup>2</sup> The Return of Contract Value Death Benefit Option is only available if a Lifetime Income Option is elected.

For more information about the optional death benefits, please see "Death Benefit Calculations" later in this prospectus.

### *7% Lifetime Income Option*

The 7% Lifetime Income Option is available under the contract at the time of application. The Contract Owner (or

the Annuitant in the case of a non-natural Contract Owner) must be between age 45 and 85 at the time of application. Effective November 1, 2010, for contracts issued in the State of New York, the Contract Owner (or the Annuitant in the case of a non-natural Contract Owner) must be between age 50 and 85 at the time of application.

If the Contract Owner elects the 7% Lifetime Income Option, Nationwide will deduct an additional charge not to exceed 1.00% of the Current Income Benefit Base, which is the amount upon which the annual benefit is based. The current charge for the 7% Lifetime Income Option is 0.95% of the Current Income Benefit Base. The charge is deducted on each contract anniversary and is taken from the Sub-Accounts proportionally based on contract allocations at the time the charge is deducted.

### *Spousal Continuation Benefit*

The Spousal Continuation Benefit is available under the contract at the time of application for those contracts that have also elected the 7% Lifetime Income Option.

The Contract Owner's spouse (or the Annuitant's spouse in the case of a non-natural Contract Owner) must be between age 45 and 85 at the time of application. For contracts issued in the State of New York that elect the 7% Spousal Continuation Benefit, the Contract Owner's spouse (or the Annuitant's spouse in the case of a non-natural Contract Owner) must be between age 50 and 85 at the time of application.

If the applicant elects the Spousal Continuation Benefit, Nationwide will deduct an additional charge equal to a rate not to exceed 0.30% of the Current Income Benefit Base. The current charge for the Spousal Continuation Benefit is 0.15% of the Current Income Benefit Base. The charge is deducted at the same time and in the same manner as the 7% Lifetime Income Option charge.

### *Charges for Optional Benefits*

The charges associated with optional benefits are only assessed prior to annuitization.

### **Annuity Payments**

Annuity payments begin on the Annuitization Date and will be based on the annuity payment option chosen prior to annuitization. Nationwide will send annuity payments no later than seven days after each annuity payment date.

### **Taxation**

How distributions from an annuity contract are taxed depends on the type of contract issued and the purpose for which the contract is purchased. Generally, distributions from an annuity contract, including the payment of death benefits, are taxable to the extent they exceed investment in the contract. Nationwide will charge against the contract any premium taxes levied by any governmental authority. Premium tax rates currently range from 0% to 5% (see "Federal Tax Considerations" in "Appendix C: Contract Types and Tax Information" and "Premium Taxes").

## Right to Examine and Cancel

Under state insurance laws, Contract Owners have the right, during a limited period of time, to examine their contract and decide if they want to keep it or cancel it. This right is referred to as a "free look" right. The length of this time period depends on state law and may vary depending on whether your purchase is replacing another annuity contract you own.

If the Contract Owner elects to cancel the contract pursuant to the free look provision, where required by law, Nationwide will return the greater of the Contract Value or the amount of purchase payment(s) applied during the free look period, less any withdrawals from the contract, and applicable federal and state income tax withholding. Otherwise, Nationwide will return the Contract Value, less any withdrawals from the contract, and applicable federal and state income tax withholding.

See "Right to Examine and Cancel" later in this prospectus for more information.

## Condensed Financial Information

The value of an Accumulation Unit is determined on the basis of changes in the per share value of the underlying mutual funds and the assessment of Variable Account charges which may vary from contract to contract (for more information on the calculation of Accumulation Unit values, see "Determining Variable Account Value – Valuing an Accumulation Unit").

## Financial Statements

Financial statements for the Variable Account and the consolidated financial statements for Nationwide Life Insurance Company are located in the Statement of Additional Information. A current Statement of Additional Information may be obtained, without charge, by contacting the Service Center.

## Nationwide Life Insurance Company

Nationwide, the depositor, is a stock life insurance company organized under Ohio law in March 1929, with its home office at One Nationwide Plaza, Columbus, Ohio 43215. Nationwide is a provider of life insurance, annuities and retirement products. It is admitted to do business in all states, the District of Columbia and Puerto Rico.

Nationwide is a member of the Nationwide group of companies. Nationwide Mutual Insurance Company and Nationwide Mutual Fire Insurance Company (the "Companies") are the ultimate controlling persons of the Nationwide group of companies. The Companies were organized under Ohio law in December 1925 and 1933 respectively. The Companies engage in a general insurance and reinsurance business, except life insurance.

Nationwide intends to rely on the exemption provided by Rule 12h-7 under the Securities Exchange Act of 1934 ("1934 Act"). In reliance on the exemption provided by Rule 12h-7, we do not intend to file periodic reports as required under the 1934 Act.

## Nationwide Investment Services Corporation

The contracts are distributed by the general distributor, Nationwide Investment Services Corporation ("NISC"), One Nationwide Plaza, Columbus, Ohio 43215. NISC is a wholly owned subsidiary of Nationwide.

## Charles Schwab & Co., Inc.

The contracts are sold exclusively by representatives of Charles Schwab & Co., Inc., ("Schwab") Charles Schwab Insurance Services, P.O. Box 7666, San Francisco, California 94120-7666. Schwab is not affiliated with Nationwide or NISC.

## Investing in the Contract

### The Variable Account and Underlying Mutual Funds

Nationwide Variable Account-II is a Variable Account that invests in the underlying mutual funds listed in Appendix A. Nationwide established the Variable Account on October 7, 1981 pursuant to Ohio law. Although the Variable Account is registered with the SEC as a unit investment trust pursuant to the Investment Company Act of 1940 ("1940 Act"), the SEC does not supervise the management of Nationwide or the Variable Account.

Income, gains, and losses credited to, or charged against, the Variable Account reflect the Variable Account's own investment experience and not the investment experience of Nationwide's other assets. The Variable Account's assets are held separately from Nationwide's assets and are not chargeable with liabilities incurred in any other business of Nationwide. Nationwide is obligated to pay all amounts promised to Contract Owners under the contracts.

The Variable Account is divided into Sub-Accounts, each corresponding to a single underlying mutual fund. Nationwide uses the assets of each Sub-Account to buy shares of the underlying mutual funds based on Contract Owner instructions.

Each underlying mutual fund's prospectus contains more detailed information about that fund. Prospectuses for the underlying mutual funds should be read in conjunction with this prospectus.

Contract Owners receive underlying mutual prospectuses when they make their initial Sub-Account allocations and any time they change those allocations. **Contract Owners can obtain prospectuses for underlying mutual funds at any other time by contacting the Service Center.** Contract Owners should read these prospectuses carefully before investing.

*Underlying mutual funds in the Variable Account are NOT publicly traded mutual funds.* They are only available as investment options in variable life insurance policies or variable annuity contracts issued by life insurance companies, or in some cases, through participation in certain qualified pension or retirement plans.

The investment advisers of the underlying mutual funds may manage publicly traded mutual funds with similar names and

investment objectives. However, the underlying mutual funds are NOT directly related to any publicly traded mutual fund. Contract Owners should not compare the performance of a publicly traded fund with the performance of underlying mutual funds participating in the Variable Account. The performance of the underlying mutual funds could differ substantially from that of any publicly traded funds.

The particular underlying mutual funds available under the contract may change from time to time. Specifically, underlying mutual funds or underlying mutual fund share classes that are currently available may be removed or closed off to future investment. New underlying mutual funds or new share classes of currently available underlying mutual funds may be added. Contract Owners will receive notice of any such changes that affect their contract.

In the future, additional underlying mutual funds managed by certain financial institutions, brokerage firms or their affiliates may be added to the Variable Account. These additional underlying mutual funds may be offered exclusively to purchasing customers of the particular financial institution or brokerage firm, or through other exclusive distribution arrangements.

#### *Voting Rights*

Contract Owners who have allocated assets to the underlying mutual funds are entitled to certain voting rights. Nationwide will vote Contract Owner shares at special shareholder meetings based on Contract Owner instructions. However, if the law changes and Nationwide is allowed to vote in its own right, it may elect to do so.

Contract Owners with voting interests in an underlying mutual fund will be notified of issues requiring the shareholders' vote as soon as possible before the shareholder meeting. Notification will contain proxy materials and a form with which to give Nationwide voting instructions. Nationwide will vote shares for which no instructions are received in the same proportion as those that are received. What this means to you is that when only a small number of Contract Owners vote, each vote has a greater impact and may control the outcome.

The number of shares which a Contract Owner may vote is determined by dividing the cash value of the amount they have allocated to an underlying mutual fund by the Net Asset Value of that underlying mutual fund. Nationwide will designate a date for this determination not more than 90 days before the shareholder meeting.

#### *Material Conflicts*

The underlying mutual funds may be offered through separate accounts of other insurance companies, as well as through other separate accounts of Nationwide. Nationwide does not anticipate any disadvantages to this. However, it is possible that a conflict may arise between the interests of the Variable Account and one or more of the other separate accounts in which these underlying mutual funds participate.

Material conflicts may occur due to a change in law affecting the operations of variable life insurance policies and variable annuity contracts, or differences in the voting instructions of the Contract

Owners and those of other companies. If a material conflict occurs, Nationwide will take whatever steps are necessary to protect Contract Owners and variable annuity payees, including withdrawal of the Variable Account from participation in the underlying mutual fund(s) involved in the conflict.

#### *Substitution of Securities*

Nationwide may substitute, eliminate, or combine shares of another underlying mutual fund for shares already purchased or to be purchased in the future if either of the following occurs:

- (1) shares of a current underlying mutual fund are no longer available for investment; or
- (2) further investment in an underlying mutual fund is inappropriate.

No substitution of shares may take place without the prior approval of the SEC. All affected Contract Owners will be notified in the event there is a substitution, elimination or combination of shares.

#### *Deregistration of the Variable Account*

Nationwide may deregister the Variable Account under the 1940 Act in the event the Variable Account meets an exemption from registration under the 1940 Act, if there are no shareholders in the separate account, or for any other purpose approved by the SEC.

No deregistration may take place without the prior approval of the SEC. All affected Contract Owners will be notified in the event Nationwide deregisters the Variable Account.

#### **Guaranteed Term Options**

Guaranteed Term Options ("GTOs") are separate investment options under the contract. The minimum amount that may be allocated to a GTO is \$1,000. Allocations to a Guaranteed Term Option are held in a separate account, established by Nationwide pursuant to Ohio law, to aid in the reserving and accounting for Guaranteed Term Option obligations. The separate account's assets are held separately from Nationwide's other assets and are not chargeable with liabilities incurred in any other business of Nationwide. However, the general assets of Nationwide are available for the purpose of meeting the guarantees of any Guaranteed Term Option, subject to Nationwide's claims-paying ability. A Guaranteed Term Option prospectus should be read along with this prospectus.

Guaranteed Term Options provide a guaranteed rate of interest over four different maturity durations: three (3), five (5), seven (7) or ten (10) years. Note: The guaranteed term may last for up to three months beyond the three, five, seven or 10 year period since every guaranteed term will end on the final day of a calendar quarter.

For the duration selected, Nationwide will declare a guaranteed interest rate. The guaranteed interest rate will be credited to amounts allocated to the Guaranteed Term Option(s) unless a distribution is taken before the maturity date. If a distribution occurs before the maturity date, the amount distributed will be subject to a market value

adjustment. A market value adjustment can increase or decrease the amount distributed depending on fluctuations in constant maturity treasury rates. No market value adjustment will be applied if Guaranteed Term Option allocations are held to maturity.

Because a market value adjustment can affect the value of a distribution, its effects should be carefully considered before surrendering or transferring from Guaranteed Term Options. Please refer to the prospectus for the Guaranteed Term Options for further information. Contract Owners can obtain a GTO prospectus at no charge by contacting the Service Center.

Guaranteed Term Options are available only during the accumulation phase of a contract. They are not available after the Annuitization Date. In addition, Guaranteed Term Options are not available for use with Asset Rebalancing, Dollar Cost Averaging, or Systematic Withdrawals. Guaranteed Term Options may not be available in every state.

## Contacting the Service Center

All inquiries, paperwork, information requests, service requests, and transaction requests should be made to the Service Center:

- by telephone at 1-800-848-6331 (TDD 1-800-238-3035)
- by mail to P.O. Box 182021, Columbus, Ohio 43218-2021
- by fax at 1-888-634-4472
- by Internet at [www.nationwide.com](http://www.nationwide.com).

Nationwide reserves the right to restrict or remove the ability to submit service requests via Internet, phone, or fax upon written notice.

Not all methods of communication are available for all types of requests. To determine which methods are permitted for a particular request, refer to the specific transaction provision in this prospectus, or call the Service Center. Requests submitted by means other than described in this prospectus could be returned or delayed.

Service and transaction requests will generally be processed on the Valuation Date they are received at the Service Center as long as the request is in good order. Good order generally means that all necessary information to process the request is complete and in a form acceptable to Nationwide. If a request is not in good order, Nationwide will take reasonable actions to obtain the information necessary to process the request. Requests that are not in good order may be delayed or returned. Nationwide reserves the right to process any purchase payment or withdrawal request sent to a location other than the Service Center on the Valuation Date it is received at the Service Center.

Nationwide may be required to provide information about your contract to government regulators. If mandated under applicable law, Nationwide may be required to reject a purchase payment and to refuse to process transaction requests for transfers, withdrawals, loans, and/or death benefits until instructed otherwise by the appropriate regulator.

Nationwide will use reasonable procedures to confirm that instructions are genuine and will not be liable for following instructions that it reasonably determined to be genuine. Nationwide may record telephone requests. Telephone and computer systems may not always be available. Any telephone system or computer, whether yours or Nationwide's, can experience outages or slowdowns for a variety of reasons. The outages or slowdowns could prevent or delay processing. Although Nationwide has taken precautions to support heavy use, it is still possible to incur an outage or delay. To avoid technical difficulties, submit transaction requests by mail.

## The Contract in General

In order to comply with the USA Patriot Act and rules promulgated thereunder, Nationwide has implemented procedures designed to prevent contracts described in this prospectus from being used to facilitate money laundering or the financing of terrorist activities.

Due to state law variations, the options and benefits described in this prospectus may vary or may not be available depending on the state in which the contract is issued. Possible state law variations include, but are not limited to, minimum initial and subsequent purchase payment amounts, investment options, age issuance limitations, availability of certain optional benefits, free look rights, annuity payment options, ownership and interests in the contract, and death benefit calculations. This prospectus describes all material features of the contract. To review a copy of the contract and any endorsements, please contact the Service Center.

If this contract is purchased to replace another variable annuity, be aware that the mortality tables used to determine the amount of annuity payments may be less favorable than those in the contract being replaced.

These contracts are offered exclusively through Schwab. Schwab is not responsible for the guarantees under the contracts.

*These guarantees are the sole responsibility of Nationwide.*

Investors who purchase the variable annuity described in this prospectus may be eligible to apply the Contract Value to the total amount of the investor's household assets maintained at Schwab. If the total amount of the investor's household assets at Schwab meet certain predetermined breakpoints, the investor may be eligible for certain fee reductions or other related benefits offered by Schwab. All terms and conditions regarding the fees and account types eligible for such consideration are determined by Schwab. Charges and expenses of the variable annuity contract described in this prospectus are NOT subject to reduction or waiver by Schwab. Please consult a Schwab representative for more information.

In general, deferred variable annuities are long-term investments; they are not intended as short-term investments. Accordingly, Nationwide has designed the contract to offer features, pricing, and investment options that encourage long-term ownership. It is very important that Contract Owners and prospective Contract Owners understand all the costs associated with owning a contract, and if and how those costs change during the lifetime of the contract. Contract and

optional charges may not be the same in later Contract Years as they are in early Contract Years. The various contract and optional benefit charges are assessed in order to compensate Nationwide for administrative services, distribution and operational expenses, and assumed actuarial risks associated with the contract. Deferred variable annuities are not intended to be sold to a terminally ill Contract Owner or Annuitant.

Following is a discussion of some relevant factors that may be of particular interest to prospective investors.

### **Distribution, Promotional and Sales Expenses**

Nationwide pays commissions to Schwab for selling the contracts. The maximum gross commission that Nationwide will pay on the sale of the contracts is 0.60%. Nationwide may also, instead of a premium-based commission, pay an asset-based commission (sometimes referred to as "trails" or "residuals"), or a combination of the two.

### **Underlying Mutual Fund Payments**

#### *Nationwide's Relationship with the Underlying Mutual Funds*

The underlying mutual funds incur expenses each time they sell, administer, or redeem their shares. The Variable Account aggregates Contract Owner purchase, redemption, and transfer requests and submits net or aggregated purchase/redemption requests to each underlying mutual fund daily. The Variable Account (not the Contract Owners) is the underlying mutual fund shareholder. When the Variable Account aggregates transactions, the underlying mutual fund does not incur the expense of processing individual transactions it would normally incur if it sold its shares directly to the public. Nationwide incurs these expenses instead.

Nationwide also incurs the distribution costs of selling the contract (as discussed above), which benefit the underlying mutual funds by providing Contract Owners with Sub-Account options that correspond to the underlying mutual funds.

An investment advisor or sub-advisor of an underlying mutual fund or its affiliates may provide Nationwide or its affiliates with wholesaling services that assist in the distribution of the contract and may pay Nationwide or its affiliates to participate in educational and/or marketing activities. These activities may provide the advisor or sub-advisor (or their affiliates) with increased exposure to persons involved in the distribution of the contract.

#### *Types of Payments Nationwide Receives*

In light of the above, the underlying mutual funds and their affiliates make certain payments to Nationwide or its affiliates (the "payments"). The amount of these payments is typically based on a percentage of assets invested in the underlying mutual funds attributable to the contracts and other variable contracts Nationwide and its affiliates issue, but in some cases may involve a flat fee. These payments may be used by Nationwide for any corporate purpose, which include reducing the prices of the contracts, paying expenses that Nationwide or its affiliates incur in promoting, marketing, and administering the contracts and the underlying mutual funds, and achieving a profit.

Nationwide or its affiliates receive the following types of payments:

- underlying mutual fund 12b-1 fees, which are deducted from underlying mutual fund assets;
- sub-transfer agent fees or fees pursuant to administrative service plans adopted by the underlying mutual fund, which may be deducted from underlying mutual fund assets; and
- payments by an underlying mutual fund's adviser or sub-adviser (or its affiliates). Such payments may be derived, in whole or in part, from the advisory fee, which is deducted from underlying mutual fund assets and is reflected in mutual fund charges.

Furthermore, Nationwide benefits from assets invested in Nationwide's affiliated underlying mutual funds (*i.e.*, Nationwide Variable Insurance Trust) because its affiliates also receive compensation from the underlying mutual funds for investment advisory, administrative, transfer agency, distribution, and/or other services. Thus, Nationwide may receive more revenue with respect to affiliated underlying mutual funds than unaffiliated underlying mutual funds.

Nationwide took into consideration the anticipated payments from the underlying mutual funds when it determined the charges imposed under the contracts (apart from fees and expenses imposed by the underlying mutual funds). *Without these payments, Nationwide would have imposed higher charges under the contract.*

#### *Amount of Payments Nationwide Receives*

For the year ended December 31, 2011, the underlying mutual fund payments Nationwide and its affiliates received from the underlying mutual funds did not exceed 0.60% (as a percentage of the average Daily Net Assets invested in the underlying mutual funds) offered through this contract or other variable contracts that Nationwide and its affiliates issue. Payments from investment advisors or sub-advisors to participate in educational and/or marketing activities have not been taken into account in this percentage.

Most underlying mutual funds or their affiliates have agreed to make payments to Nationwide or its affiliates, although the applicable percentages may vary from underlying mutual fund to underlying mutual fund and some may not make any payments at all. Because the amount of the actual payments Nationwide and its affiliates receive depends on the assets of the underlying mutual funds attributable to the contract, Nationwide and its affiliates may receive higher payments from underlying mutual funds with lower percentages (but greater assets) than from underlying mutual funds that have higher percentages (but fewer assets).

#### *Identification of Underlying Mutual Funds*

Nationwide may consider several criteria when identifying the underlying mutual funds, including some or all of the following: investment objectives, investment process, investment performance, risk characteristics, investment capabilities, experience and resources, investment consistency, and fund expenses. Another factor Nationwide considers

during the identification process is whether the underlying mutual fund's advisor or sub-advisor is one of Nationwide's affiliates or whether the underlying mutual fund, its advisor, its sub-advisor(s), or an affiliate will make payments to Nationwide or its affiliates.

There may be underlying mutual funds with lower fees, as well as other variable contracts that offer underlying mutual funds with lower fees. A potential purchaser should consider all of the fees and charges of the contract in relation to its features and benefits when making the decision to invest. Please note that higher contract and underlying mutual fund fees and charges have a direct effect on and may lower your investment performance.

### **Profitability**

Nationwide does consider profitability when determining the charges in the contract. In early Contract Years, Nationwide does not anticipate earning a profit, since that is a time when administrative and distribution expenses are typically higher. Nationwide does, however, anticipate earning a profit in later Contract Years. In general, Nationwide's profit will be greater the higher the investment return and the longer the contract is held.

### **Contract Modification**

Nationwide may modify the contract, but no modification will affect the amount or term of any annuity contract unless a modification is required to conform the contract to applicable federal or state law. No modification will affect the method by which the Contract Values are determined.

## **Standard Charges and Deductions**

### **Sales Charges**

There are no sales charges assessed upon purchase payments or surrenders from the contract.

### **Mortality and Expense Risk Charge**

Nationwide deducts a Mortality and Expense Risk Charge from the Variable Account. This amount is computed on a daily basis and is equal to an annualized rate of 0.45% of the Daily Net Assets of the Variable Account. This fee compensates Nationwide for providing insurance benefits under the contract. It also compensates Nationwide for assuming the risk that Annuitants will live longer than assumed. Finally, the Mortality and Expense Risk Charge compensates Nationwide for guaranteeing that charges will not increase regardless of actual expenses. Nationwide may realize a profit from this charge, which Nationwide may use to finance distribution of the contracts.

### **Administrative Charge**

Nationwide deducts an Administrative Charge from the Variable Account. This amount is computed on a daily basis and is equal to an annualized rate of 0.20% of the Daily Net Assets of the Variable Account. This fee reimburses Nationwide for the administrative costs it incurs resulting from providing contract benefits, including preparation of the contract and prospectus, confirmation statements, annual account statements and annual reports, legal and accounting

fees, as well as various related expenses. Nationwide may realize a profit from this charge, which Nationwide may use to finance the distribution of the contracts.

### **Premium Taxes**

Nationwide will charge against the Contract Value any premium taxes levied by a state or other government entity. Premium tax rates currently range from 0% to 5%. This range is subject to change. Nationwide will assess premium taxes to the contract at the time Nationwide is assessed the premium taxes by the state. Premium tax requirements vary from state to state.

Premium taxes may be deducted from death benefit proceeds.

### **Short-Term Trading Fees**

Some underlying mutual funds may assess (or reserve the right to assess) a short-term trading fee in connection with transfers from a Sub-Account that occur within 60 days after the date of allocation to the Sub-Account.

Short-term trading fees are intended to compensate the underlying mutual fund (and Contract Owners with interests allocated in the underlying mutual fund) for the negative impact on fund performance that may result from frequent, short-term trading strategies. Short-term trading fees are not intended to affect the large majority of Contract Owners not engaged in such strategies. Any short-term trading fee assessed by any underlying mutual fund available in conjunction with the contracts described in this prospectus will equal 1% of the amount determined to be engaged in short-term trading. Short-term trading fees will only apply to those Sub-Accounts corresponding to underlying mutual funds that charge such fees (see the underlying mutual fund prospectus). Any short-term trading fees paid are retained by the underlying mutual fund, not by Nationwide, and are part of the underlying mutual fund's assets. Contract Owners are responsible for monitoring the length of time allocations are held in any particular underlying mutual fund. Nationwide will not provide advance notice of the assessment of any applicable short-term trading fee.

If a short-term trading fee is assessed, the underlying mutual fund will charge the Variable Account 1% of the amount determined to be engaged in short-term trading. The Variable Account will then pass the short-term trading fee on to the specific Contract Owner that engaged in short-term trading by deducting an amount equal to the short-term trading fee from that Contract Owner's Sub-Account value. All such fees will be remitted to the underlying mutual fund; none of the fee proceeds will be retained by Nationwide or the Variable Account.

When multiple purchase payments (or exchanges) are made to a Sub-Account that is subject to short-term trading fees, transfers will be considered to be made on a first in/first out (FIFO) basis for purposes of determining short-term trading fees. In other words, units held the longest time will be treated as being transferred first, and units held for the shortest time will be treated as being transferred last.



Some transactions are not subject to the short-term trading fees. Transactions that are not subject to short-term trading fees include:

- scheduled and systematic transfers, such as Dollar Cost Averaging, Asset Rebalancing, and Systematic Withdrawals;
- surrenders;
- surrenders of Annuity Units to make annuity payments;
- surrenders of Accumulation Units to pay a death benefit; or
- transfers made upon annuitization of the contract.

New share classes of certain currently available underlying mutual funds may be added as investment options under the contracts. These new share classes may require the assessment of short-term trading or redemption fees. When these new share classes are added, new purchase payment allocations and exchange reallocations to the underlying mutual funds in question may be limited to the new share class.

## Optional Contract Benefits, Charges and Deductions

For an additional charge, the following optional benefits are available to Contract Owners. Not all optional benefits are available in every state. Unless otherwise indicated:

- (1) optional benefits must be elected at the time of application;
- (2) optional benefits, once elected, may not be terminated prior to annuitization; and
- (3) the optional benefits (including associated charges) will terminate upon annuitization.

### Death Benefit Options

At the time of application, the Contract Owner must elect one of three death benefit options.

#### *Return of Premium Death Benefit Option*

Applicants can elect the Return of Premium Death Benefit Option for an additional charge equal to an annualized rate of 0.10% of the Daily Net Assets of the Variable Account. If the Annuitant dies before the Annuitization Date, the death benefit will be the greater of:

- (1) the Contract Value as of the date that Nationwide receives all the information necessary to pay the death benefit; or
- (2) the total of all purchase payments, less an adjustment for amounts surrendered.

The Contract Value in item (1) above may include a market value adjustment for any amounts allocated to a Guaranteed Term Option.

The adjustment for amounts surrendered will reduce item (2) above in the same proportion that the Contract Value was reduced on the date(s) of the partial surrender(s).

**Note:** For contracts that have elected this option, if the total of all purchase payments made to this contract is greater than \$3,000,000, the death benefit will be adjusted as described in the "Death Benefit Calculations" provision.

The Return of Premium Death Benefit Option also includes the Spousal Protection Feature, which allows a surviving spouse to continue the contract while receiving the economic benefit of the death benefit upon the death of the other spouse. Please see "Spousal Protection Feature" later in this prospectus.

#### *One-Year Enhanced Death Benefit Option*

Applicants with Annuitants age 80 or younger at the time of application may elect the One-Year Enhanced Death Benefit Option for an additional charge equal to an annualized rate of 0.20% of the Daily Net Assets of the Variable Account. If the Annuitant dies before the Annuitization Date, the death benefit will be the greatest of:

- (1) the Contract Value as of the date that Nationwide receives all the information necessary to pay the death benefit;
- (2) the total of all purchase payments, less an adjustment for amounts surrendered; or
- (3) the highest Contract Value on any contract anniversary prior to the Annuitant's 86<sup>th</sup> birthday, less an adjustment for amounts subsequently surrendered, plus purchase payments received after that contract anniversary.

The Contract Value in items (1) and (3) above may include a market value adjustment for any amounts allocated to a Guaranteed Term Option.

The adjustment for amounts surrendered will reduce items (2) and (3) above in the same proportion that the Contract Value was reduced on the date(s) of the partial surrender(s).

**Note:** For contracts that have elected this option, if the total of all purchase payments made to this contract is greater than \$3,000,000, the death benefit will be adjusted as described in the "Death Benefit Calculations" provision.

The One-Year Enhanced Death Benefit Option also includes the Spousal Protection Feature, which allows a surviving spouse to continue the contract while receiving the economic benefit of the death benefit upon the death of the other spouse. Please see "Spousal Protection Feature" later in this prospectus.

#### *Return of Contract Value Death Benefit Option*

Applicants that elect a Lifetime Income Option may elect the Return of Contract Value Death Benefit Option for no additional charge. If the Annuitant dies before the Annuitization Date, the death benefit will equal the Contract Value as of the date Nationwide receives all the information necessary to pay the death benefit.

### Lifetime Income Options – Generally

The 7% Lifetime Income Options is designed exclusively as a withdrawal benefit. Nationwide determines a benefit base that it uses to calculate how much the Contract Owner can

withdraw each year. Additionally, if the Contract Owner delays taking withdrawals for 10 years, Nationwide will guarantee that the Current Income Benefit Base on the 10<sup>th</sup> Nationwide L.inc anniversary will be not less than the Original Income Benefit Base plus simple interest at a rate of 7% annually for each of those 10 years.

Although the tax treatment for withdrawals under withdrawal benefits is not clear, when the Contract Owner takes a withdrawal from the contract before the Annuitization Date, Nationwide will treat the following amount of the withdrawal as a taxable distribution: the excess of the greater of (a) the Contract Value immediately before the withdrawal; or (b) the guaranteed benefit amount immediately before the withdrawal; over the remaining investment in the contract. In certain circumstances, this treatment could result in the Contract Value being less than the investment in the contract after the withdrawal. A subsequent withdrawal under such circumstances could result in a loss that may be deductible. Please consult a qualified tax advisor.

### **7% Lifetime Income Option**

The 7% Lifetime Income Option provides for lifetime withdrawals, up to a certain amount each year, even after the Contract Value is zero. The age of the person upon which the benefit depends (the "determining life") must be between 45 and 85 years old at the time of application. Effective November 1, 2010, for contracts issued in the State of New York, the Contract Owner (or the Annuitant in the case of a non-natural Contract Owner) must be between age 50 and 85 at the time of application. For most contracts, the determining life is that of the primary Contract Owner. For those contracts where the Contract Owner is a non-natural person, for purposes of this option, the determining life is that of the primary Annuitant, and all references in this option to "Contract Owner" shall mean primary Annuitant. If in addition to the Annuitant, a co-Annuitant or joint Annuitant has been elected, the determining life will be that of the younger Annuitant. The determining life may not be changed.

The 7% Lifetime Income Option may only be elected at the time of application. The Contract Owner cannot also participate in any of the dollar cost averaging programs otherwise available under the contract. The 7% Lifetime Income Option is not available on beneficially owned contracts - those contracts that are inherited by a beneficiary and the beneficiary continues to hold the contract as a beneficiary (as opposed to treating the contract as his/her own) for tax purposes.

In exchange for this lifetime withdrawal benefit, Nationwide will assess an annual charge not to exceed 1.00% of the Current Income Benefit Base. The current charge for the 7% Lifetime Income Option is 0.95% of the Current Income Benefit Base. The charge associated with the 7% Lifetime Income Option will not change, except, possibly, upon the Contract Owner's election to reset the benefit base, as discussed herein. The charge will be assessed on each contract anniversary (the "7% Nationwide L.inc anniversary") and will be deducted via redemption of Accumulation Units. A prorated charge will also be deducted upon full withdrawal of the contract. Accumulation Units will be redeemed

proportionally from each Sub-Account in which the Contract Owner is invested at the time the charge is taken. Amounts redeemed as the 7% Lifetime Income Option charge will not negatively impact calculations associated with other benefits elected or available under the contract.

Election of the 7% Lifetime Income Option requires that the Contract Owner, until annuitization, allocate the entire Contract Value to a specified set of investment options currently available in the contract. For the list of investment options available under this benefit, please see "Lifetime Income Option Investment Options" later in this prospectus. Allocations to investment options other than those listed in the "Lifetime Income Option Investment Options" provision will not be honored; they will be treated as though no allocation request was submitted. Allocation to a GTO is not permitted. The Contract Owner may reallocate the Contract Value among the limited set of investment options in accordance with the "Transfers Prior to Annuitization" provision.

Where permitted by state law, subsequent purchase payments are permitted under the 7% Lifetime Income Option as long as the Contract Value is greater than zero. There may be instances where a subsequent purchase payment creates a financial risk that Nationwide is unwilling to bear. If this occurs, Nationwide may exercise its right to refuse subsequent purchase payments which total in aggregate \$50,000 or more in any calendar year. If Nationwide exercises this right to refuse a purchase payment, the entire purchase payment that causes the aggregate amount to exceed \$50,000 will be immediately returned to the Contract Owner in the same form in which it was received.

#### *Determination of the Income Benefit Base Prior to the First Withdrawal*

Upon contract issuance, the Original Income Benefit Base is equal to the Contract Value. Each time the benefit base is recalculated, as described below, the resulting benefit base is the Current Income Benefit Base. For the first 10 years after the 7% Lifetime Income Option is elected (provided no withdrawals are taken from the contract), the Current Income Benefit Base will equal the greater of:

- (1) the highest Contract Value on any 7% Nationwide L.inc anniversary plus purchase payments submitted after that Nationwide L.inc anniversary; or
- (2) the sum of the following (the "7% simple interest calculation"):
  - (a) the Original Income Benefit Base, plus 7% of the Original Income Benefit Base for each attained 7% Nationwide L.inc anniversary; and
  - (b) purchase payments applied after contract issuance, plus 7% of such purchase payments for each attained 7% Nationwide L.inc anniversary after the first, plus a prorated amount based upon the number of days from the date of such purchase payment to the first 7% Nationwide L.inc anniversary.

After the 10<sup>th</sup> 7% Nationwide L.inc anniversary (provided no withdrawals are taken from the contract), the Current Income Benefit Base will equal the greater of:

- (1) the highest Contract Value on any 7% Nationwide L.inc anniversary plus purchase payments submitted after that 7% Nationwide L.inc anniversary; or
- (2) the 7% simple interest calculation calculated on the 10<sup>th</sup> 7% Nationwide L.inc anniversary plus any purchase payments submitted after the 10<sup>th</sup> 7% Nationwide L.inc anniversary.

However, if at any time prior to the first withdrawal the Contract Value equals zero, no further income benefit base calculations will be made. The Current Income Benefit Base will be set equal to the income benefit base calculated on the most recent 7% Nationwide L.inc anniversary, and the annual benefit amount will be based on that Current Income Benefit Base.

#### *Lifetime Income Withdrawals*

At any time after the 7% Lifetime Income Option is elected, the Contract Owner may begin taking the lifetime income benefit by taking a withdrawal from the contract. The first withdrawal under the contract constitutes the first lifetime income withdrawal, even if such withdrawal is taken to meet minimum distribution requirements under the Internal Revenue Code. Nationwide will withdrawal Accumulation Units proportionally from the Sub-Accounts as of the date of the withdrawal request. As with any surrender, lifetime income withdrawals reduce the Contract Value and consequently, the amount available for annuitization.

At the time of the first surrender, the Current Income Benefit Base is locked in and will not change unless the Contract Owner takes excess withdrawals, elects a reset opportunity (both discussed later in this provision), or submits additional purchase payments. Additional purchase payments submitted after the first withdrawal from the contract will increase the Current Income Benefit Base by the amount of the purchase payment.

Simultaneously, the lifetime withdrawal percentage is determined based on the age of the Contract Owner as indicated in the following tables.

For contracts issued on or after May 1, 2010:

<b>Contract Owner's Age (at time of first withdrawal)<sup>1</sup></b>	<b>Lifetime Withdrawal Percentage</b>
45 up to 59½	3%
59½ through 64	4%
65 through 80	5.25%
81 and older	6.25%

<sup>1</sup> The Contract Owner's age at the time of first withdrawal is different for contracts issued in the State of New York.

For contracts issued on or after May 1, 2009 but before May 1, 2010:

<b>Contract Owner's Age (at time of first withdrawal)</b>	<b>Lifetime Withdrawal Percentage</b>
45 up to 59½	3%
59½ through 64	4%
65 through 80	5%
81 and older	6%

For contracts issued before May 1, 2009:

<b>Contract Owner's Age (at time of first withdrawal)</b>	<b>Lifetime Withdrawal Percentage</b>
45 up to 59½	4%
59½ through 66	5%
67 through 71	5.5%
72 through 80	6%
81 and older	7%

A Contract Owner will receive the greatest lifetime withdrawal percentage only if he or she does not take a surrender from the contract prior to age 81.

**Note:** The Internal Revenue Code requires that IRAs, SEP IRAs, and Simple IRAs begin distributions no later than April 1<sup>st</sup> of the calendar year following the calendar year in which the Contract Owner reaches age 70½. Contract Owners subject to minimum required distribution rules may not be able to take advantage of the lifetime withdrawal percentages available at higher age bands if distributions are taken from the contract to meet these Internal Revenue Code requirements. Contract Owners who elect not to take minimum required distributions from this contract, *i.e.*, they take minimum required distributions from other sources, may be able to take advantage of lifetime withdrawal percentages at the higher age bands. Consult a qualified tax advisor for more information.

At the time of the first withdrawal and on each 7% Nationwide L.inc anniversary thereafter, the lifetime withdrawal percentage is multiplied by the Current Income Benefit Base to determine the benefit amount for that year. The benefit amount is the maximum amount that can be withdrawn from the contract before the next 7% Nationwide L.inc anniversary without reducing the Current Income Benefit Base. The ability to withdrawal the current benefit amount will continue until the earlier of the Contract Owner's death or annuitization.

Although withdrawals up to the benefit amount do not reduce the Current Income Benefit Base, they do reduce the Contract Value and the death benefit.

#### *Impact of Withdrawals in Excess of the Lifetime Withdrawal Percentage Limit*

The Contract Owner is permitted to surrender Contract Value in excess of that year's benefit amount provided that the Contract Value is greater than zero. Withdrawals in excess of the benefit amount will reduce the Current Income Benefit Base, and consequently, the benefit amount calculated for subsequent years. In the event of excess withdrawals, the Current Income Benefit Base will be reduced by the greater of:

- (1) the dollar amount of the withdrawal in excess of the benefit amount; or
- (2) the ratio of the dollar amount of the excess withdrawal to the Contract Value (which has been reduced by the amount of the benefit amount withdrawn), multiplied by the Current Income Benefit Base.

In situations where the Contract Value exceeds the existing Current Income Benefit Base, excess withdrawals will

typically result in a dollar amount reduction to the new Current Income Benefit Base. In situations where the Contract Value is less than the existing Current Income Benefit Base, excess withdrawals will typically result in a proportional reduction to the new Current Income Benefit Base.

Currently, Nationwide allows for an "RMD privilege" whereby Nationwide permits a Contract Owner to withdraw Contract Value in excess of the benefit amount without reducing the Current Income Benefit Base if such excess surrender is for the sole purpose of meeting Internal Revenue Code required minimum distributions for this contract. This RMD privilege is not available for contracts issued as IRAs that are taken over, upon a Contract Owner's death, by a non-spouse. In order to qualify for the RMD privilege, the Contract Owner must:

- (1) be at least 70½ years old as of the date of the request;
- (2) own the contract as an IRA, Roth IRA, SEP IRA, Simple IRA, or Investment-Only Contract; and
- (3) submit a completed administrative form to the Service Center.

Nationwide reserves the right to modify or eliminate the RMD privilege if there is any change to the Internal Revenue Code or IRS rules relating required minimum distributions, including the issuance of relevant IRS guidance. If Nationwide exercises this right, any withdrawal in excess of the benefit amount will reduce the remaining Current Income Benefit Base.

Once the Contract Value falls to zero, the Contract Owner is no longer permitted to submit additional purchase payments or take withdrawals in excess of the benefit amount.

Additionally, there is no Contract Value to annuitize, making the payment of the benefit associated with this option the only income stream producing benefit remaining in the contract.

#### *Reset Opportunities*

Nationwide offers an automatic reset of the income benefit base. If, on any 7% Nationwide L.inc anniversary, the Contract Value exceeds the existing Current Income Benefit Base, Nationwide will automatically reset the Current Income Benefit Base to equal that Contract Value. This higher amount will be the new Current Income Benefit Base. This automatic reset will continue until either the current price or the list of permitted investment options changes.

In the event the current price or the list of permitted investment options changes, the reset opportunities still exist, but are no longer automatic. An election to reset the Current Income Benefit Base must be made by the Contract Owner to Nationwide. On or about each 7% Nationwide L.inc anniversary, Nationwide will provide the Contract Owner with information necessary to make this determination. Specifically, Nationwide will provide: the Contract Value; the Current Income Benefit Base; the current terms and conditions associated with the 7% Lifetime Income Option; and instructions on how to communicate an election to reset the benefit base.

If the Contract Owner elects to reset the Current Income Benefit Base, it will be at the then current terms and

conditions of the option as described in the most current prospectus. This could result in higher fees. If Nationwide does not receive a Contract Owner's election to reset the Current Income Benefit Base within 60 days after the 7% Nationwide L.inc anniversary, Nationwide will assume that the Contract Owner does not wish to reset the Current Income Benefit Base. If the Current Income Benefit Base is not reset, it will remain the same and the terms and conditions of the 7% Lifetime Income Option will not change (as applicable to that particular contract).

Contract Owners may cancel the automatic reset feature of the 7% Lifetime Income Option by notifying Nationwide as to such election. Nationwide reserves the right to modify or terminate the automatic reset feature at any time upon written notice to Contract Owners.

#### *Settlement Options*

If, after beginning lifetime income withdrawals, a Contract Owner's Contract Value falls to zero (thus, there is nothing to annuitize) and there is still a positive Current Income Benefit Base, Nationwide will provide the Contract Owner with one or more settlement options (in addition to the option of continuing to take or receive annual benefit payments). Specifically, Nationwide will provide a notification to the Contract Owner describing the following three options, along with instructions on how to submit the election to Nationwide:

- (1) the Contract Owner can continue to take annual withdrawals of no more than the annual benefit amount until the death of the Contract Owner;
- (2) the Contract Owner can elect the Age Based Lump Sum Settlement Option, as described below; or
- (3) if the Contract Owner qualifies after a medical examination, the Contract Owner can elect the Underwritten Lump Sum Settlement Option, as described below.

The options listed above each result in a different amount ultimately received under the 7% Lifetime Income Option. The Underwritten Lump Sum Settlement Option will generally pay a larger amount than the Age Based Lump Sum Settlement Option when a Contract Owner is healthier than the normal population. Regardless of age or health, the Underwritten Lump Sum Settlement Option amount will never be less than the Age Based Lump Sum Settlement Option amount.

Election of the Age Based Lump Sum Settlement Option enables the Contract Owner to receive payment without a medical exam, which could potentially delay payment. Before selecting a settlement option, consult with a qualified financial advisor to determine which option is best for you based on your individual financial situation and needs.

The Contract Owner will have 60 days from the date of Nationwide's notification letter to make an election. Once the Contract Owner makes an election, the election is irrevocable.

If the Contract Owner does not make an election within 60 days of the date of the notification letter, Nationwide will assume that the Contract Owner intends to continue to take withdrawals of the annual benefit amount.

**Age Based Lump Sum Settlement Option.** Under the Age Based Lump Sum Settlement Option, in lieu of taking withdrawals of the annual benefit amount, Nationwide will pay the Contract Owner a lump sum equal to the Contract Owner's most recently calculated annual benefit amount multiplied by the Annual Benefit Multiplier listed in the following table:

Contract Owner's Age	Annual Benefit Multiplier
Up to Age 70	5.5
71-75	4.5
76-80	3.5
81-85	2.5
86-90	2.0
91-95	1.5
96+	1.0

For contracts that have elected the Spousal Continuation Benefit, if both spouses are living on the date the Age Based Lump Sum Settlement Option is elected, Nationwide will use the age of the younger Contract Owner minus three years to determine the Annual Benefit Multiplier. If only one spouse is living on the date the Age Based Lump Sum Settlement Option is elected, Nationwide will use the age of the living spouse to determine the Annual Benefit Multiplier.

**Underwritten Lump Sum Settlement Option.** Under the Underwritten Lump Sum Settlement Option, in lieu of taking withdrawals of the annual benefit amount, for those who qualify based on a medical exam, Nationwide will pay the Contract Owner a lump sum based upon the attained age, sex, and health of the Contract Owner and (spouse if the 7% Spousal Continuation Benefit is elected). Once Nationwide receives the Contract Owner's election to take the Underwritten Lump Sum Settlement Option, Nationwide will provide the Contract Owner with a medical examination form, which must be completed by a certified physician chosen by the Contract Owner and returned to the Service Center within 30 days. Upon completion of underwriting by Nationwide, the lump sum settlement amount is issued to the Contract Owner. If Nationwide does not receive the completed form within the 30-day period, Nationwide will pay the Contract Owner the amount that would be payable under the Age Based Lump Sum Settlement Option. Such information must be submitted by the Contract Owner to the Service Center on a Nationwide form that is attested to by a certified physician chosen by the Contract Owner.

#### *Termination of Benefit*

Upon annuitization of the contract, the charge associated with this option will no longer be assessed and all benefits associated with the 7% Lifetime Income Option will terminate. Additionally, upon the Contract Owner's death the benefits associated with the option terminate (unless the Spousal Continuation Benefit was also elected).

#### **Spousal Continuation Benefit**

For an additional charge not to exceed 0.30% of the Current Income Benefit Base, the Contract Owner can elect to add a Spousal Continuation Benefit (not available for contracts issued as Charitable Remainder Trusts). Currently, the charge

associated with this option is 0.15% of the Current Income Benefit Base. The charge is assessed annually in the same manner as the Lifetime Income Option charge. The Spousal Continuation Benefit allows a surviving spouse to continue to receive, for the duration of his/her lifetime, the benefit associated with the elected Lifetime Income Option, provided that the following conditions are satisfied:

- (1) the Spousal Continuation Benefit must be elected at the time of application, and both spouses must be between 45 and 85 years old at that time. Effective November 1, 2010, for contracts that elect the 7% Spousal Continuation Benefit and contracts issued in the State of New York, both spouses must be between 50 and 85 years old at the time of application.
- (2) both spouses must be age 45 before either spouse is eligible to begin withdrawals. Effective November 1, 2010, for contracts that elect the 7% Spousal Continuation Benefit and contracts issued in the State of New York, both spouses must be age 50 before either spouse is eligible to begin withdrawals. **Note:** the Internal Revenue Code imposes a penalty tax if a distribution is made before the Contract Owner reaches age 59½ unless certain exceptions are met. See "Federal Tax Considerations" in "Appendix C: Contract Types and Tax Information" for additional information.
- (3) the lifetime withdrawal percentage will be based on the age of the younger spouse as of the date of the first surrender from the contract.
- (4) one or both spouses (or a revocable trust of which either or both of the spouses is/are grantor(s)) must be named as the Contract Owner. For contracts issued as IRAs and Roth IRAs, only the person for whom the IRA or Roth IRA was established may be named as the Contract Owner.
- (5) both spouses must be named as beneficiaries. For contracts with non-natural owners, both spouses must be named as Annuitants.
- (6) no person other than the spouse may be named as Contract Owner, Annuitant or primary beneficiary.
- (7) if both spouses are alive upon annuitization, the Contract Owner must specify which spouse is the Annuitant upon whose continuation of life any annuity payments involving life contingencies depend (for IRA and Roth IRA contracts, this person must be the Contract Owner).

If, prior to taking any surrenders from the contract, the marriage terminates due to divorce, dissolution, or annulment, the Contract Owner may remove the Spousal Continuation Benefit from the contract. Nationwide will remove the benefit and the associated charge after the Contract Owner submits to the Service Center written request and evidence of the marriage termination satisfactory to Nationwide. Once the Spousal Continuation Benefit is removed from the contract, the benefit may not be re-elected or added to cover a subsequent spouse.

**Note:** The Spousal Continuation Benefit is distinct from the Spousal Protection Feature associated with the two optional

death benefits. The Spousal Continuation Benefit allows a surviving spouse to continue receiving the lifetime income payments associated with the Lifetime Income Options. In contrast, the Spousal Protection Feature is a death benefit bump-up feature associated with the One-Year Enhanced Death Benefit Option and the Return of Premium Death Benefit Option.

### **Lifetime Income Option Investment Options**

The following list of investment options is the complete list of investment options available for contracts that have elected a Lifetime Income Option. Allocations must remain invested in one or more of the following investment options, as indicated herein, for the duration of the contract until annuitization.

#### **Nationwide Variable Insurance Trust**

- American Funds NVIT Asset Allocation Fund: Class II
- NVIT Investor Destinations Conservative Fund: Class II
- NVIT Investor Destinations Balanced Fund: Class II
- NVIT Investor Destinations Moderately Conservative Fund: Class II
- NVIT Investor Destinations Capital Appreciation Fund: Class II
- NVIT Investor Destinations Moderate Fund: Class II
- NVIT Investor Destinations Moderately Aggressive Fund: Class II<sup>1</sup>

#### **Static Asset Allocation Models**

- American Funds Option (33% NVIT American Funds NVIT Asset Allocation Fund: Class II, 33% NVIT American Funds NVIT Bond Fund: Class II, and 34% NVIT American Funds NVIT Growth-Income Fund: Class II)

The conditions associated with the Lifetime Income Options require that the Contract Owner allocate their Contract Value to one or more NVIT funds of funds for the life of the contract until annuitization. Since funds of funds involve layering of underlying investments, the Contract Owner will pay higher underlying mutual fund fees while the option is in effect, than had the option not been elected. Please consult the prospectuses for these investment options, which can be obtained free of charge by contacting the Service Center.

#### *Static Asset Allocation Models*

A Static Asset Allocation Model is an allocation strategy comprised of two or more underlying mutual funds that together provide a unique allocation mix not available as a single underlying mutual fund. Contract Owners that elect a Static Asset Allocation Model directly own Sub-Account units of the underlying mutual funds that comprise the particular model. In other words, a Static Asset Allocation Model is not a portfolio of underlying mutual funds with one Accumulation value, but rather, direct investment in a certain allocation of Sub-Accounts. There is no additional charge associated with investing in a Static Asset Allocation Model.

Each of the Static Asset Allocation Models is just that: static. The allocations or "split" between one or more Sub-Accounts

is not monitored and adjusted to reflect changing market conditions. However, a Contract Owner's investment in a Static Asset Allocation Model is rebalanced quarterly to ensure that the assets are allocated to the percentages in the same proportion that they were allocated at the time of election.

Only one Static Asset Allocation Model may be elected at any given time. Additionally, the entire Contract Value must be allocated to the elected model.

With respect to transferring into and out of a Static Asset Allocation Model, the models are treated like an underlying mutual fund and are subject to the "Transfers Prior to Annuitization" provision. You may request to transfer from one model to another, or transfer from a model to a permitted underlying mutual fund. Each transfer into or out of a Static Asset Allocation Model is considered one transfer event.

For additional information about the underlying mutual funds that comprise each Static Asset Allocation Model (see "Appendix A: Underlying Mutual Funds").

### **Ownership and Interests in the Contract**

#### **Contract Owner**

Prior to the Annuitization Date, the Contract Owner has all rights under the contract, unless a joint owner is named. If a joint owner is named, each joint owner has all rights under the contract. *Purchasers who name someone other than themselves as the Contract Owner will have no rights under the contract.*

On the Annuitization Date, the Annuitant becomes the Contract Owner, unless the Contract Owner is a Charitable Remainder Trust. If the Contract Owner is a Charitable Remainder Trust, the Charitable Remainder Trust continues to be the Contract Owner after annuitization.

Contract Owners of Non-Qualified Contracts may name a new Contract Owner at any time before the Annuitization Date. Any change of Contract Owner automatically revokes any prior Contract Owner designation. Changes in Contract Ownership may result in federal income taxation and may be subject to state and federal gift taxes.

#### **Joint Owner**

Joint owners each own an undivided interest in the contract.

Non-Qualified Contract Owners can name a joint owner at any time before annuitization. However, joint owners must be spouses at the time joint ownership is requested, unless state law requires Nationwide to allow non-spousal joint owners.

Generally, the exercise of any ownership rights under the contract must be in writing and signed by both joint owners. However, if a written election, signed by both Contract Owners, authorizing Nationwide to allow the exercise of ownership rights independently by either joint owner is submitted, Nationwide will permit joint owners to act independently. If such an authorization is submitted, Nationwide will not be liable for any loss, liability, cost, or expense for acting in accordance with the instructions of either joint owner.

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<sup>1</sup> Effective March 2, 2009, this underlying investment option will no longer be available to new investors in these Income Benefit Investment Options.

If either joint owner dies before the Annuitization Date, the contract continues with the surviving joint owner as the remaining Contract Owner.

### **Contingent Owner**

The contingent owner succeeds to the rights of a Contract Owner if a Contract Owner who is not the Annuitant dies before the Annuitization Date, and there is no surviving joint owner.

If a Contract Owner who is the Annuitant dies before the Annuitization Date, the contingent owner will not have any rights under the contract, unless such contingent owner is also the beneficiary.

The Contract Owner may name a contingent owner at any time before the Annuitization Date.

### **Annuitant**

The Annuitant is the person who will receive annuity payments and upon whose continuation of life any annuity payment involving life contingencies depends. This person must be age 85 or younger at the time of contract issuance, unless Nationwide approves a request for an Annuitant of greater age.

Only Non-Qualified Contract Owners may name someone other than himself/herself as the Annuitant.

The Contract Owner may not name a new Annuitant without Nationwide's consent.

### **Contingent Annuitant**

If the Annuitant dies before the Annuitization Date, the contingent Annuitant becomes the Annuitant. The contingent Annuitant must be age 85 or younger at the time of contract issuance, unless Nationwide approves a request for a contingent Annuitant of greater age.

If a contingent Annuitant is named, all provisions of the contract that are based on the Annuitant's death prior to the Annuitization Date will be based on the death of the last survivor of the Annuitant and contingent Annuitant.

### **Co-Annuitant**

A co-Annuitant, if named, must be the Annuitant's spouse. The co-Annuitant may be named at any time prior to annuitization and will receive the benefit of the Spousal Protection Feature (subject to the conditions set forth in the "Spousal Protection Feature" provision).

If either co-Annuitant dies before the Annuitization Date, the surviving co-Annuitant may continue the contract and will receive the benefit of the Spousal Protection Feature.

### **Joint Annuitant**

The joint Annuitant is designated as a second person (in addition to the Annuitant) upon whose continuation of life any annuity payment involving life contingencies depend. This person must be age 85 or younger at the time of contract issuance, unless Nationwide approves a request for a joint Annuitant of greater age.

The Contract Owner may name a joint Annuitant at any time before the Annuitization Date.

### **Beneficiary and Contingent Beneficiary**

The beneficiary is the person who is entitled to the death benefit if the Annuitant dies before the Annuitization Date and there is no joint owner. The Contract Owner can name more than one beneficiary. Multiple beneficiaries will share the death benefit equally, unless otherwise specified.

A contingent beneficiary will succeed to the rights of the beneficiary if no beneficiary is alive when a death benefit is paid. The Contract Owner can name more than one contingent beneficiary. Multiple contingent beneficiaries will share the death benefit equally, unless otherwise specified.

### **Changes to the Parties to the Contract**

Prior to the Annuitization Date (and subject to any existing assignments), the Contract Owner may request to change the following:

- Contract Owner (Non-Qualified Contracts only);
- joint owner (must be the Contract Owner's spouse);
- contingent owner;
- Annuitant (subject to Nationwide's underwriting and approval);
- contingent Annuitant (subject to Nationwide's underwriting and approval);
- co-Annuitant (must be the Annuitant's spouse);
- joint Annuitant (subject to Nationwide's underwriting and approval);
- beneficiary; or
- contingent beneficiary.

If the Contract Owner has elected a Lifetime Income Option, additional restrictions apply (see "7% Lifetime Income Option").

The Contract Owner must submit the request to Nationwide in writing and Nationwide must receive the request at its home office before the Annuitization Date. Once Nationwide receives and records the change request, the change will be effective as of the date the written request was signed, whether or not the Contract Owner or Annuitant is living at the time it was recorded. The change will not affect any action taken by Nationwide before the change was recorded.

In addition to the above requirements, any request to change the Contract Owner must be signed by the existing Contract Owner and the person designated as the new Contract Owner. Nationwide may require a signature guarantee.

If the Contract Owner is not a natural person and there is a change of the Annuitant, distributions will be made as if the Contract Owner died at the time of the change, regardless of whether the Contract Owner named a contingent Annuitant, as per Internal Revenue Service guidelines. Distributions will be made in accordance with the "Death of Annuitant" provision.

Nationwide reserves the right to reject any change request that would alter the nature of the risk that Nationwide assumed when it originally issued the contract (see "Purpose of the Contract").



## Operation of the Contract

### Minimum Initial and Subsequent Purchase Payments

Contract Type	Minimum Initial Purchase Payment	Minimum Subsequent Payments*
Charitable Remainder Trust	\$25,000	\$500
IRA	\$25,000	\$500
Investment-Only	\$25,000	\$500
Non-Qualified	\$25,000	\$500
Roth IRA	\$25,000	\$500
SEP IRA	\$25,000	\$500
Simple IRA	\$25,000	\$500

\*For subsequent purchase payments sent via electronic deposit, the minimum subsequent purchase payment is \$50. The cumulative total of all purchase payments under contracts issued by Nationwide on the life of any one Annuitant or owned by any one Contract Owner cannot exceed \$1,000,000 without Nationwide's prior consent. Any references in this prospectus to purchase payment amounts in excess of \$1,000,000 are assumed to have been approved by Nationwide. Nationwide prohibits subsequent purchase payments made after death of the Contract Owner(s), the Annuitant or co-Annuitant. If upon notification of death of the Contract Owner(s), the Annuitant or co-Annuitant, it is determined that death occurred prior to a subsequent purchase payment being made, Nationwide reserves the right to return the purchase payment subject to investment performance.

Some states have different minimum initial and subsequent purchase payment amounts, and subsequent purchase payments may not be permitted in all states.

### Guaranteed Term Options

Guaranteed Term Options are separate investment options under the contract. The minimum amount that may be allocated to a Guaranteed Term Option is \$1,000.

### Pricing

Generally, Nationwide prices Accumulation Unit values of the Sub-Accounts on each day that the New York Stock Exchange is open. (Pricing is the calculation of a new Accumulation Unit value that reflects that day's investment experience.) Accumulation Units are not priced when the New York Stock Exchange is closed or on the following nationally recognized holidays:

- New Year's Day
- Martin Luther King, Jr. Day
- Presidents' Day
- Good Friday
- Memorial Day
- Independence Day
- Labor Day
- Thanksgiving
- Christmas

Nationwide also will not price purchase payments if:

- (1) trading on the New York Stock Exchange is restricted;
- (2) an emergency exists making disposal or valuation of securities held in the Variable Account impracticable; or
- (3) the SEC, by order, permits a suspension or postponement for the protection of security holders.

Rules and regulations of the SEC will govern as to when the conditions described in (2) and (3) exist. On those days when the NYSE is open and Nationwide is closed, Contract Value may change and the Contract Owners will not have access to their accounts.

### Application and Allocation of Purchase Payments

#### Initial Purchase Payments

Initial purchase payments allocated to Sub-Accounts will be priced at the Accumulation Unit value next determined no later than two business days after receipt of an order to purchase if the application and all necessary information are complete and are received at the Service Center before the close of the New York Stock Exchange, which generally occurs at 4:00 p.m. Eastern Time. If the order is received after the close of the New York Stock Exchange, the initial purchase payment will be priced within two business days after the next business day.

If an incomplete application is not completed within five business days after receipt at the Service Center, the prospective purchaser will be informed of the reason for the delay. The purchase payment will be returned to the prospective purchaser unless he or she specifically consents to allow Nationwide to hold the purchase payment until the application is completed.

Where state law requires the return of purchase payments upon cancellation of the contract during the free look period, Nationwide will allocate initial purchase payments allocated to Sub-Accounts to the money market Sub-Account during the free look period. After the free look period, Nationwide will reallocate the Contract Value among the Sub-Accounts based on the instructions contained on the application. Where state law requires the return of Contract Value upon cancellation of the contract during the free look period, Nationwide will immediately allocate initial purchase payments to the investment options based on the instructions contained on the application.

#### Subsequent Purchase Payments

Any subsequent purchase payment received at the Service Center (along with all necessary information) before the close of the New York Stock Exchange on any Valuation Date will be priced at the Accumulation Unit value next determined after receipt of the purchase payment. If a subsequent purchase payment is received at the Service Center (along with all the necessary information) after the close of the New York Stock Exchange, it will be priced at the Accumulation Unit value determined on the following Valuation day.

#### Allocation of Purchase Payments

Nationwide allocates purchase payments to Sub-Accounts as instructed by the Contract Owner on the application. Shares of the underlying mutual funds allocated to the Sub-Accounts are purchased at Net Asset Value, then converted into Accumulation Units.

Contract Owners can change allocations or make exchanges among the Sub-Accounts after the time of application by submitting a written request to the Service Center. However,

no change may be made that would result in an amount less than 1% of the purchase payments being allocated to any Sub-Account. In the event that Nationwide receives such a request, Nationwide will inform the Contract Owner that the allocation instructions are invalid and that the contract's allocations among the Sub-Accounts prior to the request will remain in effect. Certain transactions may be subject to conditions imposed by the underlying mutual funds, as well as those set forth in this prospectus.

### **Determining the Contract Value**

The Contract Value is the sum of:

- (1) the value of amounts allocated to the Sub-Accounts of the Variable Account; and
- (2) amounts allocated to a Guaranteed Term Option.

If charges are assessed against the whole Contract Value, Nationwide will deduct a proportionate amount from each Sub-Account and any Guaranteed Term Option based on current cash values.

### *Determining Variable Account Value – Valuing an Accumulation Unit*

Sub-Account allocations are accounted for in Accumulation Units. Accumulation Unit values (for each Sub-Account) are determined by calculating the net investment factor for the underlying mutual funds for the current Valuation Period and multiplying that result with the Accumulation Unit values determined on the previous Valuation Period.

Nationwide uses the net investment factor as a way to calculate the investment performance of a Sub-Account from Valuation Period to Valuation Period. For each Sub-Account, the net investment factor shows the investment performance of the underlying mutual fund in which a particular Sub-Account invests, including the charges assessed against that Sub-Account for a Valuation Period.

The net investment factor for any particular Sub-Account is determined by dividing (a) by (b), and then subtracting (c) from the result, where:

- (a) is the sum of:
  - (1) the Net Asset Value of the underlying mutual fund as of the end of the current Valuation Period; and
  - (2) the per share amount of any dividend or income distributions made by the underlying mutual fund (if the date of the dividend or income distribution occurs during the current Valuation Period).
- (b) is the Net Asset Value of the underlying mutual fund determined as of the end of the preceding Valuation Period.
- (c) is a factor representing the daily total Variable Account charges, which may include charges for optional benefits elected by the Contract Owner. The factor is equal to an annualized rate ranging from 0.65% to 0.85% of the Daily Net Assets of the Variable Account, depending on which optional benefits the Contract Owner elects.

Based on the change in the net investment factor, the value of an Accumulation Unit may increase or decrease. Changes in the net investment factor may not be directly proportional to

changes in the Net Asset Value of the underlying mutual fund shares because of the deduction of Variable Account charges.

Though the number of Accumulation Units will not change as a result of investment experience, the value of an Accumulation Unit may increase or decrease from Valuation Period to Valuation Period.

### *Determining the Guaranteed Term Option Value*

Nationwide determines the value of a Guaranteed Term Option by:

- (1) adding all amounts allocated to the Guaranteed Term Options, minus amounts previously transferred or surrendered (including any market value adjustment);
- (2) adding any interest earned on the amounts allocated to the Guaranteed Term Options; and
- (3) subtracting charges deducted in accordance with the contract.

### **Transfer Requests**

Contract Owners may submit transfer requests in writing, over the telephone, or via the internet to the Service Center. Nationwide will use reasonable procedures to confirm that instructions are genuine and will not be liable for following instructions that it reasonably determined to be genuine. Nationwide may restrict or withdraw the telephone and/or internet transfer privilege at any time.

Generally, Sub-Account transfers will receive the Accumulation Unit value next determined after the transfer request is received at the Service Center. However, if a contract that is limited to submitting transfer requests via U.S. mail submits a transfer request via internet or telephone pursuant to Nationwide's one-day delay policy, the transfer will be executed on the next Valuation Date after the exchange request is received at the Service Center (see "Managers of Multiple Contracts").

### **Transfer Restrictions**

Neither the contracts described in this prospectus nor the underlying mutual funds are designed to support active trading strategies that require frequent movement between or among Sub-Accounts (sometimes referred to as "market-timing" or "short-term trading"). A Contract Owner who intends to use an active trading strategy should consult his/her registered representative and request information on other variable annuity contracts that offer underlying mutual funds that are designed specifically to support active trading strategies.

Nationwide discourages (and will take action to deter) short-term trading in this contract because the frequent movement between or among Sub-Accounts may negatively impact other investors in the contract. Short-term trading can result in:

- the dilution of the value of the investors' interests in the underlying mutual fund;

- underlying mutual fund managers taking actions that negatively impact performance (keeping a larger portion of the underlying mutual fund assets in cash or liquidating investments prematurely in order to support redemption requests); and/or
- increased administrative costs due to frequent purchases and redemptions.

To protect investors in this contract from the negative impact of these practices, Nationwide has implemented, or reserves the right to implement, several processes and/or restrictions aimed at eliminating the negative impact of active trading strategies. Nationwide makes no assurances that all risks associated with short-term trading will be completely eliminated by these processes and/or restrictions.

Nationwide cannot guarantee that its attempts to deter active trading strategies will be successful. If we are unable to deter active trading strategies, the performance of the Sub-Accounts that are actively traded may be adversely impacted.

#### *Redemption Fees*

Some underlying mutual funds assess a short-term trading fee in connection with transfers from a Sub-Account that occur within 60 days after the date of the allocation to the Sub-Account. The fee is assessed against the amount transferred and is paid to the underlying mutual fund. Redemption fees compensate the underlying mutual fund for any negative impact on fund performance resulting from short-term trading. For more information on short-term trading fees, please see the "Short-Term Trading Fees" provision.

#### *U.S. Mail Restrictions*

Nationwide monitors transfer activity in order to identify those who may be engaged in harmful trading practices. Transaction reports are produced and examined. Generally, a contract may appear on these reports if the Contract Owner (or a third party acting on their behalf) engages in a certain number of "transfer events" in a given period. A "transfer event" is any transfer, or combination of transfers, occurring on a given trading day (Valuation Period). For example, if a Contract Owner executes multiple transfers involving ten underlying mutual funds in one day, this counts as one transfer event. A single transfer occurring on a given trading day and involving only two underlying mutual funds will also count as one transfer event.

As a result of this monitoring process, Nationwide may restrict the method of communication by which transfer orders will be accepted. In general, Nationwide will adhere to the following guidelines:

Trading Behavior	Nationwide's Response
Six or more transfer events in one calendar quarter	Nationwide will mail a letter to the Contract Owner notifying them that: <ul style="list-style-type: none"> <li>• they have been identified as engaging in harmful trading practices; and</li> <li>• if their transfer events exceed 11 in two consecutive calendar quarters or 20 in one calendar year, the Contract Owner will be limited to submitting transfer requests via U.S. mail on a Nationwide issued form.</li> </ul>
More than 11 transfer events in two consecutive calendar quarters OR More than 20 transfer events in one calendar year	Nationwide will automatically limit the Contract Owner to submitting transfer requests via U.S. mail on a Nationwide issued form.

For purposes of Nationwide's transfer policy, U.S. mail includes standard U.S. mail, overnight U.S. mail, and overnight delivery via private carrier.

Each January 1<sup>st</sup>, Nationwide will start the monitoring anew, so that each contract starts with zero transfer events each January 1<sup>st</sup>. See, however, the "Other Restrictions" provision below.

#### *Managers of Multiple Contracts*

Some investment advisors/representatives manage the assets of multiple Nationwide contracts pursuant to trading authority granted or conveyed by multiple Contract Owners. These multi-contract advisors will generally be required by Nationwide to submit all transfer requests via U.S. mail.

Nationwide may, as an administrative practice, implement a "one-day delay" program for these multi-contract advisors, which they can use in addition to or in lieu of submitting transfer requests via U.S. mail. The one-day delay option permits multi-contract advisors to continue to submit transfer requests via the internet or telephone. However, transfer requests submitted by multi-contract advisors via the internet or telephone will not receive the next available Accumulation Unit value. Rather, they will receive the Accumulation Unit value that is calculated on the following business day. Transfer requests submitted under the one-day delay program are irrevocable. Multi-contract advisors will receive advance notice of being subject to the one-day delay program.

#### *Other Restrictions*

Contract Owners that are required to submit transfer requests via U.S. mail will be required to use a Nationwide issued form for their transfer request. Nationwide will refuse transfer requests that either do not use the Nationwide issued form for their transfer request or fail to provide accurate and complete information on their transfer request form. In the event that a Contract Owner's transfer request is refused by Nationwide, they will receive notice in writing by U.S. mail and will be required to resubmit their transfer request on a Nationwide issued form.

Nationwide reserves the right to refuse or limit transfer requests, or take any other action it deems necessary, in order to protect Contract Owners, Annuitants, and beneficiaries from the negative investment results that may result from short-term trading or other harmful investment practices employed by some Contract Owners (or third parties acting on their behalf).

In particular, trading strategies designed to avoid or take advantage of Nationwide's monitoring procedures (and other measures aimed at curbing harmful trading practices) that are nevertheless determined by Nationwide to constitute harmful trading practices, may be restricted.

Any restrictions that Nationwide implements will be applied consistently and uniformly.

#### *Underlying Mutual Fund Restrictions and Prohibitions*

Pursuant to regulations adopted by the SEC, Nationwide is required to enter into written agreements with the underlying mutual funds which allow the underlying mutual funds to:

- (1) request the taxpayer identification number, international taxpayer identification number, or other government issued identifier of any Nationwide Contract Owner;
- (2) request the amounts and dates of any purchase, redemption, transfer or exchange request ("transaction information"); and
- (3) instruct Nationwide to restrict or prohibit further purchases by Contract Owners that violate policies established by the underlying mutual fund (whose policies may be more restrictive than Nationwide's policies).

Nationwide is required to provide such transaction information to the underlying mutual funds upon their request. In addition, Nationwide is required to restrict or prohibit further purchases upon instruction from the underlying mutual fund.

Nationwide and any affected Contract Owner may not have advance notice of such instructions from an underlying mutual fund to restrict or prohibit further purchases. If an underlying mutual fund refuses to accept a purchase submitted by Nationwide, Nationwide will keep any affected Contract Owner in their current underlying mutual fund allocation.

#### **Transfers Prior to Annuitization**

##### *Transfers from a Guaranteed Term Option*

A Contract Owner may request to transfer allocations from a Guaranteed Term Option to the Sub-Accounts at any time. Transfers from a Guaranteed Term Option prior to maturity are subject to a market value adjustment.

Nationwide reserves the right to limit the number of transfers out of the Guaranteed Term Options to one per calendar year.

Nationwide is required by state law to reserve the right to postpone the transfer of assets from the Guaranteed Term Options for a period of up to six months from the date of the transfer request.

##### *Transfers from the Sub-Accounts*

A Contract Owner may request to transfer allocations from the Sub-Accounts to a Guaranteed Term Option at any time, subject to terms and conditions imposed by the contract and the underlying mutual funds.

Nationwide reserves the right to limit the number of transfers from the Sub-Accounts to the Guaranteed Term Options to one per calendar year.

##### *Transfers Among the Sub-Accounts*

A Contract Owner may request to transfer allocations among the Sub-Accounts at any time, subject to terms and conditions imposed by this prospectus and the underlying mutual funds.

#### **Transfers After Annuitization**

After annuitization, the portion of the Contract Value allocated to fixed annuity payments and the portion of the Contract Value allocated to variable annuity payments may not be changed.

After annuitization, transfers among Sub-Accounts may only be made on the anniversary of the Annuitization Date. Guaranteed Term Options are not available after annuitization.

#### **Right to Examine and Cancel**

If the Contract Owner elects to cancel the contract, he/she may return it to the Service Center within a certain period of time known as the "free look" period. Depending on the state in which the contract was purchased (and, in some states, if the contract is purchased as a replacement for another annuity contract), the free look period may be 10 days or longer. For ease of administration, Nationwide will honor any free look cancellation that is received at the Service center or postmarked within 30 days after the contract issue date. The contract issue date is the date the initial purchase payment is applied to the contract.

If the Contract Owner elects to cancel the contract pursuant to the free look provision, where required by law, Nationwide will return the greater of the Contract Value or the amount of purchase payment(s) applied during the free look period, less any withdrawals from the contract, and applicable federal and state income tax withholding. Otherwise, Nationwide will return the Contract Value, less any withdrawals from the contract, and applicable federal and state income tax withholding.

Where state law requires the return of purchase payments upon cancellation of the contract during the free look period, Nationwide will allocate initial purchase payments allocated to Sub-Accounts to the money market Sub-Account during the free look period. After the free look period, Nationwide will reallocate the Contract Value among the Sub-Accounts based on the instructions contained on the application. Where state law requires the return of Contract Value upon cancellation of the contract during the free look period, Nationwide will immediately allocate initial purchase payments to the investment options based on the instructions contained on the application.

Liability of the Variable Account under this provision is limited to the Contract Value in each Sub-Account on the date of revocation. Any additional amounts refunded to the Contract Owner will be paid by Nationwide.

### **Surrender (Redemption) Prior to Annuitization**

Prior to annuitization and before the Annuitant's death, Contract Owners may generally surrender some or all of their Contract Value. There may be income tax and/or penalty taxes assessed upon surrenders. Please see "Federal Tax Considerations" in Appendix C: "Contract Types and Tax Information" for more information.

Surrender requests must be submitted in writing to the Service Center and Nationwide may require additional information. When taking a full surrender, the contract must accompany the written request. Nationwide may require a signature guarantee.

Nationwide will pay any amounts surrendered from the Sub-Accounts within seven days after the request is received at the Service Center. However, Nationwide may suspend or postpone payment when it is unable to price a purchase payment or transfer (see "Pricing").

Nationwide is required by state law to reserve the right to postpone payment of assets in the Guaranteed Term Options for a period of up to six months from the date of the surrender request.

### **Partial Surrenders (Partial Redemptions)**

If a Contract Owner requests a partial surrender, Nationwide will surrender Accumulation Units from the Sub-Accounts and then from the Guaranteed Term Options only after the Sub-Account has been depleted. The amount withdrawn from each investment option will be in proportion to the value in each option at the time of the surrender request.

#### *Partial Surrenders to Pay Financial Advisor Fees*

The contract may be available for use with investment accounts at Schwab that charge an annual fee. Fees for these accounts would be specified in the respective account agreements. Any fees and expenses associated with these accounts are separate from and in addition to the fees and expenses of the contract described in this prospectus. Surrenders taken from this contract to pay advisory or investment management fees may be subject to income tax and/or tax penalties. Please consult a Schwab representative for more information on the tax status of surrenders made for this purpose.

### **Full Surrenders (Full Redemptions)**

Upon full surrender, the Contract Value may be more or less than the total of all purchase payments made to the contract. The Contract Value will reflect:

- Variable Account charges;
- underlying mutual fund charges;
- the investment performance of the underlying mutual funds; and

- amounts allocated to the Guaranteed Term Options, plus or minus any market value adjustment.

### **Surrender (Redemption) After Annuitization**

After the Annuitization Date, surrenders other than regularly scheduled annuity payments are not permitted.

### **Assignment**

Contract rights are personal to the Contract Owner and may not be assigned without Nationwide's written consent.

Nationwide reserves the right to refuse to recognize assignments that alter the nature of the risks that Nationwide assumed when it originally issued the contract.

A Non-Qualified Contract Owner may assign some or all rights under the contract. An assignment must occur before annuitization while the Annuitant is alive. Once proper notice of assignment is recorded at the Service Center, the assignment will become effective as of the date the written request was signed.

Investment-Only Contracts, IRAs, Roth IRAs, SEP IRAs and Simple IRAs may not be assigned, pledged or otherwise transferred except where allowed by law.

Nationwide is not responsible for the validity or tax consequences of any assignment. Nationwide is not liable for any payment or settlement made before the assignment is recorded. Assignments will not be recorded until Nationwide receives sufficient direction from the Contract Owner and the assignee regarding the proper allocation of contract rights.

Amounts pledged or assigned will be treated as distributions and will be included in gross income to the extent that the cash value exceeds the investment in the contract for the taxable year in which it was pledged or assigned. Amounts assigned may be subject to a tax penalty equal to 10% of the amount included in gross income.

Assignment of the entire Contract Value may cause the portion of the Contract Value exceeding the total investment in the contract and previously taxed amounts to be included in gross income for federal income tax purposes each year that the assignment is in effect.

### **Contract Owner Services**

#### **Asset Rebalancing**

Asset Rebalancing is the automatic reallocation of Contract Values to the Sub-Accounts on a predetermined percentage basis. Asset Rebalancing is not available for assets held in the Guaranteed Term Options. Requests for Asset Rebalancing must be on a Nationwide form and submitted to the Service Center.

Asset Rebalancing occurs every three months or on another frequency if permitted by Nationwide. If the last day of the three-month period falls on a Saturday, Sunday, recognized holiday, or any other day when the New York Stock Exchange is closed, Asset Rebalancing will occur on the next business day. Each Asset Rebalancing reallocation is considered a

transfer event. Once Asset Rebalancing is elected, it will only be terminated upon specific instruction from the Contract Owner; manual transfers will not automatically terminate the program.

Nationwide reserves the right to stop establishing new Asset Rebalancing programs.

### **Dollar Cost Averaging**

Dollar Cost Averaging is a long-term transfer program that allows the Contract Owner to make regular, level investments over time. Dollar Cost Averaging involves the automatic transfer of a specific amount from certain Sub-Accounts into other Sub-Accounts. With this service, the Contract Owner benefits from the ability to invest in the Sub-Accounts over a period of time, thereby smoothing out the effects of market volatility. Nationwide does not guarantee that this program will result in profit or protect Contract Owners from loss.

Contract Owners direct Nationwide to automatically transfer specified amounts from the following Sub-Accounts:

### **Nationwide Variable Insurance Trust**

- NVIT Core Bond Fund: Class II
- NVIT Government Bond Fund: Class I
- NVIT Short Term Bond Fund: Class II

### **Neuberger Berman Advisers Management Trust**

- AMT Short Duration Bond Portfolio: I Class (only available in contracts for which good order applications were received before May 1, 2012)

### **PIMCO Variable Insurance Trust**

- Low Duration Portfolio: Advisor Class

### **Schwab Annuity Portfolios**

- Schwab Money Market Portfolio™

to any other Sub-Accounts. Dollar Cost Averaging transfers may not be directed to the Guaranteed Term Options.

Transfers occur monthly or on another frequency if permitted by Nationwide. Nationwide will process transfers until either the value in the originating investment option is exhausted, or the Contract Owner instructs Nationwide to stop the transfers. When a Contract Owner instructs Nationwide to stop the transfers, all amounts remaining in the originating Sub-Account will remain allocated to the Sub-Account, unless Nationwide is instructed otherwise. Dollar Cost Averaging transfers are not considered transfer events.

Nationwide reserves the right to stop establishing new Dollar Cost Averaging programs.

### **Systematic Withdrawals**

Systematic Withdrawals allow Contract Owners to receive a specified amount (of at least \$100) on a monthly, quarterly, semi-annual, or annual basis. Requests for Systematic Withdrawals and requests to discontinue Systematic Withdrawals must be submitted in writing to the Service Center.

The withdrawals will be taken from the Sub-Accounts proportionately unless Nationwide is instructed otherwise. Systematic Withdrawals are not available from the Guaranteed Term Options.

Nationwide will withhold federal income taxes from Systematic Withdrawals unless otherwise instructed by the Contract Owner. The Internal Revenue Service may impose a 10% penalty tax if the Contract Owner is under age 59½ unless the Contract Owner has made an irrevocable election of distributions of substantially equal payments.

Nationwide reserves the right to stop establishing new Systematic Withdrawal programs. Systematic Withdrawals are not available before the end of the free-look period (see "Right to Examine and Cancel").

### **Custom Portfolio Asset Rebalancing Service**

For Contract Owners that have elected a Lifetime Income Option, Nationwide makes available the Custom Portfolio Asset Rebalancing Service ("Custom Portfolio") at no extra charge. Custom Portfolio is an asset allocation program that Contract Owners can use to build their own customized portfolio of investments, subject to certain limitations. Asset allocation is the process of investing in different asset classes (such as equity funds, fixed income funds, and money market funds) and may reduce the risk and volatility of investing. There are no guarantees that Custom Portfolio will result in a profit or protect against loss in a declining market.

Custom Portfolio offers up to five asset allocation models. Each model is comprised of different percentages of standardized asset categories designed to meet different investment goals, risk tolerances, and investment time horizons. The Contract Owner selects their model, then selects the specific underlying mutual funds (also classified according to standardized asset categories) and investment percentages within the model's parameters, enabling the Contract Owner to create their own unique "Custom Portfolio." Only one "Custom Portfolio" may be created and in effect at a time and the entire Variable Account Contract Value must participate in the model.

**Note:** Contract Owners should consult with a qualified investment advisor regarding the use of Custom Portfolio and to determine which model is appropriate for them.

Once the Contract Owner creates their "Custom Portfolio," that Contract Owner's model is static. This means that the percentage allocated to each underlying mutual fund will not change over time, except for quarterly rebalancing, as described below. **Note:** allocation percentages within a particular model may subsequently change, but any such changes will not apply to existing model participants; the changes will only apply to participants that elect the model after the change implementation date.

To participate in Custom Portfolio, eligible Contract Owners must submit the proper administrative form to the Service Center. While Custom Portfolio is elected, Contract Owners cannot participate in Asset Rebalancing.

### *Asset Allocation Models available with Custom Portfolio*

The following models are available with Custom Portfolio:

Conservative:	Designed for Contract Owners that are willing to accept very little risk but still want to see a small amount of growth.
Moderately Conservative:	Designed for Contract Owners that are willing to accept some market volatility in exchange for greater potential income and growth.
Balanced:	Designed for Contract Owners that are willing to accept some market volatility in exchange for potential long-term returns.
Moderate:	Designed for Contract Owners that are willing to accept some short-term price fluctuations in exchange for potential long-term returns.
Capital Appreciation:	Designed for Contract Owners that are willing to accept more short-term price fluctuations in exchange for potential long-term returns.

The specific underlying mutual funds available to comprise the equity and fixed income components of the models are contained in the election form, which is provided to Contract Owners at the time Custom Portfolio is elected. At that time, Contract Owners elect their model and the specific underlying mutual funds and percentages that will comprise their "Custom Portfolio."

#### *Quarterly Rebalancing*

At the end of each calendar quarter, Nationwide will reallocate the Variable Account Contract Value so that the percentages allocated to each underlying mutual fund match the most recently provided percentages provided by the Contract Owner. If the end of a calendar quarter is a Saturday, Sunday, recognized holiday, or any other day that the New York Stock Exchange is closed, the quarterly rebalancing will occur on the next business day. Rebalancing will be priced using the unit value determined on the last Valuation Date of the calendar quarter. Each quarterly rebalancing is considered a transfer event. However, quarterly rebalancing transfers within your Custom Portfolio are not subject to Short-Term Trading Fees.

#### *Changing Models or Underlying Mutual Fund Allocations*

Contract Owners who have elected a Lifetime Income Option may change the underlying mutual fund allocations within their elected model, percentages within their elected model and/or may change models and create a new "Custom Portfolio" within that new model. To implement one of these changes, Contract Owners must submit new allocation instructions to the Service Center in writing on Nationwide's administrative form. Any model and percentage changes will be subject to Short-Term Trading Fees and will count as a transfer event, as described in the "Transfer Restrictions" provision.

Nationwide reserves the right to limit the number of model changes a Contract Owner can make each year.

#### *Terminating Participation in Custom Portfolio*

Contract Owners can terminate participation in Custom Portfolio by submitting a written request to the Service Center.

In order for the termination to be effective, the termination request must contain valid reallocation instructions that are in accordance with the terms and conditions of the Lifetime Income Option. Termination is effective on the date the termination request is received at the Service Center in good order.

### **Death Benefits**

#### **Death of Contract Owner**

If a Contract Owner (including a joint owner) who is not the Annuitant dies before the Annuitization Date, there is no death benefit payable and the surviving joint owner becomes the Contract Owner.

If no joint owner is named, the contingent owner becomes the Contract Owner.

If no contingent owner is named, the beneficiary becomes the Contract Owner.

If no beneficiary survives the Contract Owner, the last surviving Contract Owner's estate becomes the Contract Owner.

Distributions will be made pursuant to the "Required Distributions for Non-Qualified Contracts" in Appendix C: Contract Types and Tax Information.

#### **Death of Annuitant**

If the Annuitant who is not a Contract Owner dies before the Annuitization Date, the contingent Annuitant becomes the Annuitant and no death benefit is payable. If no contingent Annuitant is named, a death benefit is payable to the beneficiary. Multiple beneficiaries will share the death benefit equally unless otherwise specified.

If no beneficiaries survive the Annuitant, the contingent beneficiary receives the death benefit. Multiple contingent beneficiaries will share the death benefit equally unless otherwise specified.

If no beneficiaries or contingent beneficiaries survive the Annuitant, the Contract Owner or the last surviving Contract Owner's estate will receive the death benefit. If the Contract Owner is a Charitable Remainder Trust and the Annuitant dies before the Annuitization Date, the death benefit will accrue to the Charitable Remainder Trust. Any designation in conflict with the Charitable Remainder Trust's right to the death benefit will be void.

If the Annuitant dies after the Annuitization Date, any benefit that may be payable will be paid according to the selected annuity payment option.

#### **Death of Contract Owner/Annuitant**

If a Contract Owner (including a joint owner) who is also the Annuitant dies before the Annuitization Date, a death benefit is payable to the surviving joint owner. If there is no surviving joint owner, the death benefit is payable to the beneficiary. Multiple beneficiaries will share the death benefit equally unless otherwise specified.

If no beneficiaries survive the Contract Owner/Annuitant, the contingent beneficiary receives the death benefit. Multiple

contingent beneficiaries will share the death benefit equally unless otherwise specified.

If no contingent beneficiaries survive the Contract Owner/Annuitant, the last surviving Contract Owner's estate will receive the death benefit.

If the Contract Owner/Annuitant dies after the Annuitization Date, any benefit that may be payable will be paid according to the selected annuity payment option.

### **Death Benefit Payment**

The recipient of the death benefit may elect to receive the death benefit:

- (1) in a lump sum;
- (2) as an annuity (see "Annuity Payment Options"); or
- (3) in any other manner permitted by law and approved by Nationwide.

If the recipient of the death benefit does not elect the form in which to receive the death benefit payment, Nationwide will pay the death benefit in a lump sum. Nationwide will pay (or will begin to pay) the death benefit after it receives proof of death and the instructions as to the payment of the death benefit. Death benefit claims must be submitted to the Service Center. Contract Value will continue to be allocated according to the most recent allocation instructions until the death benefit is paid.

If the contract has multiple beneficiaries entitled to receive a portion of the death benefit, the Contract Value will continue to be allocated according to the most recent allocation instructions until the first beneficiary provides Nationwide with instructions for payment of death benefit proceeds. After the first beneficiary provides these instructions, the variable portion of the Contract Value for all beneficiaries will be allocated to the available money market Sub-Account until instructions are received from the beneficiary(ies) to allocate their Contract Value in another manner. Any Contract Value allocated to the GTO will remain invested and will not be allocated to the available money market Sub-Account.

### **Death Benefit Calculations**

An applicant must elect one of three death benefit options available under the contract.

The value of each component of the applicable death benefit calculation will be determined as of the date of the Annuitant's death, except for the Contract Value component, which will be determined as of the date described in the applicable death benefit calculation. Death Benefit Calculations may vary depending on the state in which the contract is issued.

**Nationwide reserves the right to refuse purchase payments in excess of \$1,000,000 (see "Synopsis of the Contracts").** If you do not submit purchase payments in excess of \$1,000,000, or if Nationwide has refused to accept purchase payments in excess of \$1,000,000, the references in this provision to purchase payments in excess of \$1,000,000 will not apply to your contract.

### *Return of Premium Death Benefit Option*

For an additional charge equal to an annualized rate of 0.10% of the Daily Net Assets of the Variable Account, an applicant can purchase the Return of Premium Death Benefit Option. If the Annuitant dies prior to the Annuitization Date and the total of all purchase payments made to the contract is less than or equal to \$3,000,000, this death benefit will be the greater of:

- (1) the Contract Value as of the date that Nationwide receives all the information necessary to pay the death benefit; or
- (2) the total of all purchase payments, less an adjustment for amounts surrendered.

The Contract Value in item (1) above may include a market value adjustment for any amounts allocated to a Guaranteed Term Option.

The adjustment for amounts surrendered will reduce item (2) above in the same proportion that the Contract Value was reduced on the date(s) of the partial surrender(s).

If the Annuitant dies prior to the Annuitization Date and the total of all purchase payments made to the contract is greater than \$3,000,000, the death benefit will be determined using the following formula:

$(A \times F) + B(1 - F)$ , where

A = the greater of:

- (1) the Contract Value as of the date that Nationwide receives all the information necessary to pay the death benefit; or
- (2) the total of all purchase payments, less an adjustment for amounts surrendered.

The Contract Value in item (1) above may include a market value adjustment for any amounts allocated to a Guaranteed Term Option.

The adjustment for amounts surrendered will reduce item (2) above in the same proportion that the Contract Value was reduced on the date(s) of the partial surrender(s).

B = the Contract Value as of the date that Nationwide receives all the information necessary to pay the death benefit.

F = the ratio of \$3,000,000 to the total of all purchase payments made to the contract.

The practical effect of this formula is that the beneficiary recovers a lesser percentage of purchase payments in excess of \$3,000,000 than for purchase payments up to \$3,000,000. In no event will the beneficiary receive less than the Contract Value.

The Return of Premium Death Benefit also includes the Spousal Protection Feature, which allows a surviving spouse to continue the contract while receiving the economic benefit of the death benefit upon the death of the other spouse.



### *One-Year Enhanced Death Benefit Option*

For an additional charge equal to an annualized rate of 0.20% of the Daily Net Assets of the Variable Account, an applicant can purchase the One-Year Enhanced Death Benefit Option. This option is only available to contracts with Annuitants age 80 or younger at the time of application.

If the Annuitant dies prior to the Annuitization Date and the total of all purchase payments made to the contract is less than or equal to \$3,000,000, the death benefit will be the greatest of:

- (1) the Contract Value as of the date that Nationwide receives all the information necessary to pay the death benefit;
- (2) the total of all purchase payments, less an adjustment for amounts surrendered; or
- (3) the highest Contract Value on any contract anniversary prior to the Annuitant's 86<sup>th</sup> birthday, less an adjustment for amounts subsequently surrendered, plus purchase payments received after that contract anniversary.

The Contract Value in items (1) and (3) above may include a market value adjustment for any amounts allocated to a Guaranteed Term Option.

The adjustment for amounts surrendered will reduce items (2) and (3) above in the same proportion that the Contract Value was reduced on the date(s) of the partial surrender(s).

If Nationwide does not receive all information necessary to pay the death benefit within one year of the Annuitant's death, the death benefit will be the greater of (1) or (2) above.

If the Annuitant dies prior to the Annuitization Date and the total of all purchase payments made to the contract is greater than \$3,000,000, the death benefit will be determined using the following formula:

$(A \times F) + B(1 - F)$ , where

A = the greatest of:

- (1) the Contract Value as of the date that Nationwide receives all the information necessary to pay the death benefit;
- (2) the total of all purchase payments, less an adjustment for amounts surrendered; or
- (3) the highest Contract Value on any contract anniversary prior to the Annuitant's 86<sup>th</sup> birthday, less an adjustment for amounts subsequently surrendered, plus purchase payments received after that contract anniversary.

The Contract Value in items (1) and (3) above may include a market value adjustment for any amounts allocated to a Guaranteed Term Option.

The adjustment for amounts surrendered will reduce items (2) and (3) above in the same proportion that the Contract Value was reduced on the date(s) of the partial surrender(s).

If Nationwide does not receive all information necessary to pay the death benefit within one year of

the Annuitant's death, the calculation for A above will be the greater of (1) or (2) above.

B = the Contract Value as of the date that Nationwide receives all the information necessary to pay the death benefit.

F = the ratio of \$3,000,000 to the total of all purchase payments made to the contract.

The practical effect of this formula is that the beneficiary recovers a lesser percentage of purchase payments in excess of \$3,000,000 than for purchase payments up to \$3,000,000. In no event will the beneficiary receive less than the Contract Value.

The One-Year Enhanced Death Benefit Option also includes the Spousal Protection Feature, which allows a surviving spouse to continue the contract while receiving the economic benefit of the death benefit upon the death of the other spouse.

### *Return of Contract Value Death Benefit Option*

If an applicant elects a Lifetime Income Option, the applicant can also elect the Return of Contract Value Death Benefit Option at no extra charge.

If the Annuitant dies prior to the Annuitization Date, the death benefit will equal the Contract Value as of the date Nationwide receives all the information necessary to pay the death benefit.

### **Spousal Protection Feature**

The One-Year Enhanced Death Benefit Option and the Return of Premium Death Benefit Option include a Spousal Protection Feature at no additional charge. The Spousal Protection Feature is not available for contracts issued as Charitable Remainder Trusts. The Spousal Protection Feature allows a surviving spouse to continue the contract while receiving the economic benefit of the death benefit upon the death of the other spouse, provided the conditions described below are satisfied:

- (1) one or both spouses (or a revocable trust of which either or both of the spouses is/are grantor(s)) must be named as the Contract Owner. For contracts issued as IRAs and Roth IRAs, only the person for whom the IRA or Roth IRA was established may be named as the Contract Owner;
- (2) the spouses must be co-Annuitants;
- (3) both spouses must be age 85 or younger for the Return of Premium Death Benefit Option or age 80 or younger for the One-Year Enhanced Death Benefit Option at the time the contract is issued;
- (4) both spouses must be named as primary beneficiaries;
- (5) no person other than the spouse may be named as Contract Owner, Annuitant or primary beneficiary;
- (6) if both spouses are alive upon annuitization, the Contract Owner must specify which spouse is the Annuitant upon whose continuation of life any annuity payments involving life contingencies depend (for IRA and Roth

IRA contracts, this person must be the Contract Owner); and

- (7) if the Contract Owner requests to add a co-Annuitant after contract issuance, the date of marriage must be after the contract issue date and Nationwide will require the Contract Owner to provide a copy of the marriage certificate.

If a co-Annuitant dies before the Annuitization Date, the surviving spouse may continue the contract as its sole Contract Owner. Additionally, if the death benefit value is higher than the Contract Value at the time of the first co-Annuitant's death, Nationwide will adjust the Contract Value to equal the death benefit value. The surviving co-Annuitant may then name a new beneficiary but may not name another co-Annuitant.

If the marriage of the co-Annuitants terminates due to the death of a spouse, divorce, dissolution, or annulment, the Spousal Protection Feature terminates and the Contract Owner is not permitted to cover a subsequent spouse.

**Note:** The Spousal Protection Feature is distinct from the Spousal Continuation Benefit associated with the Lifetime Income Options. The Spousal Protection Feature is a death benefit bump-up feature associated with the One-Year Enhanced Death Benefit Option and the Return of Premium Death Benefit Option. In contrast, the Spousal Continuation Benefit allows a surviving spouse to continue receiving the lifetime income payments associated with the Lifetime Income Options.

If you do not elect the Spousal Continuation Benefit and upon your death the joint or contingent owner is not the surviving spouse, the joint or contingent owner may receive the death benefit or the contract must be paid out either (1) entirely within five years or (2) in annual (or more frequent) substantially equal periodic payments for life or over a period not to exceed life expectancy. Please see "Required Distributions for Non-Qualified Contracts" and "Required Distributions for IRAs, SEP IRAs, Simple IRAs and Roth IRAs" in Appendix C for more information about required distributions upon death of the Contract Owner.

## Summary of Contract Ownership and Distribution upon Death

The following chart shows some examples of how different ownership structures result in different consequences in the event of the death of a Contract Owner and/or Annuitant prior to annuitization.

<b>If the deceased is the ...</b>	<b>and ...</b>	<b>and ...</b>	<b>then the ...</b>
Contract Owner	The Contract Owner is not the Annuitant	There is a surviving joint Contract Owner	Surviving joint Contract Owner becomes the Contract Owner and no death benefit is paid.
Contract Owner	The Contract Owner is not the Annuitant	There is a contingent owner but no surviving joint Contract Owner	Contingent owner becomes the Contract Owner and no death benefit is paid.
Contract Owner	The Contract Owner is not the Annuitant	There is no surviving joint Contract Owner or surviving contingent owner	Estate of the last surviving Contract Owner becomes the new Contract Owner and no death benefit is paid.
Contract Owner	The Contract Owner is the Annuitant	There is a surviving contingent Annuitant	Surviving contingent Annuitant becomes the Annuitant and no death benefit is paid <sup>1</sup> .
Contract Owner	The Contract Owner is the Annuitant	There is a surviving joint Contract Owner	Death benefit is paid to the surviving joint Contract Owner.
Contract Owner	The Contract Owner is the Annuitant	There is no surviving joint Contract Owner	Death benefit is paid to the beneficiary.
Contract Owner	The Contract Owner is the Annuitant	There is no surviving joint Contract Owner and no surviving beneficiary	Death benefit is paid to the contingent beneficiary.
Contract Owner	The Contract Owner is the Annuitant	There is no surviving joint Contract Owner, no surviving beneficiary and no surviving contingent beneficiary	Death benefit is paid to the estate of the Contract Owner.
Annuitant	The Annuitant is not the Contract Owner	There is a surviving contingent Annuitant	Surviving contingent Annuitant becomes the Annuitant and no death benefit is paid.
Annuitant	The Annuitant is not the Contract Owner	There is no surviving contingent Annuitant	Death benefit is paid to the beneficiary.
Annuitant	The Annuitant is not the Contract Owner	There is no surviving contingent Annuitant, no surviving beneficiary	Death benefit is paid to contingent beneficiary.
Annuitant	The Annuitant is not the Contract Owner	There is no surviving contingent Annuitant, no surviving beneficiary and no surviving contingent beneficiary	Death benefit is paid to the Contract Owner.
Annuitant	The Annuitant is not the Contract Owner	There is no surviving contingent Annuitant, no surviving beneficiary, no surviving contingent beneficiary and no surviving Contract Owner	Death benefit is paid to the last surviving Contract Owner's estate.

<sup>1</sup> If you selected the Spousal Continuation Option, the death benefit will not be paid until both spouses die. This means that if you selected the Spousal Continuation Option, upon your death, your spouse will continue to receive Guaranteed Lifetime Withdrawals until their death or upon annuitization. Only upon death of both spouses, will the death benefit be paid if you selected the Spousal Continuation Option.

## **Annuity Commencement Date**

The Annuity Commencement Date is the date on which annuity payments are scheduled to begin.

Generally, the Contract Owner designates the Annuity Commencement Date at the time of application. If no Annuity Commencement Date is designated at the time of application, Nationwide will establish the Annuity Commencement Date as the date the Annuitant reaches age 90 for Non-Qualified Contracts and the date the Contract Owner reaches age 70½ for all other contract types.

The Contract Owner may change the Annuity Commencement Date before annuitization. This change must be submitted in writing to the Service Center and approved by Nationwide. The Annuity Commencement Date may not be later than the first day of the first calendar month after the Annuitant's 90<sup>th</sup> birthday (or the 90<sup>th</sup> birthday of the oldest Annuitant if there are joint Annuitants) unless approved by Nationwide.

### *Annuity Commencement Date and Lifetime Income Options*

If the Contract Owner elected a Lifetime Income Option, Nationwide will, approximately three months before the Annuity Commencement Date, notify the Contract Owner of the impending Annuity Commencement Date and give the Contract Owner the opportunity to defer the Annuity Commencement Date in order to preserve the benefit associated with the Lifetime Income Option. Deferring the Annuity Commencement Date may have negative tax consequences. See "Required Distributions for IRAs, SEP IRAs, Simple IRAs and Roth IRAs" in Appendix C: Contract Types and Tax Information and the "7% Lifetime Income Option" provision in this prospectus. Consult a qualified tax advisor.

## **Annuitizing the Contract**

### **Annuitization Date**

The Annuitization Date is the date that annuity payments begin. Annuity payments will not begin until the Contract Owner affirmatively elects to begin annuity payments by contacting the Service Center. If the Contract Owner has elected a Lifetime Income Option, an election to begin annuity payments will terminate all benefits, conditions, guarantees, and charges associated with the Lifetime Income Option.

The Annuitization Date will be the first day of a calendar month unless otherwise agreed. The Annuitization Date must be at least two years after the contract is issued, but may not be later than either:

- the age (or date) specified in your contract; or
- the age (or date) specified by state law, where applicable.

On the Annuitization Date, the Annuitant becomes the Contract Owner unless the Contract Owner is a Charitable Remainder Trust.

The Internal Revenue Code may require that distributions be made prior to the Annuitization Dates specified above see "Required Distributions" in Appendix C: Contract Types and Tax Information.

## **Annuitization**

Annuitization is the period during which annuity payments are received. It is irrevocable once payments have begun. Upon arrival of the Annuitization Date, the Annuitant must choose:

- (1) an annuity payment option; and
- (2) either a fixed payment annuity, variable payment annuity, or an available combination.

Nationwide guarantees that each payment under a fixed payment annuity will be the same throughout annuitization. Under a variable payment annuity, the amount of each payment will vary with the performance of the underlying mutual funds chosen by the Contract Owner.

### **Fixed Annuity Payments**

Fixed annuity payments provide for level annuity payments. Premium taxes are deducted prior to determining fixed annuity payments. The fixed annuity payments will remain level unless the annuity payment option provides otherwise.

### **Variable Annuity Payments**

Variable annuity payments will vary depending on the performance of the underlying mutual funds selected. The underlying mutual funds available during annuitization are those underlying mutual funds shown in the Appendix A. The Static Asset Allocation Models are not available after annuitization.

### *First Variable Annuity Payment*

The following factors determine the amount of the first variable annuity payment:

- the portion of purchase payments allocated to provide variable annuity payments;
- the Variable Account value on the Annuitization Date;
- the age and sex of the Annuitant (and joint Annuitant, if any);
- the annuity payment option elected;
- the frequency of annuity payments;
- the Annuitization Date;
- the assumed investment return (the net investment return required to maintain level variable annuity payments);
- the deduction of applicable premium taxes; and
- the date the contract was issued.

### *Subsequent Variable Annuity Payments*

Variable annuity payments after the first will vary with the performance of the underlying mutual funds chosen by the Contract Owner after the investment performance is adjusted by the assumed investment return factor.

The dollar amount of each subsequent variable annuity payment is determined by taking the portion of the first annuity payment funded by a particular Sub-Account divided by the Annuity Unit value for that Sub-Account as of the Annuitization Date. This establishes the number of Annuity

Units provided by each Sub-Account for each variable annuity payment after the first.

The number of Annuity Units comprising each variable annuity payment, on a Sub-Account basis, will remain constant, unless the Contract Owner transfers value from one underlying mutual fund to another. After annuitization, transfers among Sub-Accounts may only be made on the anniversary of the Annuitization Date.

The number of Annuity Units for each Sub-Account is multiplied by the Annuity Unit value for that Sub-Account for the Valuation Period for which the payment is due. The sum of these results for all the Sub-Accounts in which the Contract Owner invests establishes the dollar amount of the variable annuity payment.

Subsequent variable annuity payments may be more or less than the previous variable annuity payment, depending on whether the net investment performance of the elected underlying mutual funds is greater or lesser than the assumed investment return.

#### *Assumed Investment Return*

An assumed investment return is the net investment return required to maintain level variable annuity payments. Nationwide uses a 3.5% assumed investment return factor. Therefore, if the net investment performance of each Sub-Account in which the Contract Owner invests exactly equals 3.5% for every payment period, then each payment will be the same amount. To the extent that investment performance is not equal to 3.5% for given payment periods, the amount of the payments in those periods will not be the same. Payments will increase from one payment date to the next if the annualized net rate of return is greater than 3.5% during that time. Conversely, payments will decrease from one payment to the next if the annualized net rate of return is less than 3.5% during that time.

Nationwide uses the assumed investment rate of return to determine the amount of the first variable annuity payment.

#### *Value of an Annuity Unit*

Annuity Unit values for Sub-Accounts are determined by:

- (1) multiplying the Annuity Unit value for each Sub-Account for the immediately preceding Valuation Period by the net investment factor for the Sub-Account for the subsequent Valuation Period (see "Determining the Contract Value – Determining Variable Account Value – Valuing an Accumulation Unit"); and then
- (2) multiplying the result from (1) by a factor to neutralize the assumed investment return factor.

#### **Frequency and Amount of Annuity Payments**

Annuity payments are based on the annuity payment option elected.

If the net amount to be annuitized is less than \$2,000, Nationwide reserves the right to pay this amount in a lump sum instead of periodic annuity payments.

Nationwide reserves the right to change the frequency of payments if the amount of any payment becomes less than

\$100. The payment frequency will be changed to an interval that will result in payments of at least \$100. Payments will be made at least annually.

Nationwide will send annuity payments no later than seven days after each annuity payment date.

#### **Annuity Payment Options**

The Annuitant must elect an annuity payment option before the Annuitization Date. If the Annuitant does not elect an annuity payment option, a variable payment life annuity with a guarantee period of 240 months will be assumed as the automatic form of payment upon annuitization. Once elected or assumed, the annuity payment option may not be changed.

Not all of the annuity payment options may be available in all states. Additionally, the annuity payment options available may be limited based on the Annuitant's age (and the joint Annuitant's age, if applicable) or requirements under the Internal Revenue Code.

#### **Nationwide reserves the right to refuse purchase payments in excess of \$1,000,000 (see "Synopsis of the Contracts").**

If you do not submit purchase payments in excess of \$1,000,000, or if Nationwide has refused to accept purchase payments in excess of \$1,000,000, the references in this provision to purchase payments in excess of \$1,000,000 will not apply to your contract. If you are permitted to submit purchase payments in excess of \$1,000,000, additional restrictions apply, as follows.

#### **Annuity Payment Options for Contracts with Total Purchase Payments Less Than or Equal to \$2,000,000**

If, at the Annuitization Date, the total of all purchase payments made to the contract is less than or equal to \$2,000,000, the annuity payment options available are:

- (1) Single Life;
- (2) Standard Joint and Survivor; and
- (3) Single Life with a 10 or 20 Year Term Certain.

Each of the annuity payment options is discussed more thoroughly below.

#### *Single Life*

The Single Life annuity payment option provides for annuity payments to be paid during the lifetime of the Annuitant. Payments will cease with the last payment before the Annuitant's death. No death benefit will be paid. It is possible, under this annuity payment option to receive only one annuity payment.

No withdrawals other than the scheduled annuity payments are permitted.

#### *Standard Joint and Survivor*

The Standard Joint and Survivor annuity payment option provides for annuity payments to continue during the joint lifetimes of the Annuitant and joint Annuitant. After the death of either the Annuitant or joint Annuitant, payments will continue for the life of the survivor.

Payments will cease with the last payment due prior to the death of the last survivor of the Annuitant and joint Annuitant. No death benefit will be paid. It is possible, under this annuity payment option to receive only one annuity payment.

No withdrawals other than the scheduled annuity payments are permitted.

#### *Single Life with a 10 or 20 Year Term Certain*

The Single Life with a 10 or 20 Year Term Certain annuity payment option provides that monthly annuity payments will be paid during the Annuitant's lifetime or for the term selected, whichever is longer. The term may be either 10 or 20 years.

If the Annuitant dies before the end of the 10 or 20 year term, payments will be paid to the beneficiary for the remainder of the term.

No withdrawals other than the scheduled annuity payments are permitted.

#### *Any Other Option*

Annuity payment options not set forth in this provision may be available. Any annuity payment option not set forth in this provision must be approved by Nationwide.

#### **Annuity Payment Options for Contracts with Total Purchase Payments Greater Than \$2,000,000**

If, at the Annuitization Date, the total of all purchase payments made to the contract is greater than \$2,000,000, Nationwide may limit the annuity payment option to the longer of:

- (1) a Fixed Life Annuity with a 20 Year Term Certain; or
- (2) a Fixed Life Annuity with a Term Certain to Age 95.

#### **Annuitization of Amounts Greater than \$5,000,000**

Additionally, we may limit the amount that may be annuitized on a single life to \$5,000,000. If the total amount to be annuitized is greater than \$5,000,000, the Contract Owner must:

- (1) reduce the amount to be annuitized to \$5,000,000 or less by taking a partial surrender from the contract;
- (2) reduce the amount to be annuitized to \$5,000,000 or less by exchanging the portion of the Contract Value in excess of \$5,000,000 to another annuity contract; or
- (3) annuitize the portion of the Contract Value in excess of \$5,000,000 under an annuity payment option with a term certain, if available.

### **Statements and Reports**

Nationwide will mail Contract Owners statements and reports. Therefore, Contract Owners should promptly notify the Service Center of any address change.

These mailings will contain:

- statements showing the contract's quarterly activity;

- confirmation statements showing transactions that affect the contract's value. Confirmation statements will not be sent for recurring transactions (i.e., Dollar Cost Averaging or salary reduction programs). Instead, confirmation of recurring transactions will appear in the contract's quarterly statements; and
- semi-annual and annual reports of allocated underlying mutual funds.

Contract Owners can receive information from Nationwide faster and reduce the amount of mail they receive by signing up for Nationwide's eDelivery program. Nationwide will notify Contract Owners by email when important documents (statements, prospectuses and other documents) are ready for a Contract Owner to view, print, or download from Nationwide's secure server. To choose this option, go to [www.nationwide.com/login](http://www.nationwide.com/login).

Contract Owners should review statements and confirmations carefully. All errors or corrections must be reported to Nationwide immediately to assure proper crediting to the contract. Unless Nationwide is notified within 30 days of receipt of the statement, Nationwide will assume statements and confirmation statements are correct.

### **IMPORTANT NOTICE REGARDING DELIVERY OF SECURITY HOLDER DOCUMENTS**

When multiple copies of the same disclosure document(s), such as prospectuses, supplements, proxy statements and semi-annual and annual reports are required to be mailed to multiple Contract Owners in the same household, Nationwide will mail only one copy of each document, unless notified otherwise by the Contract Owner(s). Household delivery will continue for the life of the contracts.

A contract owner can revoke their consent to household delivery by contacting the Service Center. Nationwide will reinstitute individual delivery within 30 days after receiving such notification.

### **Legal Proceedings**

Nationwide Financial Services, Inc. (NFS, or collectively with its subsidiaries, "the Company") was formed in November 1996. NFS is the holding company for Nationwide Life Insurance Company (NLIC), Nationwide Life and Annuity Insurance Company (NLAIC) and other companies that comprise the life insurance and retirement savings operations of the Nationwide group of companies (Nationwide). This group includes Nationwide Financial Network (NFN), an affiliated distribution network that markets directly to its customer base. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. The Company's legal and regulatory matters include proceedings specific to the Company and other proceedings generally applicable to business practices in the industries in which the Company operates. The Company's litigation and regulatory matters are subject to many uncertainties, and given their complexity and

scope, their outcomes cannot be predicted. Regulatory proceedings also could affect the outcome of one or more of the Company's litigation matters. Furthermore, it is often not possible to determine the ultimate outcomes of the pending regulatory investigations and legal proceedings or to provide reasonable ranges of potential losses with any degree of certainty. Some matters, including certain of those referred to below, are in very preliminary stages, and the Company does not have sufficient information to make an assessment of the plaintiffs' claims for liability or damages. In some of the cases seeking to be certified as class actions, the court has not yet decided whether a class will be certified or (in the event of certification) the size of the class and class period. In many of the cases, the plaintiffs are seeking undefined amounts of damages or other relief, including punitive damages and equitable remedies, which are difficult to quantify and cannot be defined based on the information currently available. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory matters is not likely to have a material adverse effect on the Company's consolidated financial position. Nonetheless, given the large or indeterminate amounts sought in certain of these matters and the inherent unpredictability of litigation, it is possible that such outcomes could materially affect the Company's consolidated financial position or results of operations in a particular quarter or annual period.

The financial services industry has been the subject of increasing scrutiny on a broad range of issues by regulators and legislators. The Company and/or its affiliates have been contacted by, self reported or received subpoenas from state and federal regulatory agencies, including the Securities and Exchange Commission, and other governmental bodies, state securities law regulators and state attorneys general for information relating to, among other things, sales compensation, the allocation of compensation, unsuitable sales or replacement practices, and claims handling and escheatment practices. The Company is cooperating with and responding to regulators in connection with these inquiries and will cooperate with Nationwide Mutual Insurance Company (NMIC) in responding to these inquiries to the extent that any inquiries encompass NMIC's operations.

On November 20, 2007, Nationwide Retirement Solutions, Inc. (NRS) and NLIC were named in a lawsuit filed in the Circuit Court of Jefferson County, Alabama entitled *Ruth A. Gwin and Sandra H. Turner, and a class of similarly situated individuals v. Nationwide Life Insurance Company, Nationwide Retirement Solutions, Inc., Alabama State Employees Association, PEBCO, Inc. and Fictitious Defendants A to Z*. On March 12, 2010, NRS and NLIC were named in a Second Amended Class Action Complaint filed in the Circuit Court of Jefferson County, Alabama entitled *Steven E. Coker, Sandra H. Turner, David N. Lichtenstein and a class of similarly situated individuals v. Nationwide Life Insurance Company, Nationwide Retirement Solutions, Inc., Alabama State Employees Association, Inc., PEBCO, Inc. and Fictitious Defendants A to Z* claiming to represent a class of all participants in the Alabama State Employees Association, Inc. (ASEA) Plan, excluding members of the Deferred Compensation Committee, ASEA's directors, officers and board members, and PEBCO's directors, officers and board

members. On October 22, 2010, the parties to this action executed a stipulation of settlement that agreed to certify a class for settlement purposes only, that provided for payments to the settlement class, and that provided for releases, certain bar orders, and dismissal of the case, subject to the Circuit Courts' approval. The Courts have approved the settlement and the settlement amounts have been paid, but have not yet been distributed to class members. On February 28, 2011, the Court in the Gwin case entered an Order permitting ASEA/PEBCO to assert indemnification claims for attorneys' fees and costs, but barring them from asserting any other claims for indemnification. On April 22, 2011, ASEA and PEBCO filed a second amended cross claim complaint in the Gwin case against NRS and NLIC seeking indemnification. These claims seeking indemnification remain severed. On April 29, 2011, the Companies filed a motion to dismiss ASEA's and PEBCO's amended cross complaint or alternatively for summary judgment. On December 6, 2011 the Court entered an Order that NRS owes indemnification to ASEA and PEBCO for the Coker (Gwin) class action, that NRS does not have a duty to indemnify ASEA and PEBCO for fees associated with the Interpleader action that NRS filed in Montgomery County and dismissing NLIC. On December 31, 2011, the Court denied the Company's motion to certify this order for an interlocutory appeal. NRS continues to defend this case vigorously.

On August 15, 2001, NFS and NLIC were named in a lawsuit filed in the United States District Court for the District of Connecticut entitled *Lou Haddock, as trustee of the Flyte Tool & Die, Incorporated Deferred Compensation Plan, et al v. Nationwide Financial Services, Inc. and Nationwide Life Insurance Company*. In the plaintiffs' sixth amended complaint, filed November 18, 2009, they amended the list of named plaintiffs and claim to represent a class of qualified retirement plan trustees under the Employee Retirement Income Security Act of 1974 (ERISA) that purchased variable annuities from NLIC. The plaintiffs allege that they invested ERISA plan assets in their variable annuity contracts and that NLIC and NFS breached ERISA fiduciary duties by allegedly accepting service payments from certain mutual funds. The complaint seeks disgorgement of some or all of the payments allegedly received by NFS and NLIC, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys' fees. On November 6, 2009, the Court granted the plaintiffs' motion for class certification and certified a class of "All trustees of all employee pension benefit plans covered by ERISA which had variable annuity contracts with NFS and NLIC or whose participants had individual variable annuity contracts with NFS and NLIC at any time from January 1, 1996, or the first date NFS and NLIC began receiving payments from mutual funds based on a percentage of assets invested in the funds by NFS and NLIC, whichever came first, to the date of November 6, 2009". On October 20, 2010, the Second Circuit Court of Appeals granted NLIC's 23(f) petition agreeing to hear an appeal of the District Court's order granting class certification. On October 21, 2010, the District Court dismissed NFS from the lawsuit. On October 27, 2010, the District Court stayed the underlying action pending a decision from the Second Circuit Court of Appeals. On February 6, 2012, the Second Circuit Court of Appeals

vacated the class certification order that was issued on November 6, 2009 and remanded the case back to the District Court for further consideration. The plaintiffs have renewed their motion for class certification. On March 30, the Company filed its brief in opposition to the class certification motion. NLIC continues to defend this lawsuit vigorously.

On May 14, 2010, NLIC was named in a lawsuit filed in the Western District of New York entitled *Sandra L. Meidenbauer, on behalf of herself and all others similarly situated v. Nationwide Life Insurance Company*. The plaintiff claims to represent a class of all individuals who purchased a variable life insurance policy from NLIC during an unspecified period. The complaint claims breach of contract, alleging that NLIC charged excessive monthly deductions and costs of insurance resulting in reduced policy values and, in some cases, premature lapsing of policies. The complaint seeks reimbursement of excessive charges, costs, interest, attorney's fees, and other relief. NLIC filed a motion to dismiss the complaint on July 23, 2010. NLIC filed a motion to disqualify the proposed class representative on August 27, 2010. Plaintiff filed a motion to amend the complaint on September 17, 2010, and NLIC filed an opposition to the motion to amend on November 2, 2010. On October 13, 2011, plaintiff voluntarily dismissed the lawsuit without prejudice. In other non-Nationwide cases, plaintiff's counsel has re-filed actions. The Company will continue to monitor developments, but will conclude this matter.

On October 22, 2010, NRS was named in a lawsuit filed in the U.S. District Court, Middle District of Florida, Orlando Division entitled *Camille McCullough, and Melanie Monroe, Individually and on behalf of all others similarly situated v. National Association of Counties, NACo Research Foundation, NACo Financial Services Corp., NACo Financial Center, and Nationwide Retirement Solutions, Inc.* The Plaintiffs' First Amended Class Action Complaint and Demand for Jury Trial was filed on February 18, 2011. If the Court determined that the Plan was governed by ERISA, then Plaintiffs sought to represent a class of "All natural persons in the U.S. who are currently employed or previously were employed at any point during the six years preceding the date Plaintiffs filed their Original Class Action Complaint, by a government entity that is or was a member of the National Association of Counties, and who participate or participated in the Section 457 Deferred Compensation Plan for Public Employees endorsed by the National Association of Counties and administered by Nationwide Retirement Solutions, Inc." If the Court determined that the Plan was not governed by ERISA, then the Plaintiffs sought to represent a class of "All natural persons in the U.S. who are currently employed or previously were employed at any point during the four years preceding the date Plaintiffs filed their Original Class Action Complaint, by a government entity that is or was a member of the National Association of Counties, and who participate or participated in a Section 457 Deferred Compensation Plan for Public Employees endorsed by the National Association of Counties and administered by Nationwide Retirement Solutions, Inc." The First Amended Complaint alleged ERISA Violation, Breach of Fiduciary Duty - NACo, Aiding and Abetting Breach of Fiduciary Duty - Nationwide, Breach of Fiduciary Duty - Nationwide, and Aiding and Abetting

Breach of Fiduciary Duty - NACo. The First Amended Complaint asked for actual damages, lost profits, lost opportunity costs, restitution, and/or other injunctive or other relief, including without limitation (a) ordering Nationwide and NACo to restore all plan losses, (b) ordering Nationwide to refund all fees associated with Nationwide's Plan to Plaintiffs and Class members, (c) ordering NACo and Nationwide to pay the expenses and losses incurred by Plaintiffs and/or any Class member as a proximate result of Defendants' breaches of fiduciary duty, (d) forcing NACo to forfeit the fees that NACo received from Nationwide for promoting and endorsing its Plan and disgorging all profits, benefits, and other compensation obtained by NACo from its wrongful conduct, and (e) awarding Plaintiff and Class members their reasonable and necessary attorney's fees and cost incurred in connection with this suit, punitive damages, and pre-judgment and post judgment interest, at the highest rates allowed by law, on the damages awarded. On March 21, 2011, the Company filed a motion to dismiss the plaintiffs' first amended complaint. On July 1, 2011, the plaintiffs filed their motion for class certification and later sought to amend their complaint. On November 25, 2011 the District Court entered an Order granting NACo's motion to dismiss, NRS's motion to dismiss, denying plaintiffs' motion to file an amended complaint, that all other remaining pending motions are moot, dismissing the class-wide claims with prejudice, dismissing individual claims without prejudice, and ordering the Clerk to close this case. On December 27, 2011, the plaintiffs filed a notice of appeal. The parties have agreed to resolve the dispute on an individual basis and as part of that settlement will not pursue any further appeal. The Company intends to defend this case vigorously.

On December 27, 2006, NLIC and NRS were named as defendants in a lawsuit filed in Circuit Court, Cole County Missouri entitled *State of Missouri, Office of Administration, and Missouri State Employees Deferred Comp Plan v. NLIC and NRS*. The complaint seeks recovery for breach of contract and breach of the implied covenant of good faith and fair dealing against NLIC and NRS as well as a breach of fiduciary duty against NRS. The complaint seeks to recover the amount of the market value adjustment withheld by NLIC (\$19 million), prejudgment interest, loss of investment income from ING due to the Companies' assessment of the market value adjustment. On March 8, 2007 the Companies filed a motion to remove this case from state court to federal court in Missouri. On March 20, 2007 the State filed a motion to remand to state court and to stay court order. On April 3, 2007 the case was remanded to state court. On June 25, 2007 the Companies filed an Answer. On October 16, 2009, the plaintiff filed a partial motion for summary judgment. On November 20, 2009, the Companies filed a response to the plaintiff's motion for summary judgment and also filed a motion for summary judgment on behalf of the Companies. On February 26, 2010, the court denied Missouri's partial motion for summary judgment and granted the Companies' motion for summary judgment and dismissed the case. On March 8, 2011, the Missouri Court of Appeals reversed the granting of the Companies' motion for summary judgment and directed the trial court to enter judgment in favor of the State and against the Companies in the amount of \$19 million, plus



statutory interest at the rate of 9% per annum from June 2, 2006. On March 22, 2011, the Companies filed with the Missouri Court of Appeals, a motion for rehearing and an application for transfer to the Supreme Court of Missouri. On May 3, 2011, the Missouri Court of Appeals for the Western District overruled the Companies' motion for rehearing and denied the motion to transfer the case to the Missouri Supreme Court. On June 28, 2011, the Companies' application to the Missouri Supreme Court to hear a further appeal was denied. On July 1, 2011, the Companies paid the amount of the judgment plus simple interest at 9%. On August 9, 2011, the plaintiffs filed a Satisfaction of Judgment.

On June 8, 2011, NMIC and NLIC were named in a lawsuit filed in Court of Common Pleas, Cuyahoga County, Ohio entitled *Stanley Andrews and Donald Clark, on their behalf and on behalf of the class defined herein v. Nationwide Mutual Insurance Company and Nationwide Life Insurance Company*. The complaint alleges that Nationwide has an obligation to review the Social Security Administration Death Master File database for all life insurance policyholders who have at least a 70% probability of being deceased according to actuarial tables. The complaint further alleges that Nationwide is not conducting such a review. The complaint seeks injunctive relief and declaratory judgment requiring Nationwide to conduct such a review, and alleges Nationwide has violated the covenant of good faith and fair dealing and has been unjustly enriched by not having conducted such reviews. The complaint seeks certification as a class action. Nationwide removed the case to federal court on July 6, 2011. Plaintiffs filed a motion to remand to state court on August 8, 2011. On October 26, 2011, the Northern District of Ohio remanded the case to Ohio State court. Nationwide appealed the order to remand on November 4, 2011. Including Andrews, there are four similar class actions in Ohio: two against Western & Southern; one against Cincinnati Life. At the case management conference on November 21, 2011, the State Court ordered Plaintiffs to file an opposition to the motion to dismiss that Nationwide filed in federal court. Plaintiffs filed their opposition to Nationwide's motion to dismiss on December 19, 2011. By order dated January 18, 2012, the State Court issued an order dismissing the lawsuit. The court issued its opinion on January 23, 2012. On January 30, 2012, plaintiffs filed their appeal.

The general distributor, NISC, is not engaged in any litigation of any material nature.

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## Appendix A: Underlying Mutual Funds

Below is a list of the available Sub-Accounts and information about the corresponding underlying mutual funds in which they invest. The underlying mutual funds in which the Sub-Accounts invest are designed primarily as investments for variable annuity contracts and variable life insurance policies issued by insurance companies. There is no guarantee that the investment objectives will be met. Please refer to the prospectus for each underlying mutual fund for more detailed information.

### Designations Key:

- STTF: The underlying mutual fund corresponding to this Sub-Account assesses (or reserves the right to assess) a Short-Term Trading Fee (see "Short-Term Trading Fees" earlier in the prospectus).
- FF: The underlying mutual fund corresponding to this Sub-Account primarily invests in other mutual funds. Therefore, a proportionate share of the fees and expenses of any acquired funds are indirectly borne by investors. As a result, investors in this Sub-Account may incur higher charges than if the assets were invested in an underlying mutual fund that does not invest in other mutual funds. Please refer to the prospectus for this underlying mutual fund for more information.

*Please refer to the prospectus for each underlying mutual fund for more detailed information.*

### **AllianceBernstein Variable Products Series Fund, Inc. - AllianceBernstein Small/Mid Cap Value Portfolio: Class B**

Investment Advisor: AllianceBernstein L.P.  
Investment Objective: Long-term growth of capital.

### **AllianceBernstein Variable Products Series Fund, Inc. - AllianceBernstein VPS Dynamic Asset Allocation Portfolio: Class B**

Investment Advisor: AllianceBernstein L.P.  
Investment Objective: Maximize total return consistent with the Adviser's determination of reasonable risk.

### **American Century Variable Portfolios II, Inc. - American Century VP Inflation Protection Fund: Class II**

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Long-term total return using a strategy that seeks to protect against U.S. inflation.

### **American Century Variable Portfolios, Inc. - American Century VP Mid Cap Value Fund: Class II**

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Long-term capital growth with income as a secondary objective.

### **BlackRock Variable Series Funds, Inc. - BlackRock Global Allocation V.I. Fund: Class III**

Investment Advisor: BlackRock Advisors, LLC  
Sub-advisor: BlackRock Investment Management, LLC; BlackRock International Limited  
Investment Objective: Seeks high total investment return.

### **Dreyfus Investment Portfolios - Small Cap Stock Index Portfolio: Service Shares**

Investment Advisor: The Dreyfus Corporation  
Investment Objective: To match performance of the S&P SmallCap 600 Index®.

### **Dreyfus Stock Index Fund, Inc.: Service Shares**

Investment Advisor: The Dreyfus Corporation  
Investment Objective: To match performance of the S&P 500.

### **Dreyfus Variable Investment Fund - Appreciation Portfolio: Service Shares**

Investment Advisor: The Dreyfus Corporation  
Sub-advisor: Fayed Sarofim & Co.  
Investment Objective: Long-term capital growth consistent with the preservation of capital.

### **Fidelity Variable Insurance Products Fund - VIP Energy Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Research & Analysis Company  
Investment Objective: Capital appreciation.  
Designation: STTF

### **Fidelity Variable Insurance Products Fund - VIP Equity-Income Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity Investments Japan Limited, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited  
Investment Objective: Reasonable income.

**Fidelity Variable Insurance Products Fund - VIP Growth Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited, Fidelity Investments Japan Limited  
Investment Objective: Capital appreciation.

**Fidelity Variable Insurance Products Fund - VIP Investment Grade Bond Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: Fidelity Investments Money Management, Inc., Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited  
Investment Objective: High level of current income.

**Fidelity Variable Insurance Products Fund - VIP Mid Cap Portfolio: Service Class 2**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity Investments Japan Limited, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited  
Investment Objective: Long-term growth of capital.

**Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class 2R**

Investment Advisor: Fidelity Management & Research Company  
Sub-advisor: FMR Co., Inc., Fidelity Management & Research (U.K.) Inc., Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited, Fidelity Investments Japan Limited  
Investment Objective: Long-term capital growth.  
Designation: STTF

**Franklin Templeton Variable Insurance Products Trust - Franklin Income Securities Fund: Class 2**

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: Maximum income while maintaining prospects for capital appreciation.

**Franklin Templeton Variable Insurance Products Trust - Franklin Small Cap Value Securities Fund: Class 2**

Investment Advisor: Franklin Advisory Services, LLC  
Investment Objective: Long-term total return.

**Franklin Templeton Variable Insurance Products Trust - Franklin Templeton VIP Founding Funds Allocation Fund: Class 2**

Investment Advisor: Franklin Templeton Services, LLC  
Investment Objective: Capital appreciation with income as a secondary goal.  
Designation: FF

**Franklin Templeton Variable Insurance Products Trust - Templeton Foreign Securities Fund: Class 3**

*This underlying mutual fund is only available in contracts for which good order applications were received before July 10, 2009*

Investment Advisor: Templeton Investment Counsel, LLC  
Investment Objective: Long-term capital growth.  
Designation: STTF

**Franklin Templeton Variable Insurance Products Trust - Templeton Global Bond Securities Fund: Class 3**

Investment Advisor: Franklin Advisers, Inc.  
Investment Objective: High current income, consistent with preservation of capital, with capital appreciation as a secondary consideration.  
Designation: STTF

**Goldman Sachs Variable Insurance Trust - Goldman Sachs Global Markets Navigator Fund: Service Shares**

Investment Advisor: Goldman Sachs Asset Management, L.P.  
Investment Objective: Seeks to achieve investment results that approximate the performance of the GS Global Markets Navigator Index (the "Index").

**Huntington VA Funds - Huntington VA International Equity Fund**

Investment Advisor: Huntington Asset Advisors, Inc.  
Investment Objective: Seeks total return on its assets.

**Huntington VA Funds - Huntington VA Situs Fund**

Investment Advisor: Huntington Asset Advisors, Inc.  
Investment Objective: Seeks long-term capital appreciation.

**Invesco - Invesco V.I. Mid Cap Core Equity Fund: Series II**

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: Long-term growth of capital.

**Invesco - Invesco Van Kampen V.I. Mid Cap Growth Fund: Series II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2012*

Investment Advisor: Invesco Advisers, Inc.  
Investment Objective: Capital growth.

**Ivy Funds Variable Insurance Portfolios, Inc. - Asset Strategy**

Investment Advisor: Waddell & Reed Investment Management Company  
Investment Objective: Seeks high total return over the long term.

**Ivy Funds Variable Insurance Portfolios, Inc. - High Income**

Investment Advisor: Waddell & Reed Investment Management Company  
Investment Objective: Seeks a high level of current income and capital when consistent with its primary objective as a secondary objective.

**Ivy Funds Variable Insurance Portfolios, Inc. - Mid Cap Growth**

Investment Advisor: Waddell & Reed Investment Management Company  
Investment Objective: Seeks to provide growth of investment.

**Janus Aspen Series - Forty Portfolio: Service Shares**

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**Janus Aspen Series - Global Technology Portfolio: Service Shares**

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**Janus Aspen Series - Overseas Portfolio: Service Shares**

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital.

**MFS® Variable Insurance Trust - MFS New Discovery Series: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust - MFS Value Series: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: To seek capital appreciation.

**MFS® Variable Insurance Trust II - MFS International Value Portfolio: Service Class**

Investment Advisor: Massachusetts Financial Services Company  
Investment Objective: The fund's investment objective is to seek capital appreciation. MFS normally invests the fund's assets primarily in foreign equity securities, including emerging market equity securities.

**Nationwide Variable Insurance Trust - American Century NVIT Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: American Century Investment Management, Inc.  
Investment Objective: Seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: American Century Investment Management, Inc.  
Investment Objective: The Fund seeks capital appreciation, and secondarily current income.

**Nationwide Variable Insurance Trust - American Funds NVIT Asset Allocation Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The fund seeks to provide high total return (including income and capital gains) consistent with the preservation of capital over the long term.

**Nationwide Variable Insurance Trust - American Funds NVIT Bond Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The Fund seeks to maximize an investors level of current income and preserve the investor's capital.

**Nationwide Variable Insurance Trust - American Funds NVIT Global Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The Fund is designed for investors seeking capital appreciation through stocks.

**Nationwide Variable Insurance Trust - American Funds NVIT Growth Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The Fund is designed for investors seeking capital appreciation principally through investment in stocks.

**Nationwide Variable Insurance Trust - American Funds NVIT Growth-Income Fund: Class II**

Investment Advisor: Capital Research and Management Company  
Investment Objective: The fund seeks returns from both capital gains as well as income generated by dividends paid by stock issuers.

**Nationwide Variable Insurance Trust - Federated NVIT High Income Bond Fund: Class III**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Federated Investment Management Company  
Investment Objective: The Fund seeks to provide high current income.  
Designation: STTF

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Multi Cap Opportunities Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Management LLC  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Socially Responsible Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Neuberger Berman Management LLC  
Investment Objective: The Fund seeks long-term total return by investing primarily in securities of companies that meet the fund's financial criteria and social policy.

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Aggressive Fund seeks maximum growth of capital consistent with a more aggressive level of risk as compared to other Cardinal Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Balanced Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return through investment in both equity and fixed income securities.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Capital Appreciation Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a less aggressive level of risk as compared to other Cardinal Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a conservative level of risk as compared to other Cardinal Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Investment Objective: The Fund seeks a high level of total return consistent with a moderate level of risk as compared to other Cardinal Funds.  
Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Investment Objective: The Fund seeks growth of capital, but also seeks income consistent with a moderately aggressive level of risk as compared to other Cardinal Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Investment Objective: The fund seeks a high level of total return consistent with a moderately conservative level of risk.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Core Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: Nationwide Asset Management, LLC

Investment Objective: The Fund seeks a high level of current income consistent with preserving capital.

**Nationwide Variable Insurance Trust - NVIT Core Plus Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: Neuberger Berman Fixed Income LLC

Investment Objective: The Fund seeks long-term total return consistent with reasonable risk.

**Nationwide Variable Insurance Trust - NVIT Emerging Markets Fund: Class VI**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: The Boston Company Asset Management, LLC

Investment Objective: The Fund seeks long-term capital growth by investing primarily in equity securities of companies located in emerging market countries.

Designation: STTF

**Nationwide Variable Insurance Trust - NVIT Government Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: Nationwide Asset Management, LLC

Investment Objective: The fund seeks as high level of income as is consistent with the preserving of capital.

**Nationwide Variable Insurance Trust - NVIT International Equity Fund: Class VI**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: Invesco Advisers, Inc.

Investment Objective: The Fund seeks long-term capital growth by investing primarily in equity securities of companies in Europe, Australasia, the Far East and other regions, including developing countries.

Designation: STTF

**Nationwide Variable Insurance Trust - NVIT International Index Fund: Class VIII**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: BlackRock Investment Management, LLC

Investment Objective: The Fund seeks to match the performance of the MSCI, Inc. Europe, Australasia and Far East Index ("MSCI EAFE» Index") as closely as possible before the deduction of Fund expenses.

Designation: STTF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Investment Objective: The NVIT Investor Destinations Aggressive Fund seeks maximum growth of capital consistent with a more aggressive level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Balanced Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Investment Objective: The NVIT Investor Destinations Balanced Fund seeks a high level of total return through investment in both equity and fixed-income securities.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Capital Appreciation Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Investment Objective: The NVIT Investor Destinations Capital Appreciation Fund seeks growth of capital, but also seeks income consistent with a less aggressive level of risk as compared to other NVIT Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Investment Objective: The NVIT Investor Destinations Conservative Fund seeks a high level of total return consistent with a conservative level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Investment Objective: The NVIT Investor Destinations Moderate Fund seeks a high level of total return consistent with a moderate level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Aggressive Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Investment Objective: The NVIT Investor Destinations Moderately Aggressive Fund seeks growth of capital, but also seeks income consistent with a moderately aggressive level of risk as compared to other Investor Destinations Funds.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Conservative Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Investment Objective: The NVIT Investor Destinations Moderately Conservative Fund seeks a high level of total return consistent with a moderately conservative level of risk.

Designation: FF

**Nationwide Variable Insurance Trust - NVIT Large Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: OppenheimerFunds, Inc.

Investment Objective: The Fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Mid Cap Index Fund: Class I**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: BlackRock Investment Management, LLC

Investment Objective: The Fund seeks capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Money Market Fund: Class I**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: Federated Investment Management Company

Investment Objective: The Fund seeks as high a level of current income as is consistent with preserving capital and maintaining liquidity.

**Nationwide Variable Insurance Trust - NVIT Multi Sector Bond Fund: Class I**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: Logan Circle Partners, L.P.

Investment Objective: The Fund seeks to provide above average total return over a market cycle of three to five years.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Growth Fund: Class VI**

Investment Advisor: Nationwide Fund Advisors

Sub-advisor: Invesco Advisers, Inc. and American Century Investment Management, Inc.

Investment Objective: The fund seeks long-term capital growth.

Designation: STTF



**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Value Fund: Class VI**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: AllianceBernstein L.P.; JPMorgan Investment Management, Inc.  
Investment Objective: The Fund seeks long-term capital appreciation.  
Designation: STTF

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Winslow Capital Management, Inc.; Neuberger Berman Management Inc. and Wells Capital Management, Inc.;  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Goldman Sachs Asset Management, L.P.; Wellington Management Company, LLP; The Boston Company Asset Management, LLC  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: American Century Investment Management, Inc.; Neuberger Berman Management LLC; Wells Capital Management, Inc.  
Investment Objective: The fund seeks long-term capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: American Century Investment Management, Inc.; Columbia Management Investment Advisers, LLC; Thompson, Siegel & Walmsley LLC  
Investment Objective: The fund seeks long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Growth Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Waddell & Reed Investment Management Company; OppenheimerFunds, Inc.  
Investment Objective: The Fund seeks capital growth.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Aberdeen Asset Management, Inc.; Epoch Investment Partners, Inc.; J.P. Morgan Investment Management Inc.  
Investment Objective: The Fund seeks capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Company Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Aberdeen Asset Management, Inc.; Morgan Stanley Investment Management; Neuberger Berman Management, Inc.; Putnam Investment Management, LLC; and Waddell & Reed Investment Management Company  
Investment Objective: The Fund seeks capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Nationwide Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Aberdeen Asset Management, Inc. and Diamond Hill Capital Management, Inc.  
Investment Objective: The Fund seeks total return through a flexible combination of capital appreciation and current income.

**Nationwide Variable Insurance Trust - NVIT Real Estate Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Morgan Stanley Investment Management, Inc.  
Investment Objective: The Fund seeks current income and long-term capital appreciation.

**Nationwide Variable Insurance Trust - NVIT Short Term Bond Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks to provide a high level of current income while preserving capital and minimizing fluctuations in share value.

**Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class III**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Templeton Investment Counsel, LLC  
Investment Objective: The Fund seeks to maximize total return consisting of capital appreciation and/or current income.  
Designation: STTF

**Nationwide Variable Insurance Trust - Van Kampen NVIT Comstock Value Fund: Class II**

Investment Advisor: Nationwide Fund Advisors  
Sub-advisor: Invesco Advisers, Inc.  
Investment Objective: The Fund's investment objective is to seek capital growth and income through investments in equity securities, including common stocks, preferred stocks, and convertible securities.

**Neuberger Berman Advisers Management Trust - AMT Short Duration Bond Portfolio: I Class**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2012*

Investment Advisor: Neuberger Berman Management LLC  
Sub-advisor: Neuberger Berman Fixed Income LLC  
Investment Objective: Highest available current income consistent with liquidity and low risk to principal; total return is a secondary goal.

**Oppenheimer Variable Account Funds - Oppenheimer Global Securities Fund/VA: Class 4**

Investment Advisor: OppenheimerFunds, Inc.  
Investment Objective: Long-term capital appreciation by investing a substantial portion of its assets in securities of foreign issuers, "growth-type" companies, cyclical industries and special situations that are considered to have appreciation possibilities.  
Designation: STTF

**Oppenheimer Variable Account Funds - Oppenheimer High Income Fund/VA: Class 4**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2009*

Investment Advisor: OppenheimerFunds, Inc.  
Investment Objective: High level of current income.  
Designation: STTF

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Fund®/VA: Service Shares**

Investment Advisor: OppenheimerFunds, Inc.  
Investment Objective: High total return which includes growth in the value of its shares as well as current income from equity and debt securities.

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Small- & Mid-Cap Fund®/VA: Service Shares**

Investment Advisor: OppenheimerFunds, Inc.  
Investment Objective: Capital appreciation.

**PIMCO Variable Insurance Trust - All Asset Portfolio: Advisor Class**

Investment Advisor: Pacific Investment Management Company LLC  
Sub-advisor: Research Affiliates  
Investment Objective: The fund seeks maximum real return, consistent with preservation of real capital and prudent investment management.  
Designation: FF

**PIMCO Variable Insurance Trust - Foreign Bond Portfolio (Unhedged): Advisor Class**

Investment Advisor: Pacific Investment Management Company LLC  
Investment Objective: Seeks maximum total return consistent with preservation of capital and prudent investment management. The Portfolio seeks to achieve its investment objective by investing under normal circumstances at least 80% of its assets in Fixed Income Instruments that are economically tied to foreign (non-U.S.) countries, representing at least three foreign countries, which may be represented by forwards or derivatives such as options, futures contracts or swap agreements.

**PIMCO Variable Insurance Trust - Low Duration Portfolio: Advisor Class**

Investment Advisor: Pacific Investment Management Company LLC  
Investment Objective: Seeks maximum total return, consistent with preservation of capital and prudent investment management. The Portfolio seeks to achieve its investment objective by investing under normal circumstances at least 65% of its assets in a diversified portfolio of Fixed Income Instruments of varying maturities, which may be represented by forwards or derivatives such as options, futures contracts or swap agreements.

**PIMCO Variable Insurance Trust - Total Return Portfolio: Advisor Class**

Investment Advisor: Pacific Investment Management Company LLC  
Investment Objective: The fund seeks maximum total return, consistent with preservation of capital and prudent investment management.

**Schwab Annuity Portfolios - Schwab Money Market Portfolio™**

Investment Advisor: Charles Schwab Investment Management, Inc.  
Investment Objective: Money market. The portfolio's goal is to seek the highest current income consistent with stability of capital and liquidity.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Health Sciences Portfolio: II**

Investment Advisor: T. Rowe Price Investment Services  
Investment Objective: Long-term capital appreciation.

**The Universal Institutional Funds, Inc. - Core Plus Fixed Income Portfolio: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before July 10, 2009*

Investment Advisor: Morgan Stanley Investment Management Inc.  
Investment Objective: Above-average total return over a market cycle of three to five years by investing primarily in a diversified portfolio of fixed income securities.

**Van Eck VIP Trust - Van Eck VIP Global Hard Assets Fund: Initial Class**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2012*

Investment Advisor: Van Eck Associates Corporation  
Investment Objective: Long-term capital appreciation by investing primarily in hard asset securities. Income is a secondary consideration.

**Van Eck VIP Trust - Van Eck VIP Global Hard Assets Fund: Service Class**

Investment Advisor: Van Eck Associates Corporation  
Investment Objective: Long-term capital appreciation by investing primarily in hard asset securities. Income is a secondary consideration.

**Wells Fargo Advantage Variable Trust - Wells Fargo Advantage VT Small Cap Growth Fund: Class 2**

Investment Advisor: Wells Fargo Funds Management, LLC  
Sub-advisor: Wells Capital Management Inc.  
Investment Objective: Long-term capital appreciation.

## Appendix B: Condensed Financial Information

The following tables list the Condensed Financial Information (the Accumulation Unit value information for Accumulation Units outstanding) for contracts with *no* optional benefits (the minimum Variable Account charge of 0.65%) and contracts with *all* optional benefits available on December 31, 2011 (the maximum Variable Account charge of 0.85%). The term "Period" is defined as a complete calendar year, unless otherwise noted. Those Periods with an asterisk (\*) reflect Accumulation Unit information for a partial year only. Should the Variable Account charges applicable to your contract fall between the maximum and minimum charges, and you wish to see a copy of the Condensed Financial Information applicable to your contract, please contact the Service Center to request a Statement of Additional Information:

The following funds were added to the Variable Account after December 31, 2011. Therefore, no Condensed Financial Information is available.

### AllianceBernstein Variable Products Series Fund, Inc.

- AllianceBernstein VPS Dynamic Asset Allocation Portfolio: Class B

### Goldman Sachs Variable Insurance Trust

- Goldman Sachs Global Markets Navigator Fund: Service Shares

### Invesco

- Invesco V.I. Mid Cap Core Equity Fund: Series II
- Invesco Vampen V.I. Mid Cap Growth Fund: Series II

### Ivy Funds Variable Insurance Portfolios, Inc.

- High Income
- Mid Cap Growth

### Janus Aspen Series

- Global Technology Portfolio: Service Shares
- Overseas Portfolio: Service Shares

### MFS® Variable Insurance Trust

- MFS New Discovery Series: Service Class

### PIMCO Variable Insurance Trust

- All Asset Portfolio: Advisor Class

### Van Eck VIP Trust

- Van Eck VIP Global Hard Assets Fund: Initial Class
- Van Eck VIP Global Hard Assets Fund: Service Class

### No Additional Contract Options Elected - .65%

#### Variable account charges of the daily net assets of the variable account - .65%

#### AllianceBernstein Variable Products Series Fund, Inc. - AllianceBernstein Small/Mid Cap Value Portfolio: Class B - Q/NQ

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.100513	10.077662	-9.21%	1,498
2010	8.826267	11.100513	25.77%	515
2009	6.227496	8.826267	41.73%	0
2008*	10.000000	6.227496	-37.73%	0

#### American Century Variable Portfolios II, Inc. - American Century VP Inflation Protection Fund: Class II - Q/NQ

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.528138	12.798576	11.02%	6,543
2010	11.038480	11.528138	4.44%	4,921
2009	10.080949	11.038480	9.50%	0
2008	10.310708	10.080949	-2.23%	0

#### American Century Variable Portfolios, Inc. - American Century VP Mid Cap Value Fund: Class II - Q/NQ

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.458794	11.288514	-1.49%	757
2010	9.694147	11.458794	18.20%	0
2009	7.517260	9.694147	28.96%	0
2008	10.022987	7.517260	-25.00%	0

**BlackRock Variable Series Funds, Inc. - BlackRock Global Allocation V.I. Fund: Class III - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	13.222062	12.658124	-4.27%	0
2010	12.125031	13.222062	9.05%	0
2009*	10.000000	12.125031	21.25%	0

**Dreyfus Investment Portfolios - Small Cap Stock Index Portfolio: Service Shares - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.809197	10.799529	-0.09%	1,981
2010	8.646708	10.809197	25.01%	1,943
2009	6.961141	8.646708	24.21%	0
2008	10.141974	6.961141	-31.36%	0

**Dreyfus Stock Index Fund, Inc.: Service Shares - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.100464	9.187942	0.96%	1,774
2010	7.997426	9.100464	13.79%	1,025
2009	6.386420	7.997426	25.23%	0
2008	10.255684	6.386420	-37.73%	0

**Dreyfus Variable Investment Fund - Appreciation Portfolio: Service Shares - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.887568	10.681910	8.03%	0
2010	8.650782	9.887568	14.30%	0
2009	7.123833	8.650782	21.43%	0
2008	10.203009	7.123833	-30.18%	0

**Fidelity Variable Insurance Products Fund - VIP Energy Portfolio: Service Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.833677	8.320059	-5.81%	0
2010	7.461965	8.833677	18.38%	0
2009	5.089521	7.461965	46.61%	0
2008	11.235450	5.089521	-54.70%	0

**Fidelity Variable Insurance Products Fund - VIP Equity-Income Portfolio: Service Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.577149	8.577335	0.00%	0
2010	7.512583	8.577149	14.17%	0
2009	5.821914	7.512583	29.04%	0
2008	10.247008	5.821914	-43.18%	0

**Fidelity Variable Insurance Products Fund - VIP Growth Portfolio: Service Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.467577	8.409909	-0.68%	2,173
2010	6.881027	8.467577	23.06%	0
2009	5.412448	6.881027	27.13%	0
2008	10.339164	5.412448	-47.65%	0

**Fidelity Variable Insurance Products Fund - VIP Investment Grade Bond Portfolio: Service Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.813442	12.562557	6.34%	26,200
2010	11.056227	11.813442	6.85%	31,965
2009	9.637710	11.056227	14.72%	29,818
2008	10.048595	9.637710	-4.09%	5,687

**Fidelity Variable Insurance Products Fund - VIP Mid Cap Portfolio: Service Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.993309	9.736689	-11.43%	2,225
2010	8.606289	10.993309	27.74%	2,025
2009	6.198564	8.606289	38.84%	0
2008	10.330850	6.198564	-40.00%	0

**Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class 2R - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.080181	6.631799	-17.93%	306
2010	7.208505	8.080181	12.09%	269
2009	5.749327	7.208505	25.38%	0
2008	10.323841	5.749327	-44.31%	0

**Franklin Templeton Variable Insurance Products Trust - Franklin Income Securities Fund: Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.722938	10.907368	1.72%	0
2010	9.579143	10.722938	11.94%	0
2009	7.110737	9.579143	34.71%	0
2008	10.174718	7.110737	-30.11%	0

**Franklin Templeton Variable Insurance Products Trust - Franklin Small Cap Value Securities Fund: Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.278761	10.784249	-4.38%	8,545
2010	8.853798	11.278761	27.39%	9,520
2009	6.899927	8.853798	28.32%	9,894
2008	10.368424	6.899927	-33.45%	0

**Franklin Templeton Variable Insurance Products Trust - Franklin Templeton VIP Founding Funds Allocation Fund: Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.393824	9.188993	-2.18%	0
2010	8.575906	9.393824	9.54%	0
2009	6.627193	8.575906	29.40%	0
2008*	10.000000	6.627193	-33.73%	0

**Franklin Templeton Variable Insurance Products Trust - Templeton Foreign Securities Fund: Class 3 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.050484	8.031577	-11.26%	0
2010	8.403248	9.050484	7.70%	0
2009	6.165012	8.403248	36.31%	0
2008	10.410364	6.165012	-40.78%	4,982

**Franklin Templeton Variable Insurance Products Trust - Templeton Global Bond Securities Fund: Class 3 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	14.102555	13.894805	-1.47%	1,085
2010	12.410310	14.102555	13.64%	1,218
2009	10.524816	12.410310	17.91%	0
2008	9.974589	10.524816	5.52%	0

**Huntington VA Funds - Huntington VA International Equity Fund - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.324883	9.072888	-12.13%	139
2010*	10.000000	10.324883	3.25%	0

**Huntington VA Funds - Huntington VA Situs Fund - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.301116	11.125531	-1.55%	0
2010*	10.000000	11.301116	13.01%	0

**Ivy Funds Variable Insurance Portfolios, Inc. - Asset Strategy - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	12.862997	11.858694	-7.81%	628
2010	11.913610	12.862997	7.97%	704
2009*	10.000000	11.913610	19.14%	0

**Janus Aspen Series - Forty Portfolio: Service Shares - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.096388	8.410038	-7.55%	5,514
2010	8.598748	9.096388	5.79%	4,061
2009	5.927465	8.598748	45.07%	0
2008	10.713326	5.927465	-44.67%	0

**MFS® Variable Insurance Trust - MFS Value Series: Service Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.200445	9.098130	-1.11%	33,232
2010	8.326678	9.200445	10.49%	35,097
2009	6.844487	8.326678	21.66%	23,134
2008	10.243154	6.844487	-33.18%	0

**MFS® Variable Insurance Trust II - MFS International Value Portfolio: Service Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.796549	10.535899	-2.41%	1,794
2010*	10.000000	10.796549	7.97%	1,362

**Nationwide Variable Insurance Trust - American Century NVIT Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011*	10.000000	9.119602	-8.80%	0

**Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	14.048680	14.025455	-0.17%	2,278
2010	12.497024	14.048680	12.42%	1,702
2009*	10.000000	12.497024	24.97%	0

**Nationwide Variable Insurance Trust - American Funds NVIT Asset Allocation Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.617818	9.644201	0.27%	78,901
2010	8.642167	9.617818	11.29%	86,060
2009	7.048381	8.642167	22.61%	15,503

**Nationwide Variable Insurance Trust - American Funds NVIT Bond Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.535545	11.066358	5.04%	11,466
2010	10.005144	10.535545	5.30%	35,402
2009	8.979634	10.005144	11.42%	0
2008	10.028387	8.979634	-10.46%	0

**Nationwide Variable Insurance Trust - American Funds NVIT Global Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.691806	8.732569	-9.90%	256
2010	8.764745	9.691806	10.58%	235
2009	6.230143	8.764745	40.68%	0
2008	10.219414	6.230143	-39.04%	0

**Nationwide Variable Insurance Trust - American Funds NVIT Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.119025	8.635134	-5.31%	2,032
2010	7.765808	9.119025	17.43%	1,585
2009	5.632301	7.765808	37.88%	0
2008	10.162242	5.632301	-44.58%	313

**Nationwide Variable Insurance Trust - American Funds NVIT Growth-Income Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.925598	8.669460	-2.87%	15,071
2010	8.095494	8.925598	10.25%	47,309
2009	6.234938	8.095494	29.84%	0
2008	10.132679	6.234938	-38.47%	0

**Nationwide Variable Insurance Trust - Federated NVIT High Income Bond Fund: Class III - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.715149	12.082269	3.13%	0
2010	10.420416	11.715149	12.42%	0
2009	7.180046	10.420416	45.13%	0
2008	10.051223	7.180046	-28.57%	0

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Multi Cap Opportunities Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.940260	7.846986	-12.23%	555
2010	7.798837	8.940260	14.64%	508
2009	5.131862	7.798837	51.97%	0
2008*	10.000000	5.131862	-48.68%	0

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Socially Responsible Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.845428	9.462136	-3.89%	19,730
2010	8.020160	9.845428	22.76%	23,981
2009	6.149628	8.020160	30.42%	28,318
2008*	10.000000	6.149628	-38.50%	7,620

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Aggressive Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	14.711997	13.684277	-6.99%	0
2010	12.881690	14.711997	14.21%	0

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Balanced Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.941002	10.723811	-1.99%	55,021
2010	9.974632	10.941002	9.69%	30,854

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Capital Appreciation Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.719560	10.282837	-4.07%	145,998
2010	9.600319	10.719560	11.66%	46,167

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Conservative Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.664866	11.752700	0.75%	22,752
2010	10.993564	11.664866	6.11%	0

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderate Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.822507	10.501484	-2.97%	67,217
2010	9.781126	10.822507	10.65%	17,712

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Aggressive Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.587470	10.027410	-5.29%	0
2010	9.404861	10.587470	12.57%	0

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Conservative Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.004851	10.903888	-0.92%	75,442
2010	10.159119	11.004851	8.32%	0



**Nationwide Variable Insurance Trust - NVIT Core Bond Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.307649	11.935148	5.55%	17,353
2010	10.659159	11.307649	6.08%	21,839
2009	9.880103	10.659159	7.89%	21,243
2008*	10.000000	9.880103	-1.20%	0

**Nationwide Variable Insurance Trust - NVIT Core Plus Bond Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	12.283528	12.941910	5.36%	0
2010	11.435981	12.283528	7.41%	0
2009	9.885944	11.435981	15.68%	0
2008*	10.000000	9.885944	-1.14%	0

**Nationwide Variable Insurance Trust - NVIT Emerging Markets Fund: Class VI - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	7.974235	6.132681	-23.09%	0
2010	6.925998	7.974235	15.13%	0
2009	4.274561	6.925998	62.03%	0
2008	10.210850	4.274561	-58.14%	0

**Nationwide Variable Insurance Trust - NVIT Government Bond Fund: Class I - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.453711	12.205016	6.56%	24,980
2010	11.002545	11.453711	4.10%	30,449
2009	10.784612	11.002545	2.02%	26,848
2008	10.077277	10.784612	7.02%	6,262

**Nationwide Variable Insurance Trust - NVIT International Equity Fund: Class VI - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	7.918266	7.080237	-10.58%	251
2010	7.052975	7.918266	12.27%	228
2009	5.484013	7.052975	28.61%	0
2008*	10.000000	5.484013	-45.16%	0

**Nationwide Variable Insurance Trust - NVIT International Index Fund: Class VIII - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	7.827123	6.777174	-13.41%	667
2010	7.335611	7.827123	6.70%	386
2009	5.741079	7.335611	27.77%	0
2008	10.154122	5.741079	-43.46%	0

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Aggressive Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.220991	8.801031	-4.55%	0
2010	8.096846	9.220991	13.88%	0
2009	6.406798	8.096846	26.38%	0
2008	10.210693	6.406798	-37.25%	0

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Balanced Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	12.644450	12.673547	0.23%	17,321
2010	11.589716	12.644450	9.10%	1,448
2009*	10.000000	11.589716	15.90%	0

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Capital Appreciation Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	13.524901	13.311447	-1.58%	104,771
2010	12.151500	13.524901	11.30%	16,968
2009*	10.000000	12.151500	21.52%	5,563

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Conservative Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.748026	10.991245	2.26%	68,424
2010	10.216341	10.748026	5.20%	24,606
2009	9.426818	10.216341	8.38%	23,956
2008	10.096585	9.426818	-6.63%	37,906

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderate Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.107267	10.037644	-0.69%	247,545
2010	9.172347	10.107267	10.19%	129,461
2009	7.749467	9.172347	18.36%	45,174
2008	10.155912	7.749467	-23.70%	21,147

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Aggressive Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.622057	9.356356	-2.76%	44,381
2010	8.583386	9.622057	12.10%	37,453
2009	6.945387	8.583386	23.58%	33,418
2008	10.189420	6.945387	-31.84%	31,301

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Conservative Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.488042	10.634899	1.40%	109,121
2010	9.728162	10.488042	7.81%	36,875
2009	8.547225	9.728162	13.82%	30,279
2008	10.126588	8.547225	-15.60%	6,694

**Nationwide Variable Insurance Trust - NVIT Large Cap Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	13.995373	13.557668	-3.13%	877
2010	12.981333	13.995373	7.81%	676
2009*	10.000000	12.981333	29.81%	0

**Nationwide Variable Insurance Trust - NVIT Mid Cap Index Fund: Class I - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.043389	10.692611	-3.18%	823
2010	8.807829	11.043389	25.38%	536
2009	6.482696	8.807829	35.87%	0
2008	10.269855	6.482696	-36.88%	0

**Nationwide Variable Insurance Trust - NVIT Money Market Fund: Class I - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.072862	10.007571	-0.65%	17,782
2010	10.138746	10.072862	-0.65%	18,316
2009	10.200798	10.138746	-0.61%	6,483
2008	10.060917	10.200798	1.39%	795

**Nationwide Variable Insurance Trust - NVIT Multi Sector Bond Fund: Class I - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.149037	11.691233	4.86%	3,987
2010	10.147608	11.149037	9.87%	3,428
2009	8.211959	10.147608	23.57%	0
2008	9.993736	8.211959	-17.83%	0

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Growth Fund: Class VI - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.322857	8.371047	-10.21%	22,299
2010	8.245531	9.322857	13.07%	22,318
2009	6.097743	8.245531	35.22%	22,240
2008*	10.000000	6.097743	-39.02%	5,597

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Value Fund: Class VI - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	7.353649	6.107837	-16.94%	5,348
2010	6.992648	7.353649	5.16%	1,527
2009	5.435381	6.992648	28.65%	0
2008	10.216909	5.435381	-46.80%	3,073

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.327490	8.967432	-3.86%	11,738
2010	8.138559	9.327490	14.61%	10,318
2009	6.332945	8.138559	28.51%	12,145
2008*	10.000000	6.332945	-36.67%	0

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.962590	8.361965	-6.70%	2,945
2010	8.001386	8.962590	12.01%	63
2009	6.321024	8.001386	26.58%	0
2008*	10.000000	6.321024	-36.79%	0

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.874281	9.373581	-5.07%	9,768
2010	7.858796	9.874281	25.65%	11,510
2009	6.242907	7.858796	25.88%	11,124
2008*	10.000000	6.242907	-37.57%	2,446

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.365985	10.059689	-2.95%	16,642
2010	8.721554	10.365985	18.85%	15,939
2009	6.728480	8.721554	29.62%	11,726
2008*	10.000000	6.728480	-32.72%	4,470

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.617457	8.487833	-1.50%	757
2010	6.933267	8.617457	24.29%	570
2009	5.486920	6.933267	26.36%	0
2008	10.330041	5.486920	-46.88%	0

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.633658	9.988594	-6.07%	1,095
2010	8.462742	10.633658	25.65%	0
2009	6.767895	8.462742	25.04%	0
2008	10.062360	6.767895	-32.74%	0

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Company Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.299632	9.639020	-6.41%	0
2010	8.294971	10.299632	24.17%	0
2009	6.210861	8.294971	33.56%	0
2008	10.141079	6.210861	-38.76%	535

**Nationwide Variable Insurance Trust - NVIT Nationwide Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.375781	8.352925	-0.27%	21,575
2010	7.445963	8.375781	12.49%	26,041
2009	5.969157	7.445963	24.74%	27,443
2008	10.290051	5.969157	-41.99%	8,495

**Nationwide Variable Insurance Trust - NVIT Real Estate Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.380443	9.891646	5.45%	967
2010	7.272962	9.380443	28.98%	0
2009	5.608954	7.272962	29.67%	0
2008*	10.000000	5.608954	-43.91%	0

**Nationwide Variable Insurance Trust - NVIT Short Term Bond Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.719902	10.788659	0.64%	2,868
2010	10.535101	10.719902	1.75%	993
2009	9.900180	10.535101	6.41%	0
2008*	10.000000	9.900180	-1.00%	0

**Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class III - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	13.711665	11.929927	-12.99%	14,565
2010	12.977788	13.711665	5.65%	14,925
2009*	10.000000	12.977788	29.78%	15,724

**Nationwide Variable Insurance Trust - Van Kampen NVIT Comstock Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.078797	8.789965	-3.18%	4,563
2010	7.915577	9.078797	14.70%	4,567
2009	6.211480	7.915577	27.43%	462
2008	9.958644	6.211480	-37.63%	672

**Neuberger Berman Advisers Management Trust - AMT Short Duration Bond Portfolio: I Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.113850	10.077317	-0.36%	16,371
2010	9.669011	10.113850	4.60%	20,222
2009	8.587795	9.669011	12.59%	18,122
2008	9.984819	8.587795	-13.99%	5,851

**Oppenheimer Variable Account Funds - Oppenheimer Global Securities Fund/VA: Class 4 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.568846	8.699416	-9.09%	0
2010	8.326794	9.568846	14.92%	0
2009	6.013227	8.326794	38.47%	0
2008	10.146312	6.013227	-40.73%	0

**Oppenheimer Variable Account Funds - Oppenheimer High Income Fund/VA: Class 4 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	3.059401	2.977005	-2.69%	0
2010	2.694854	3.059401	13.53%	0
2009	2.145685	2.694854	25.59%	0
2008	10.106628	2.145685	-78.77%	0

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Fund®/VA: Service Shares - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.164936	9.076855	-0.96%	19,793
2010	7.964458	9.164936	15.07%	23,949
2009	6.263213	7.964458	27.16%	22,906
2008	10.271750	6.263213	-39.02%	6,979

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Small- & Mid-Cap Fund®/VA: Service Shares - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.429499	10.114945	-3.02%	436
2010	8.530834	10.429499	22.26%	288
2009	6.272975	8.530834	35.99%	0
2008	10.184546	6.272975	-38.41%	2,291

**PIMCO Variable Insurance Trust - Foreign Bond Portfolio (Unhedged): Advisor Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.864376	12.779528	7.71%	0
2010	10.918676	11.864376	8.66%	0
2009*	10.000000	10.918676	9.19%	0

**PIMCO Variable Insurance Trust - Low Duration Portfolio: Advisor Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.493660	11.534241	0.35%	12,147
2010	10.998495	11.493660	4.50%	13,451
2009*	10.000000	10.998495	9.98%	7,632

**PIMCO Variable Insurance Trust - Total Return Portfolio: Advisor Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011*	10.000000	10.047667	0.48%	0

**Schwab Annuity Portfolios - Schwab Money Market Portfolio™ - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.072596	10.008304	-0.64%	0
2010	10.133524	10.072596	-0.60%	0
2009	10.189513	10.133524	-0.55%	0
2008	10.043522	10.189513	1.45%	0

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Health Sciences Portfolio: II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.590546	11.614586	9.67%	0
2010*	10.000000	10.590546	5.91%	0

**The Universal Institutional Funds, Inc. - Core Plus Fixed Income Portfolio: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.291552	10.777310	4.72%	0
2010	9.694029	10.291552	6.16%	0
2009	8.920662	9.694029	8.67%	0
2008	10.027444	8.920662	-11.04%	4,408

**Wells Fargo AdvantageVariable Trust - Wells Fargo Advantage VT Small Cap Growth Fund: Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	16.555180	15.691762	-5.22%	0
2010	13.144376	16.555180	25.95%	0
2009*	10.000000	13.144376	31.44%	0

**Maximum Contract Options Elected Total - .85%**

**Variable account charges of the daily net assets of the variable account - .85%**

**AllianceBernstein Variable Products Series Fund, Inc. - AllianceBernstein Small/Mid Cap Value Portfolio: Class B - Q/NQ**

<b>Period</b>	<b>Beginning Value</b>	<b>Ending Value</b>	<b>Percentage Change</b>	<b>Units</b>
2011	11.040961	10.003448	-9.40%	4,067
2010	8.796609	11.040961	25.51%	2,462
2009	6.219088	8.796609	41.45%	0
2008*	10.000000	6.219088	-37.81%	0

**American Century Variable Portfolios II, Inc. - American Century VP Inflation Protection Fund: Class II - Q/NQ**

<b>Period</b>	<b>Beginning Value</b>	<b>Ending Value</b>	<b>Percentage Change</b>	<b>Units</b>
2011	11.454805	12.691642	10.80%	115,135
2010	10.990380	11.454805	4.23%	87,026
2009	10.057268	10.990380	9.28%	77,478
2008	10.307236	10.057268	-2.43%	0

**American Century Variable Portfolios, Inc. - American Century VP Mid Cap Value Fund: Class II - Q/NQ**

<b>Period</b>	<b>Beginning Value</b>	<b>Ending Value</b>	<b>Percentage Change</b>	<b>Units</b>
2011	11.387068	11.195315	-1.68%	16,267
2010	9.652868	11.387068	17.97%	26,674
2009	7.500355	9.652868	28.70%	4,096
2008	10.020661	7.500355	-25.15%	4,096

**BlackRock Variable Series Funds, Inc. - BlackRock Global Allocation V.I. Fund: Class III - Q/NQ**

<b>Period</b>	<b>Beginning Value</b>	<b>Ending Value</b>	<b>Percentage Change</b>	<b>Units</b>
2011	13.177720	12.590327	-4.46%	18,530
2010	12.108724	13.177720	8.83%	751
2009*	10.000000	12.108724	21.09%	220

**Dreyfus Investment Portfolios - Small Cap Stock Index Portfolio: Service Shares - Q/NQ**

<b>Period</b>	<b>Beginning Value</b>	<b>Ending Value</b>	<b>Percentage Change</b>	<b>Units</b>
2011	10.741532	10.710360	-0.29%	35,144
2010	8.609885	10.741532	24.76%	31,497
2009	6.945473	8.609885	23.96%	5,794
2008	10.139622	6.945473	-31.50%	0

**Dreyfus Stock Index Fund, Inc.: Service Shares - Q/NQ**

<b>Period</b>	<b>Beginning Value</b>	<b>Ending Value</b>	<b>Percentage Change</b>	<b>Units</b>
2011	9.043477	9.112058	0.76%	114,226
2010	7.963361	9.043477	13.56%	77,663
2009	6.372048	7.963361	24.97%	43,099
2008	10.253305	6.372048	-37.85%	0

**Dreyfus Variable Investment Fund - Appreciation Portfolio: Service Shares - Q/NQ**

<b>Period</b>	<b>Beginning Value</b>	<b>Ending Value</b>	<b>Percentage Change</b>	<b>Units</b>
2011	9.825678	10.593719	7.82%	50,692
2010	8.613955	9.825678	14.07%	204
2009	7.107818	8.613955	21.19%	0
2008	10.200638	7.107818	-30.32%	0

**Fidelity Variable Insurance Products Fund - VIP Energy Portfolio: Service Class 2 - Q/NQ**

<b>Period</b>	<b>Beginning Value</b>	<b>Ending Value</b>	<b>Percentage Change</b>	<b>Units</b>
2011	8.778357	8.251345	-6.00%	93,406
2010	7.430174	8.778357	18.14%	77,476
2009	5.078055	7.430174	46.32%	65,774
2008	11.232848	5.078055	-54.79%	28,464

**Fidelity Variable Insurance Products Fund - VIP Equity-Income Portfolio: Service Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.523463	8.506513	-0.20%	12,866
2010	7.480597	8.523463	13.94%	8,999
2009	5.808816	7.480597	28.78%	0
2008	10.244634	5.808816	-43.30%	0

**Fidelity Variable Insurance Products Fund - VIP Growth Portfolio: Service Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.414556	8.340459	-0.88%	36,427
2010	6.851720	8.414556	22.81%	28,033
2009	5.400263	6.851720	26.88%	6,993
2008	10.336767	5.400263	-47.76%	6,993

**Fidelity Variable Insurance Products Fund - VIP Investment Grade Bond Portfolio: Service Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.739539	12.458908	6.13%	177,845
2010	11.009209	11.739539	6.63%	183,374
2009	9.616076	11.009209	14.49%	197,446
2008	10.046264	9.616076	-4.28%	43,309

**Fidelity Variable Insurance Products Fund - VIP Mid Cap Portfolio: Service Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.924511	9.656304	-11.61%	60,566
2010	8.569651	10.924511	27.48%	84,331
2009	6.184619	8.569651	38.56%	63,057
2008	10.328452	6.184619	-40.12%	6,484

**Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class 2R - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.029595	6.577021	-18.09%	18,848
2010	7.177809	8.029595	11.87%	20,008
2009	5.736396	7.177809	25.13%	11,454
2008	10.321449	5.736396	-44.42%	0

**Franklin Templeton Variable Insurance Products Trust - Franklin Income Securities Fund: Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.655860	10.817367	1.52%	25,004
2010	9.538400	10.655860	11.72%	18,554
2009	7.094758	9.538400	34.44%	0
2008	10.172359	7.094758	-30.25%	0

**Franklin Templeton Variable Insurance Products Trust - Franklin Small Cap Value Securities Fund: Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.208148	10.695196	-4.58%	55,446
2010	8.816088	11.208148	27.13%	44,895
2009	6.884404	8.816088	28.06%	64,167
2008	10.366022	6.884404	-33.59%	6,032

**Franklin Templeton Variable Insurance Products Trust - Franklin Templeton VIP Founding Funds Allocation Fund: Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.343481	9.121392	-2.38%	0
2010	8.547142	9.343481	9.32%	2,492
2009	6.618282	8.547142	29.14%	17,674
2008*	10.000000	6.618282	-33.82%	0

**Franklin Templeton Variable Insurance Products Trust - Templeton Foreign Securities Fund: Class 3 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.993850	7.965263	-11.44%	0
2010	8.367485	8.993850	7.49%	0
2009	6.151148	8.367485	36.03%	0
2008	10.407955	6.151148	-40.90%	26,461

**Franklin Templeton Variable Insurance Products Trust - Templeton Global Bond Securities Fund: Class 3 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	14.014381	13.780195	-1.67%	7,530
2010	12.357564	14.014381	13.41%	6,514
2009	10.501205	12.357564	17.68%	11,931
2008	9.972282	10.501205	5.30%	0

**Huntington VA Funds - Huntington VA International Equity Fund - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.321462	9.051632	-12.30%	402
2010*	10.000000	10.321462	3.21%	0

**Huntington VA Funds - Huntington VA Situs Fund - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.297382	11.099514	-1.75%	2,412
2010*	10.000000	11.297382	12.97%	177

**Ivy Funds Variable Insurance Portfolios, Inc. - Asset Strategy - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	12.819867	11.795164	-7.99%	11,163
2010	11.897593	12.819867	7.75%	1,120
2009*	10.000000	11.897593	18.98%	0

**Janus Aspen Series - Forty Portfolio: Service Shares - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.039422	8.340581	-7.73%	38,840
2010	8.562120	9.039422	5.57%	65,597
2009	5.914117	8.562120	44.77%	54,884
2008	10.710846	5.914117	-44.78%	6,043

**MFS® Variable Insurance Trust - MFS Value Series: Service Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.142840	9.023005	-1.31%	166,356
2010	8.291218	9.142840	10.27%	153,650
2009	6.829091	8.291218	21.41%	143,748
2008	10.240781	6.829091	-33.31%	0

**MFS® Variable Insurance Trust II - MFS International Value Portfolio: Service Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.782137	10.500681	-2.61%	14,166
2010*	10.000000	10.782137	7.82%	269

**Nationwide Variable Insurance Trust - American Century NVIT Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011*	10.000000	9.107409	-8.93%	0

**Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	14.001603	13.950376	-0.37%	16,900
2010	12.480237	14.001603	12.19%	14,093
2009*	10.000000	12.480237	24.80%	0

**Nationwide Variable Insurance Trust - American Funds NVIT Asset Allocation Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.557604	9.564581	0.07%	76,716
2010	8.605373	9.557604	11.07%	15,529
2009	7.032522	8.605373	22.37%	0



**Nationwide Variable Insurance Trust - American Funds NVIT Bond Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.469622	10.975038	4.83%	28,909
2010	9.962592	10.469622	5.09%	2,196
2009	8.959468	9.962592	11.20%	0
2008	10.026063	8.959468	-10.64%	0

**Nationwide Variable Insurance Trust - American Funds NVIT Global Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.631143	8.660462	-10.08%	12,027
2010	8.727441	9.631143	10.35%	9,065
2009	6.216133	8.727441	40.40%	0
2008	10.217041	6.216133	-39.16%	0

**Nationwide Variable Insurance Trust - American Funds NVIT Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.061921	8.563810	-5.50%	40,610
2010	7.732729	9.061921	17.19%	32,007
2009	5.619625	7.732729	37.60%	26,169
2008	10.159886	5.619625	-44.69%	1,168

**Nationwide Variable Insurance Trust - American Funds NVIT Growth-Income Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.869715	8.597865	-3.06%	51,035
2010	8.061013	8.869715	10.03%	35,438
2009	6.220908	8.061013	29.58%	6,653
2008	10.130330	6.220908	-38.59%	0

**Nationwide Variable Insurance Trust - Federated NVIT High Income Bond Fund: Class III - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.641865	11.982576	2.93%	7,064
2010	10.376112	11.641865	12.20%	2,528
2009	7.163920	10.376112	44.84%	4,671
2008	10.048894	7.163920	-28.71%	0

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Multi Cap Opportunities Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.892305	7.789213	-12.41%	1,397
2010	7.772636	8.892305	14.41%	0
2009	5.124941	7.772636	51.66%	0
2008*	10.000000	5.124941	-48.75%	0

**Nationwide Variable Insurance Trust - Neuberger Berman NVIT Socially Responsible Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.792619	9.392471	-4.09%	123,636
2010	7.993214	9.792619	22.51%	126,025
2009	6.141334	7.993214	30.15%	159,795
2008*	10.000000	6.141334	-38.59%	42,089

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Aggressive Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	14.662700	13.611011	-7.17%	5,047
2010	12.864389	14.662700	13.98%	0

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Balanced Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.889805	10.652194	-2.18%	303,576
2010	9.947969	10.889805	9.47%	163,762

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Capital Appreciation Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.669404	10.214167	-4.27%	680,997
2010	9.574639	10.669404	11.43%	327,892

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Conservative Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.625740	11.689761	0.55%	101,920
2010	10.978780	11.625740	5.89%	60,319

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderate Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.771853	10.431334	-3.16%	362,605
2010	9.754977	10.771853	10.42%	83,008

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Aggressive Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.537921	9.960425	-5.48%	24,265
2010	9.379701	10.537921	12.35%	17,614

**Nationwide Variable Insurance Trust - NVIT Cardinal(SM) Moderately Conservative Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.953350	10.831060	-1.12%	215,079
2010	10.131952	10.953350	8.11%	150,916

**Nationwide Variable Insurance Trust - NVIT Core Bond Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.247071	11.847381	5.34%	73,290
2010	10.623433	11.247071	5.87%	101,029
2009	9.866843	10.623433	7.67%	125,559
2008*	10.000000	9.866843	-1.33%	0

**Nationwide Variable Insurance Trust - NVIT Core Plus Bond Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	12.217719	12.846728	5.15%	2,800
2010	11.397651	12.217719	7.20%	4,578
2009	9.872675	11.397651	15.45%	4,578
2008*	10.000000	9.872675	-1.27%	0

**Nationwide Variable Insurance Trust - NVIT Emerging Markets Fund: Class VI - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	7.924305	6.082022	-23.25%	12,617
2010	6.896483	7.924305	14.90%	26,507
2009	4.264927	6.896483	61.70%	14,996
2008	10.208479	4.264927	-58.22%	0

**Nationwide Variable Insurance Trust - NVIT Government Bond Fund: Class I - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.382079	12.104358	6.35%	114,501
2010	10.955776	11.382079	3.89%	118,703
2009	10.760419	10.955776	1.82%	164,378
2008	10.074938	10.760419	6.80%	78,711

**Nationwide Variable Insurance Trust - NVIT International Equity Fund: Class VI - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	7.875800	7.028106	-10.76%	3,834
2010	7.029281	7.875800	12.04%	3,628
2009	5.476617	7.029281	28.35%	0
2008*	10.000000	5.476617	-45.23%	0

**Nationwide Variable Insurance Trust - NVIT International Index Fund: Class VIII - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	7.778101	6.721186	-13.59%	28,319
2010	7.304362	7.778101	6.49%	20,883
2009	5.728165	7.304362	27.52%	21,791
2008	10.151766	5.728165	-43.57%	0

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Aggressive Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.163257	8.728353	-4.75%	14,339
2010	8.062356	9.163257	13.65%	13,377
2009	6.392377	8.062356	26.12%	13,377
2008	10.208323	6.392377	-37.38%	13,377

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Balanced Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	12.602052	12.605682	0.03%	223,544
2010	11.574135	12.602052	8.88%	149,763
2009*	10.000000	11.574135	15.74%	701

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Capital Appreciation Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	13.479574	13.240170	-1.78%	307,773
2010	12.135181	13.479574	11.08%	72,146
2009*	10.000000	12.135181	21.35%	0

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Conservative Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.680792	10.900564	2.06%	123,120
2010	10.172903	10.680792	4.99%	55,801
2009	9.405658	10.172903	8.16%	0
2008	10.094245	9.405658	-6.82%	0

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderate Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.044006	9.954775	-0.89%	282,212
2010	9.133316	10.044006	9.97%	211,461
2009	7.732057	9.133316	18.12%	147,866
2008	10.153559	7.732057	-23.85%	14,634

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Aggressive Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.561829	9.279108	-2.96%	62,025
2010	8.546843	9.561829	11.88%	34,283
2009	6.929775	8.546843	23.34%	29,919
2008	10.187059	6.929775	-31.97%	14,382

**Nationwide Variable Insurance Trust - NVIT Investor Destinations Moderately Conservative Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.422414	10.547127	1.20%	198,798
2010	9.686774	10.422414	7.59%	162,608
2009	8.528026	9.686774	13.59%	51,482
2008	10.124241	8.528026	-15.77%	0

**Nationwide Variable Insurance Trust - NVIT Large Cap Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	13.948486	13.485091	-3.32%	5,331
2010	12.963915	13.948486	7.59%	3,278
2009*	10.000000	12.963915	29.64%	0

**Nationwide Variable Insurance Trust - NVIT Mid Cap Index Fund: Class I - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.974260	10.604341	-3.37%	23,548
2010	8.770329	10.974260	25.13%	27,449
2009	6.468116	8.770329	35.59%	5,648
2008	10.267476	6.468116	-37.00%	0

**Nationwide Variable Insurance Trust - NVIT Money Market Fund: Class I - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.008791	9.923954	-0.85%	83,126
2010	10.094570	10.008791	-0.85%	47,907
2009	10.176837	10.094570	-0.81%	22,818
2008	10.057530	10.176837	1.19%	5,273

**Nationwide Variable Insurance Trust - NVIT Multi Sector Bond Fund: Class I - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.079297	11.594783	4.65%	20,716
2010	10.104461	11.079297	9.65%	2,116
2009	8.193524	10.104461	23.32%	696
2008	9.991424	8.193524	-17.99%	0

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Growth Fund: Class VI - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.272863	8.309419	-10.39%	103,850
2010	8.217836	9.272863	12.84%	105,962
2009	6.089524	8.217836	34.95%	130,990
2008*	10.000000	6.089524	-39.10%	30,215

**Nationwide Variable Insurance Trust - NVIT Multi-Manager International Value Fund: Class VI - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	7.307608	6.057380	-17.11%	2,468
2010	6.962869	7.307608	4.95%	2,178
2009	5.423158	6.962869	28.39%	0
2008	10.214544	5.423158	-46.91%	15,217

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.277485	8.901431	-4.05%	44,716
2010	8.111232	9.277485	14.38%	45,876
2009	6.324408	8.111232	28.25%	76,202
2008*	10.000000	6.324408	-36.76%	0

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.914519	8.300411	-6.89%	3,864
2010	7.974507	8.914519	11.79%	1,897
2009	6.312495	7.974507	26.33%	0
2008*	10.000000	6.312495	-36.88%	0

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.821351	9.304601	-5.26%	52,370
2010	7.832413	9.821351	25.39%	55,093
2009	6.234486	7.832413	25.63%	65,236
2008*	10.000000	6.234486	-37.66%	13,337

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Mid Cap Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.310426	9.985664	-3.15%	59,740
2010	8.692278	10.310426	18.62%	64,747
2009	6.719420	8.692278	29.36%	73,155
2008*	10.000000	6.719420	-32.81%	21,996

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Growth Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.563466	8.417704	-1.70%	0
2010	6.903712	8.563466	24.04%	232
2009	5.474557	6.903712	26.11%	0
2008	10.327644	5.474557	-46.99%	0

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.567060	9.906086	-6.26%	4,587
2010	8.426691	10.567060	25.40%	4,776
2009	6.752667	8.426691	24.79%	4,587
2008	10.060024	6.752667	-32.88%	4,587

**Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Company Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.235148	9.559427	-6.60%	12,224
2010	8.259639	10.235148	23.92%	5,211
2009	6.196883	8.259639	33.29%	270
2008	10.138724	6.196883	-38.88%	5,485

**Nationwide Variable Insurance Trust - NVIT Nationwide Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	8.323335	8.283940	-0.47%	112,051
2010	7.414251	8.323335	12.26%	120,096
2009	5.955726	7.414251	24.49%	164,078
2008	10.287662	5.955726	-42.11%	41,126

**Nationwide Variable Insurance Trust - NVIT Real Estate Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.330061	9.818768	5.24%	16,789
2010	7.248469	9.330061	28.72%	792
2009	5.601357	7.248469	29.41%	0
2008*	10.000000	5.601357	-43.99%	0

**Nationwide Variable Insurance Trust - NVIT Short Term Bond Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.662444	10.709286	0.44%	736
2010	10.499770	10.662444	1.55%	0
2009	9.886890	10.499770	6.20%	9,926
2008*	10.000000	9.886890	-1.13%	0

**Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class III - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	13.665724	11.866036	-13.17%	80,185
2010	12.960363	13.665724	5.44%	73,292
2009*	10.000000	12.960363	29.60%	98,911

**Nationwide Variable Insurance Trust - Van Kampen NVIT Comstock Value Fund: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.021940	8.717357	-3.38%	32,483
2010	7.881858	9.021940	14.46%	30,962
2009	6.197497	7.881858	27.18%	9,368
2008	9.956333	6.197497	-37.75%	5,667

**Neuberger Berman Advisers Management Trust - AMT Short Duration Bond Portfolio: I Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.050557	9.994147	-0.56%	79,294
2010	9.627888	10.050557	4.39%	60,091
2009	8.568517	9.627888	12.36%	102,756
2008	9.982505	8.568517	-14.16%	37,368

**Oppenheimer Variable Account Funds - Oppenheimer Global Securities Fund/VA: Class 4 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.508941	8.627569	-9.27%	16,555
2010	8.291336	9.508941	14.69%	16,547
2009	5.999699	8.291336	38.20%	621
2008	10.143957	5.999699	-40.85%	0

**Oppenheimer Variable Account Funds - Oppenheimer High Income Fund/VA: Class 4 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	3.040217	2.952391	-2.89%	0
2010	2.683365	3.040217	13.30%	0
2009	2.140850	2.683365	25.34%	0
2008	10.104289	2.140850	-78.81%	0

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Fund®/VA: Service Shares - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	9.107538	9.001882	-1.16%	110,527
2010	7.930525	9.107538	14.84%	118,133
2009	6.249118	7.930525	26.91%	146,208
2008	10.269365	6.249118	-39.15%	37,077

**Oppenheimer Variable Account Funds - Oppenheimer Main Street Small- & Mid-Cap Fund®/VA: Service Shares - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.364207	10.031415	-3.21%	18,963
2010	8.494514	10.364207	22.01%	4,576
2009	6.258864	8.494514	35.72%	0
2008	10.182181	6.258864	-38.53%	10,646

**PIMCO Variable Insurance Trust - Foreign Bond Portfolio (Unhedged): Advisor Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.824557	12.711072	7.50%	11,008
2010	10.903978	11.824557	8.44%	6,608
2009*	10.000000	10.903978	9.04%	9,207

**PIMCO Variable Insurance Trust - Low Duration Portfolio: Advisor Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	11.455075	11.472436	0.15%	102,863
2010	10.983688	11.455075	4.29%	76,554
2009*	10.000000	10.983688	9.84%	58,220

**PIMCO Variable Insurance Trust - Total Return Portfolio: Advisor Class - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011*	10.000000	10.034250	0.34%	13,159

**Schwab Annuity Portfolios - Schwab Money Market Portfolio™ - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.009344	9.925489	-0.84%	290,277
2010	10.090203	10.009344	-0.80%	105,841
2009	10.166417	10.090203	-0.75%	198,629
2008	10.040972	10.166417	1.25%	372,424

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Health Sciences Portfolio: II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.576405	11.575776	9.45%	25,601
2010*	10.000000	10.576405	5.76%	0

**The Universal Institutional Funds, Inc. - Core Plus Fixed Income Portfolio: Class II - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	10.227165	10.688389	4.51%	0
2010	9.652802	10.227165	5.95%	0
2009	8.900636	9.652802	8.45%	0
2008	10.025120	8.900636	-11.22%	24,359

**Wells Fargo Advantage Variable Trust - Wells Fargo Advantage VT Small Cap Growth Fund: Class 2 - Q/NQ**

Period	Beginning Value	Ending Value	Percentage Change	Units
2011	16.499695	15.607729	-5.41%	12,460
2010	13.126713	16.499695	25.70%	33,082
2009*	10.000000	13.126713	31.27%	14,238

## Appendix C: Contract Types and Tax Information

### Types of Contracts

The contracts described in this prospectus are classified according to the tax treatment to which they are subject under the Internal Revenue Code (the "Code"). Following is a general description of the various contract types. Eligibility requirements, tax benefits (if any), limitations, and other features of the contracts will differ depending on contract type.

#### Non-Qualified Contracts

A Non-Qualified Contract is a contract that does not qualify for certain tax benefits under the Code, and which is not an IRA, a Roth IRA, a SEP IRA, or a Simple IRA.

Upon the death of the owner of a Non-Qualified Contract, mandatory distribution requirements are imposed to ensure distribution of the entire balance in the contract within a required period.

Non-Qualified contracts that are owned by natural persons allow the deferral of taxation on the income earned in the contract until it is distributed or deemed to be distributed. Non-Qualified contracts that are owned by non-natural persons, such as trusts, corporations and partnerships are generally subject to current income tax on the income earned inside the contract, unless the non-natural person owns the contract as an "agent" of a natural person.

#### Charitable Remainder Trusts

Charitable Remainder Trusts are trusts that meet the requirements of Section 664 of the Code. Non-Qualified Contracts that are issued to Charitable Remainder Trusts will differ from other Non-Qualified Contracts in three respects:

- (1) Waiver of sales charge. In addition to any sales load waiver included in the contract, Charitable Remainder Trusts may also withdraw the difference between:
  - (a) the contract value on the day before the withdrawal; and
  - (b) the total amount of purchase payments made to the contract (less an adjustment for amounts surrendered).
- (2) Contract Ownership at annuitization. On the annuitization date, if the contract owner is a Charitable Remainder Trust, the Charitable Remainder Trust will continue to be the contract owner and the annuitant will NOT become the contract owner.
- (3) Recipient of death benefit proceeds. With respect to the death benefit proceeds, if the contract owner is a Charitable Remainder Trust, the death benefit is payable to the Charitable Remainder Trust. Any designation in conflict with the Charitable Remainder Trust's right to the death benefit will be void.

While these provisions are intended to facilitate a Charitable Remainder Trust's ownership of this contract, the rules governing

Charitable Remainder Trusts are numerous and complex. A Charitable Remainder Trust that is considering purchasing this contract should seek the advice of a qualified tax and/or financial adviser prior to purchasing the contract. An annuity that has a Charitable Remainder Trust endorsement is not a charitable remainder trust; the endorsement is merely to facilitate ownership of the contract by a Charitable Remainder Trust.

#### Investment Only (Qualified Plans)

Contracts that are owned by Qualified Plans are not intended to confer tax benefits on the beneficiaries of the plan; they are used as investment vehicles for the plan. The income tax consequences to the beneficiary of a Qualified Plan are controlled by the operation of the plan, not by operation of the assets in which the plan invests.

Beneficiaries of Qualified Plans should contact their employer and/or trustee of the plan to obtain and review the plan, trust, summary plan description and other documents for the tax and other consequences of being a participant in a Qualified Plan.

#### Individual Retirement Annuities (IRAs)

IRAs are contracts that satisfy the provisions of Section 408(b) of the Code, including the following requirements:

- the contract is not transferable by the owner;
- the premiums are not fixed;
- if the contract owner is younger than age 50, the annual premium cannot exceed \$5,000; if the contract owner is age 50 or older, the annual premium cannot exceed \$6,000 (although rollovers of greater amounts from Qualified Plans, Tax Sheltered Annuities and other IRAs can be received);
- certain minimum distribution requirements must be satisfied after the owner attains the age of 70½;
- the entire interest of the owner in the contract is nonforfeitable; and
- after the death of the owner, additional distribution requirements may be imposed to ensure distribution of the entire balance in the contract within the statutory period of time.

Depending on the circumstance of the owner, all or a portion of the contributions made to the account may be deducted for federal income tax purposes.

IRAs may receive rollover contributions from other Individual Retirement Accounts, other Individual Retirement Annuities, certain 457 governmental plans and qualified retirement plans (including 401(k) plans).

When the owner of an IRA attains the age of 70½, the Code requires that certain minimum distributions be made. In addition, upon the death of the owner of an IRA, mandatory distribution requirements are imposed by the Code to ensure distribution of the entire contract value within the required

statutory period. Due to recent changes in Treasury Regulations, the amount used to compute the mandatory distributions may exceed the contract value.

Failure to make the mandatory distributions can result in an additional penalty tax of 50% of the excess of the amount required to be distributed over the amount that was actually distributed.

For further details regarding IRAs, please refer to the disclosure statement provided when the IRA was established and the annuity contract's IRA endorsement.

As used herein, the term "individual retirement plans" shall refer to both individual retirement annuities and individual retirement accounts that are described in Section 408 of the Code.

### **Roth IRAs**

Roth IRA Contracts are contracts that satisfy the provisions of Section 408A of the Code, including the following requirements:

- the contract is not transferable by the owner;
- the premiums are not fixed;
- if the Contract Owner is younger than age 50, the annual premium cannot exceed \$5,000; if the contract owner is age 50 or older, the annual premium cannot exceed \$6,000 (although rollovers of greater amounts from other Roth IRAs and other individual retirement plans can be received);
- the entire interest of the owner in the contract is nonforfeitable; and
- after the death of the owner, certain distribution requirements may be imposed to ensure distribution of the entire balance in the contract within the statutory period of time.

A Roth IRA can receive a rollover from an individual retirement plan or another eligible retirement plan; however, the amount rolled over from the individual retirement plan or other eligible retirement plan to the Roth IRA is required to be included in the owner's federal gross income at the time of the rollover, and will be subject to federal income tax.

There are income limitations on eligibility to participate in a Roth IRA rollover and additional income limitations for eligibility to rollover amounts from an individual retirement plan or other eligible retirement plan to a Roth IRA.

For further details regarding Roth IRAs, please refer to the disclosure statement provided when the Roth IRA was established and the annuity contract's IRA endorsement.

### **Simplified Employee Pension IRAs (SEP IRA)**

A SEP IRA is a written plan established by an employer for the benefit of employees which permits the employer to make contributions to an IRA established for the benefit of each employee.

An employee may make deductible contributions to a SEP IRA subject to the same restrictions and limitations as an IRA. In addition, the employer may make contributions to the SEP IRA, subject to dollar and percentage limitations imposed by both the Code and the written plan.

A SEP IRA plan must satisfy:

- minimum participation rules;
- top-heavy contribution rules;
- nondiscriminatory allocation rules; and
- requirements regarding a written allocation formula.

In addition, the plan cannot restrict withdrawals of non-elective contributions, and must restrict withdrawals of elective contributions before March 15<sup>th</sup> of the following year.

When the owner of SEP IRA attains the age of 70½, the Code requires that certain minimum distributions be made. Due to recent changes in Treasury Regulations, the amount used to compute the minimum distributions may exceed the contract value. In addition, upon the death of the owner of a SEP IRA, mandatory distribution requirements are imposed by the Code to ensure distribution of the entire contract value within the required statutory period.

### **Simple IRAs**

A Simple IRA is an Individual Retirement Annuity that is funded exclusively by a qualified salary reduction arrangement and satisfies:

- vesting requirements;
- participation requirements; and
- administrative requirements.

The funds contributed to a Simple IRA cannot be commingled with funds in other individual retirement plans or SEP IRAs.

A Simple IRA cannot receive rollover distributions except from another Simple IRA.

When the owner of Simple IRA attains the age of 70½, the Code requires that certain minimum distributions be made. Due to recent changes in Treasury Regulations, the amount used to compute the minimum distributions may exceed the contract value.

In addition, upon the death of the owner of a Simple IRA, mandatory distribution requirements are imposed by the Code to ensure distribution of the entire contract value within the required statutory period.

## **Federal Tax Considerations**

### **Federal Income Taxes**

The tax consequences of purchasing a contract described in this prospectus will depend on:

- the type of contract purchased;
- the purposes for which the contract is purchased; and



- the personal circumstances of individual investors having interests in the contracts.

Existing tax rules are subject to change, and may affect individuals differently depending on their situation. Nationwide does not guarantee the tax status of any contracts or any transactions involving the contracts.

Representatives of the Internal Revenue Service have informally suggested, from time to time, that the number of underlying mutual funds available or the number of transfer opportunities available under a variable product may be relevant in determining whether the product qualifies for the desired tax treatment. In 2003, the Internal Revenue Service issued formal guidance, in Revenue Ruling 2003-91, that indicates that if the number of underlying mutual funds available in a variable insurance product does not exceed 20, the number of underlying mutual funds alone would not cause the contract to not qualify for the desired tax treatment. The Internal Revenue Service has also indicated that exceeding 20 investment options may be considered a factor, along with other factors including the number of transfer opportunities available under the contract, when determining whether the contract qualifies for the desired tax treatment. The revenue ruling did not indicate the actual number of underlying mutual funds that would cause the contract to not provide the desired tax treatment. Should the U.S. Secretary of the Treasury issue additional rules or regulations limiting the number of underlying mutual funds, transfers between underlying mutual funds, exchanges of underlying mutual funds or changes in investment objectives of underlying mutual funds such that the contract would no longer qualify for tax deferred treatment under Section 72 of the Code, Nationwide will take whatever steps are available to remain in compliance.

If the contract is purchased as an investment of certain retirement plans (such as qualified retirement plans, Individual Retirement Accounts, and custodial accounts as described in Sections 401 and 408(a), of the Code), tax advantages enjoyed by the contract owner and/or annuitant may relate to participation in the plan rather than ownership of the annuity contract. Such plans are permitted to purchase investments other than annuities and retain tax-deferred status.

The following is a brief summary of some of the federal income tax considerations related to the types of contracts sold in connection with this prospectus. In addition to the federal income tax, distributions from annuity contracts may be subject to state and local income taxes. The tax rules across all states and localities are not uniform and therefore will not be discussed in this prospectus. Tax rules that may apply to contracts issued in U.S. territories such as Puerto Rico and Guam are also not discussed. Nothing in this prospectus should be considered to be tax advice. Purchasers and prospective purchasers of the contract should consult a financial consultant, tax advisor or legal counsel to discuss the taxation and use of the contracts.

#### *IRAs, SEP IRAs and Simple IRAs*

Distributions from IRAs, SEP IRAs and Simple IRAs are generally taxed as ordinary income when received. If any of the amounts contributed to the Individual Retirement Annuity

was nondeductible for federal income tax purposes, then a portion of each distribution is excludable from income.

If distributions of income from an IRA are made prior to the date that the owner attains the age of 59½ years, the income is subject to the regular income tax, and an additional penalty tax of 10% is generally applicable. (For Simple IRAs, the 10% penalty is increased to 25% if the distribution is made during the two-year period beginning on the date that the individual first participated in the Simple IRA.) The 10% penalty tax can be avoided if the distribution is:

- made to a beneficiary on or after the death of the owner;
- attributable to the owner becoming disabled (as defined in the Code);
- part of a series of substantially equal periodic payments made not less frequently than annually made for the life (or life expectancy) of the owner, or the joint lives (or joint life expectancies) of the owner and his or her designated beneficiary;
- used for qualified higher education expenses; or
- used for expenses attributable to the purchase of a home for a qualified first-time buyer.

If the contract owner dies before the contract is completely distributed, the balance will be included in the Contract Owner's gross estate for tax purposes.

#### *Roth IRAs*

Distributions of earnings from Roth IRAs are taxable or nontaxable depending upon whether they are "qualified distributions" or "non-qualified distributions." A "qualified distribution" is one that satisfies the five-year rule and meets one of the following requirements:

- it is made on or after the date on which the contract owner attains age 59½;
- it is made to a beneficiary (or the contract owner's estate) on or after the death of the contract owner;
- it is attributable to the contract owner's disability; or
- it is used for expenses attributable to the purchase of a home for a qualified first-time buyer.

The five-year rule generally is satisfied if the distribution is not made within the five-year period beginning with the first taxable year in which a contribution is made to any Roth IRA established for the owner.

A qualified distribution is not included in gross income for federal income tax purposes.

A non-qualified distribution is not includable in gross income to the extent that the distribution, when added to all previous distributions, does not exceed the total amount of contributions made to the Roth IRA. Any non-qualified distribution in excess of total contributions is includable in the contract owner's gross income as ordinary income in the year that it is distributed to the contract owner.

Special rules apply for Roth IRAs that have proceeds received from an individual retirement plan prior to January 1, 1999, if the owner elected the special four-year income averaging provisions that were in effect for 1998.

If non-qualified distributions of income from a Roth IRA are made prior to the date that the owner attains the age of 59½ years, the income is subject to both the regular income tax and an additional penalty tax of 10%. The penalty tax can be avoided if the distribution is:

- made to a beneficiary on or after the death of the owner;
- attributable to the owner becoming disabled (as defined in the Code);
- part of a series of substantially equal periodic payments made not less frequently than annually made for the life (or life expectancy) of the owner, or the joint lives (or joint life expectancies) of the owner and his or her designated beneficiary;
- for qualified higher education expenses; or
- used for expenses attributable to the purchase of a home for a qualified first-time buyer.

If the contract owner dies before the contract is completely distributed, the balance will be included in the contract owner's gross estate for tax purposes.

#### *Non-Qualified Contracts - Natural Persons as Contract Owners*

Generally, the income earned inside a non-qualified annuity contract that is owned by a natural person is not taxable until it is distributed from the contract.

Distributions before the annuitization date are taxable to the contract owner to the extent that the cash value of the contract exceeds the contract owner's investment in the contract at the time of the distribution. In general, the investment in the contract is equal to the purchase payments made with after-tax dollars reduced by a nontaxable distribution. Distributions, for this purpose, include full and partial surrenders, any portion of the contract that is assigned or pledged, amounts borrowed from the contract, or any portion of the contract that is transferred by gift. For these purposes, a transfer by gift may occur upon annuitization if the contract owner and the annuitant are not the same individual.

With respect to annuity distributions on or after the annuitization date, a portion of each annuity payment is excludable from taxable income. The amount excludable from each annuity payment is determined by multiplying the annuity payment by a fraction which is equal to the contract owner's investment in the contract, divided by the expected return on the contract. Once the entire investment in the contract is recovered, all distributions are fully includable in income. The maximum amount excludable from income is the investment in the contract. If the annuitant dies before the entire investment in the contract has been excluded from income, and as a result of the annuitant's death no more payments are due under the contract, then the unrecovered

investment in the contract may be deducted on his or her final tax return.

Commencing after December 31, 2010, the Code provides that if only a portion of a nonqualified annuity contract is annuitized for either (a) a period of 10 years or greater, or (b) for the life or lives of one or more persons, then the portion of the contract that has been annuitized would be treated as if it were a separate annuity contract. This means that an annuitization date can be established for a portion of the annuity contract (rather than requiring the entire contract to be annuitized at once) and the above description of the taxation of annuity distributions after the annuitization date would apply to the portion of the contract that has been annuitized. The investment in the contract is required to be allocated pro rata between the portion of the contract that is annuitized and the portion that is not. All other benefits under the contract (e.g., death benefit) would also be reduced pro rata. For example, if 1/3 of the cash value of the contract were to be annuitized, the death benefit would also be reduced by 1/3.

In determining the taxable amount of a distribution that is made prior to the annuitization date, all annuity contracts issued after October 21, 1988, by the same company to the same contract owner during the same calendar year will be treated as one annuity contract.

A special rule applies to distributions from contracts that have investments that were made prior to August 14, 1982. For those contracts, distributions that are made prior to the annuitization date are treated first as the nontaxable recovery of the investment in the contract as of that date. A distribution in excess of the amount of the investment in the contract as of August 14, 1982, will be treated as taxable income.

The Code imposes a penalty tax if a distribution is made before the contract owner reaches age 59½. The amount of the penalty is 10% of the portion of any distribution that is includable in gross income. The penalty tax does not apply if the distribution is:

- the result of a contract owner's death;
- the result of a contract owner's disability (as defined in the Code);
- one of a series of substantially equal periodic payments made over the life (or life expectancy) of the contract owner or the joint lives (or joint life expectancies) of the contract owner and the beneficiary selected by the contract owner to receive payment under the annuity payment option selected by the contract owner; or
- is allocable to an investment in the contract before August 14, 1982.

If the contract owner dies before the contract is completely distributed, the balance will be included in the contract owner's gross estate for tax purposes.

## *Non-Qualified Contracts - Non-Natural Persons as Contract Owners*

The previous discussion related to the taxation of non-qualified contracts owned by individuals. Different rules (the so-called "non-natural persons" rules) apply if the contract owner is not a natural person.

Generally, contracts owned by corporations, partnerships, trusts, and similar entities are not treated as annuity contracts for most purposes of the Code. Therefore, income earned under a non-qualified contract that is owned by a non-natural person is taxed as ordinary income during the taxable year in which it is earned. Taxation is not deferred, even if the income is not distributed out of the contract. The income is taxable as ordinary income, not capital gain.

The non-natural persons rules do not apply to all entity-owned contracts. For purposes of the non-natural persons rule, a contract that is owned by a non-natural *person as an agent of an individual* is treated as owned by the individual. This would cause the contract to be treated as an annuity under the Code, allowing tax deferral. However, this exception does not apply when the non-natural person is an employer that holds the contract under a non-qualified deferred compensation arrangement for one or more employees.

The non-natural persons rules also do not apply to contracts that are:

- acquired by the estate of a decedent by reason of the death of the decedent;
- issued in connection with certain qualified retirement plans and individual retirement plans;
- purchased by an employer upon the termination of certain qualified retirement plans; or
- immediate annuities within the meaning of Section 72(u) of the Code.

If the annuitant dies before the contract is completely distributed, the balance may be included in the annuitant's gross estate for tax purposes, depending on the obligations that the non-natural owner may have owed to the annuitant.

### **Taxation of Lifetime Surrenders Under the 7% Lifetime Income Option**

While the tax treatment for surrenders for benefits such as the 7% Lifetime Income Options is not clear under federal tax law, Nationwide intends to treat surrenders under these options as taxable to the extent that the cash value of the contract exceeds the contract owner's investment at the time of the surrender. Specifically, we intend to treat the following amount of each surrender as a taxable distribution:

The greater of:

- (1)  $A - C$ ; or
- (2)  $B - C$ ,

Where

A = the contract value immediately before the surrender;

B = the guaranteed annual benefit amount immediately before the surrender; and

C = the remaining investment in the contract.

In certain circumstance, this treatment could result in the contract value being less than the investment in the contract after such a surrender. If you subsequently surrender your contract under such circumstances, you would have a loss that may be deductible. If you purchase one of these options in an IRA, surrenders in excess of the annual benefit amount may be required to satisfy the minimum distribution requirements under the Code. Please consult a qualified tax advisor.

### **Exchanges**

As a general rule, federal income tax law treats exchanges of property in the same manner as a sale of the property. However, pursuant to Section 1035 of the Code, an annuity contract may be exchanged tax-free for another annuity, provided that the obligee (the person to whom the annuity obligation is owed) is the same for both contracts. If the exchange includes the receipt of property in addition to another annuity contract, such as cash, special rules may cause a portion of the transaction to be taxable.

#### *Tax Treatment of a Partial 1035 Exchange With Subsequent Withdrawal*

In June 2011, the Internal Revenue Service issued Rev. Proc. 2011-38, which addresses the income tax consequences of the direct transfer of a portion of the cash value of an annuity contract in exchange for the issuance of a second annuity contract. Rev. Proc. 2011-38 modified and superseded prior guidance that was contained in Rev. Proc. 2008-24. A direct transfer that satisfies the revenue procedure will be treated as a tax-free exchange under Section 1035 of the Code if, for a period of at least 180 days from the date of the direct transfer, there are no distributions or surrenders from either annuity contract involved in the exchange. In addition, the 180-day period will be deemed to have been satisfied with respect to amounts received as an annuity for a period of 10 years or more, or as an annuity for the life of one or more persons. The taxation of distributions (other than distributions described in the immediately preceding sentence) received within the 180-day period will be determined using general tax principles to determine the substance of those payments. For example, they could be treated as taxable "boot" in an otherwise tax-free exchange, or as a distribution from the new contract. Rev. Proc. 2011-38 also removed numerous exceptions to the 180-day waiting period that Rev. Proc. 2008-11 provided for in its 12-month waiting period. Please discuss any tax consequences concerning any contemplated or completed transactions with a professional tax advisor. See also, *Non-Qualified Contracts - Natural Persons as Contract Owners*, above.

### **Additional Medicare Tax**

The 2010 Health Care Act added Section 1411 to the Code, which imposes an additional tax of 3.8% on certain unearned income of individuals, trusts, and estates, for tax years commencing after December 31, 2012. The additional tax will apply to the lesser of: (a) the taxpayer's net investment

income; and (b) the excess of the taxpayer's modified adjusted gross income over a threshold amount (the threshold amount is \$250,000 in the case of a joint return or surviving spouse; \$125,000 in the case of a married individual filing a separate return; and \$200,000 in any other case). "Net investment income" is equal to the sum of: (i) gross income from interest, dividends, annuities, royalties, and rents (other than income derived from any trade or business to which the tax does not apply); (ii) other gross income derived from any business to which the tax applies; and (iii) net gain (to the extent taken into account in computing taxable income) attributable to the disposition of property other than property held in a trade or business to which the tax does not apply; less (iv) deductions properly allocable to such income. Although no official guidance has been provided, it appears that any amounts that are treatable as taxable distributions when they are paid from an annuity contract would be included in the computation of net investment income.

### **Same-Sex Marriages, Domestic Partnership and Other Similar Relationships**

Pursuant to Section 3 of the federal Defense of Marriage Act ("DOMA"), same-sex marriages currently are not recognized for purposes of federal law. Therefore, the favorable income-deferral options afforded by federal tax law to an opposite-sex spouse under Code Sections 72(s) and 401(a)(9) are currently NOT available to a same-sex spouse. Same-sex spouses who own or are considering the purchase of annuity products that provide benefits based upon status as a spouse should consult a tax advisor. To the extent that an annuity contract or certificate accords to spouses other rights or benefits that are not affected by DOMA, same-sex spouses remain entitled to such rights or benefits to the same extent as any annuity holder's spouse.

### **Withholding**

Pre-death distributions from the contracts are subject to federal income tax. Nationwide is required to withhold the tax from the distributions unless the contract owner requests otherwise. Under some circumstances, the Code will not permit contract owners to waive withholding. Such circumstances include:

- if the payee does not provide Nationwide with a taxpayer identification number; or
- if Nationwide receives notice from the Internal Revenue Service that the taxpayer identification number furnished by the payee is incorrect.

If a contract owner is prohibited from waiving withholding, as described above, the distribution will be subject to mandatory back-up withholding. The mandatory back-up withholding rate is established by Section 3406 of the Code and is applied against the amount of income that is distributed.

### **Non-Resident Aliens**

Generally, a pre-death distribution from a contract to a non-resident alien is subject to federal income tax at a rate of 30% of the amount of income that is distributed.

Nationwide is required to withhold this amount and send it to the Internal Revenue Service. Some distributions to non-resident aliens may be subject to a lower (or no) tax if a treaty applies. In order to obtain the benefits of such a treaty, the non-resident alien must:

- (1) provide Nationwide with a properly completed withholding certificate claiming the treaty benefit of a lower tax rate or exemption from tax; and
- (2) provide Nationwide with an individual taxpayer identification number.

If the non-resident alien does not meet the above conditions, Nationwide will withhold 30% of income from the distribution.

Another exemption from the 30% withholding rate is for the non-resident alien to provide Nationwide with sufficient evidence that:

- (1) the distribution is connected to the non-resident alien's conduct of business in the United States;
- (2) the distribution is includable in the non-resident alien's gross income for United States federal income tax purposes; and
- (3) provide Nationwide with a properly completed withholding certificate claiming the exemption.

Note that for the preceding exemption, the distributions would be subject to the same withholding rules that are applicable to payments to United States persons, including back-up withholding, which is currently at a rate of 28%, if a correct taxpayer identification number is not provided.

This prospectus does not address any tax matters that may arise by reason of application of the laws of a non-resident alien's country of citizenship and/or country of residence. Purchasers and prospective purchasers should consult a financial consultant, tax advisor or legal counsel to discuss the applicability of laws of those jurisdictions to the purchase or ownership of a contract.

### **Federal Estate, Gift and Generation Skipping Transfer Taxes**

The following transfers may be considered a gift for federal gift tax purposes:

- a transfer of the contract from one contract owner to another; or
- a distribution to someone other than a contract owner.

Upon the contract owner's death, the value of the contract may be subject to estate taxes, even if all or a portion of the value is also subject to federal income taxes.

Section 2612 of the Code may require Nationwide to determine whether a death benefit or other distribution is a "direct skip" and the amount of the resulting generation skipping transfer tax, if any. A direct skip is when property is transferred to, or a death benefit or other distribution is made to:

- (a) an individual who is two or more generations younger than the contract owner; or
- (b) certain trusts, as described in Section 2613 of the Code (generally, trusts that have no beneficiaries who are not two or more generations younger than the contract owner).

If the contract owner is not an individual, then for this purpose only, "contract owner" refers to any person:

- who would be required to include the contract, death benefit, distribution, or other payment in his or her federal gross estate at his or her death; or
- who is required to report the transfer of the contract, death benefit, distribution, or other payment for federal gift tax purposes.

If a transfer is a direct skip, Nationwide may be required to deduct the amount of the transfer tax from the death benefit, distribution or other payment, and remit it directly to the Internal Revenue Service.

### Charge for Tax

Nationwide is not required to maintain a capital gain reserve liability on non-qualified contracts. If tax laws change requiring a reserve, Nationwide may implement and adjust a tax charge.

### Diversification

Code Section 817(h) contains rules on diversification requirements for variable annuity contracts. A variable annuity contract that does not meet these diversification requirements will not be treated as an annuity, unless:

- the failure to diversify was accidental;
- the failure is corrected; and
- a "toll charge" is paid to the Internal Revenue Service.

The amount of the "toll charge" will be the amount of tax that would have been paid by the contract owner if the income, for the period the contract was not diversified, had been received by the contract owner.

If the violation is not corrected, the contract owner will be considered the owner of the underlying securities and will be taxed on the earnings of his or her contract. Nationwide believes that the investments underlying this contract meet these diversification requirements.

### Tax Changes

The foregoing tax information is based on Nationwide's understanding of federal tax laws. It is NOT intended as tax advice. *All information is subject to change without notice.* You should consult with your personal tax and/or financial advisor for more information.

In 2001, the Economic Growth and Tax Relief Reconciliation Act (EGTRRA) was enacted. EGTRRA made numerous changes to the Code, including the following:

- generally lowering federal income tax rates;

- increasing the amounts that may be contributed to various retirement plans, such individual retirement plans, and Qualified Plans;
- increasing the portability of various retirement plans by permitting individual retirement plans, Qualified Plans and certain governmental 457 plans to "roll" money from one plan to another;
- eliminating and/or reducing the highest federal estate tax rates;
- increasing the estate tax credit; and
- for persons dying after 2009, repealing the estate tax.

In 2006, the Pension Protection Act of 2006 made permanent the EGTRRA provisions noted above that increase the amounts that may be contributed to various retirement plans and that increase the portability of various retirement plans. However, all of the other changes resulting from EGTRRA are scheduled to "sunset," or become ineffective, after December 31, 2010, unless they are extended by additional legislation. The sunset date for many of these provisions was extended to December 31, 2012, by the Tax Relief, Unemployment Insurance Reauthorization, and Job Creation Act of 2010. However, if these changes are not further extended (or modified) by new legislation, the Code will be restored to its pre-EGTRRA form after December 31, 2012. This creates uncertainty as to future tax requirements and implications. Please consult a qualified tax or financial advisor for further information relating to EGTRRA and other tax issues.

### Required Distributions

The Code requires that certain distributions be made from the contracts issued in conjunction with this prospectus. Following is an overview of the required distribution rules applicable to each type of contract. Please consult a qualified tax or financial adviser for more specific required distribution information.

### Required Distributions – General Information

In general, a beneficiary is an individual or other entity that the contract owner designates to receive death proceeds upon the contract owner's death. The distribution rules in the Code make a distinction between "beneficiary" and "designated beneficiary" when determining the life expectancy that may be used for payments that are made from IRAs, SEP IRAs, Simple IRAs, Roth IRAs and Tax Sheltered Annuities after the death of the annuitant, or that are made from non-qualified contracts after the death of the contract owner. A designated beneficiary is a *natural person* who is designated by the contract owner as the beneficiary under the contract. Non-natural beneficiaries (e.g. charities or certain trusts) are not designated beneficiaries for the purpose of required distributions and the life expectancy of such a beneficiary is zero.

Life expectancies and joint life expectancies will be determined in accordance with the relevant guidance provided by the Internal Revenue Service and the Treasury Department,

including but not limited to Treasury Regulation 1.72-9 and Treasury Regulation 1.401(a)(9)-9.

Required distributions paid upon the death of the contract owner are paid to the beneficiary or beneficiaries stipulated by the contract owner. How quickly the distributions must be made may be determined with respect to the life expectancies of the beneficiaries. For non-qualified contracts, the beneficiaries used in the determination of the distribution period are those in effect on the date of the contract owner's death. For contracts other than non-qualified contracts, the beneficiaries used in the determination of the distribution period do not have to be determined until September 30<sup>th</sup> of the year following the contract owner's death. If there is more than one beneficiary, the life expectancy of the beneficiary with the shortest life expectancy is used to determine the distribution period. Any beneficiary that is not a designated beneficiary has a life expectancy of zero.

### **Required Distributions for Non-Qualified Contracts**

Code Section 72(s) requires Nationwide to make certain distributions when a contract owner dies. The following distributions will be made in accordance with the following requirements:

- (1) if any contract owner dies on or after the annuitization date and before the entire interest in the contract has been distributed, then the remaining interest must be distributed at least as rapidly as the distribution method in effect on the contract owner's death.
- (2) if any contract owner dies before the annuitization date, then the entire interest in the contract (consisting of either the death benefit or the contract value reduced by charges set forth elsewhere in the contract) will be distributed within five years of the contract owner's death, provided however:
  - (a) any interest payable to or for the benefit of a designated beneficiary may be distributed over the life of the designated beneficiary or over a period not longer than the life expectancy of the designated beneficiary. Payments must begin within one year of the contract owner's death unless otherwise permitted by federal income tax regulations; and
  - (b) if the designated beneficiary is the surviving spouse of the deceased contract owner, the spouse can choose to become the contract owner instead of receiving a death benefit. Any distributions required under these distribution rules will be made upon that spouse's death.

In the event that the contract owner is not a natural person (e.g., a trust or corporation), for purposes of these distribution provisions:

- (a) the death of the annuitant will be treated as the death of a contract owner;
- (b) any change of annuitant will be treated as the death of a contract owner; and
- (c) in either case, the appropriate distribution will be made upon the death or change, as the case may be.

These distribution provisions do not apply to any contract exempt from Section 72(s) of the Code by reason of Section 72(s)(5) or any other law or rule.

### **Required Distributions for IRAs, SEP IRAs, Simple IRAs and Roth IRAs**

Distributions from an IRA, SEP IRA or Simple IRA must begin no later than April 1<sup>st</sup> of the calendar year following the calendar year in which the contract owner reaches age 70½. Distributions may be paid in a lump sum or in substantially equal payments over:

- (a) the life of the contract owner or the joint lives of the contract owner and the contract owner's designated beneficiary; or
- (b) a period not longer than the period determined under the table in Treasury Regulation 1.401(a)(9)-9, which is the deemed joint life expectancy of the contract owner and a person 10 years younger than the contract owner. If the designated beneficiary is the spouse of the contract owner, the period may not exceed the longer of the period determined under such table or the joint life expectancy of the contract owner and the contract owner's spouse, determined in accordance with Treasury Regulation 1.72-9, or such additional guidance as may be provided pursuant to Treasury Regulation 1.401(a)(9)-9.

For IRAs, SEP IRAs and Simple IRAs, required distributions do not have to be withdrawn from this contract if they are being withdrawn from another IRA, SEP IRA or Simple IRA of the contract owner.

If the contract owner's entire interest in an IRA, SEP IRA or Simple IRA will be distributed in equal or substantially equal payments over a period described in (a) or (b) above, the payments must begin on or before the required beginning date. The required beginning date is April 1<sup>st</sup> of the calendar year following the calendar year in which the contract owner reaches age 70½. The rules for Roth IRAs do not require distributions to begin during the contract owner's lifetime, therefore, the required beginning date is not applicable to Roth IRAs.

Due to recent changes in Treasury Regulations, the amount used to compute the minimum distribution requirement may exceed the contract value.

If the contract owner dies before the required beginning date (in the case of an IRA, SEP IRA or Simple IRA) or before the entire contract value is distributed (in the case of Roth IRAs), any remaining interest in the contract must be distributed over a period not exceeding the applicable distribution period, which is determined as follows:

- (a) if the designated beneficiary is the contract owner's spouse, the applicable distribution period is the surviving spouse's remaining life expectancy using the surviving spouse's birthday for each distribution calendar year after the calendar year of the contract owner's death. For calendar years after the death of the contract owner's surviving spouse, the applicable distribution period is the spouse's remaining life expectancy using the spouse's age

in the calendar year of the spouse's death, reduced by one for each calendar year that elapsed since the calendar year immediately following the calendar year of the spouse's death;

- (b) if the designated beneficiary is not the contract owner's surviving spouse, the applicable distribution period is the designated beneficiary's remaining life expectancy using the designated beneficiary's birthday in the calendar year immediately following the calendar year of the contract owner's death, reduced by one for each calendar year that elapsed thereafter; and
- (c) if there is no designated beneficiary, the entire balance of the contract must be distributed by December 31 of the 5<sup>th</sup> year following the contract owner's death.

If the contract owner dies on or after the required beginning date, the interest in the IRA, SEP IRA or Simple IRA must be distributed over a period not exceeding the applicable distribution period, which is determined as follows:

- (a) if the designated beneficiary is the contract owner's spouse, the applicable distribution period is the surviving spouse's remaining life expectancy using the surviving spouse's birthday for each distribution calendar year after the calendar year of the contract owner's death. For calendar years after the death of the contract owner's surviving spouse, the applicable distribution period is the greater of (a) the contract owner's remaining life expectancy using the contract owner's birthday in the calendar year of the contract owner's death, reduced by one for each year thereafter; or (b) the spouse's remaining life expectancy using the spouse's age in the calendar year of the spouse's death, reduced by one for each calendar year that elapsed since the calendar year immediately following the calendar year of the spouse's death;
- (b) if the designated beneficiary is not the contract owner's surviving spouse, the applicable distribution period is the greater of (a) the contract owner's remaining life expectancy using the contract owner's birthday in the calendar year of the contract owner's death, reduced by one for each year thereafter; or (b) the designated beneficiary's remaining life expectancy using the designated beneficiary's birthday in the calendar year immediately following the calendar year of the contract owner's death, reduced by one for each calendar year that elapsed thereafter; and
- (c) if there is no designated beneficiary, the applicable distribution period is the contract owner's remaining life expectancy using the contract owner's birthday in the calendar year of the contract owner's death, reduced by one for each year thereafter.

If distribution requirements are not met, a penalty tax of 50% is levied on the difference between the amount that should have been distributed for that year and the amount that actually was distributed for that year.

For IRAs, SEP IRAs and Simple IRAs, all or a portion of each distribution will be included in the recipient's gross income and taxed at ordinary income tax rates. The portion of a

distribution that is taxable is based on the ratio between the amount by which non-deductible purchase payments exceed prior non-taxable distributions and total account balances at the time of the distribution. The owner of an IRA, SEP IRA or Simple IRA must annually report the amount of non-deductible purchase payments, the amount of any distribution, the amount by which non-deductible purchase payments for all years exceed non taxable distributions for all years, and the total balance of all IRAs, SEP IRAs or Simple IRAs.

Distributions from Roth IRAs may be either taxable or nontaxable, depending upon whether they are "qualified distributions" or "non-qualified distributions."

### **State Taxation**

The tax rules across the various states and localities are not uniform and therefore are not discussed in this prospectus. Tax rules that may apply to contracts issued in U.S. territories such as Puerto Rico and Guam are also not discussed. Purchasers and prospective purchasers should consult a financial consultant, tax advisor, or legal counsel to discuss the taxation and use of the contracts.











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