

The Best of America TruAccord Annuity<sup>SM</sup>  
Prospectus dated May 1, 2008

*A Flexible Purchase Payment Deferred Variable  
Annuity Contract Issued by Nationwide Life Insurance  
Company through its Nationwide Variable Account - 14*

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The Best of America TruAccord Annuity<sup>SM</sup>

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

BOA TruAccord Variable Annuity prospectus dated May 1, 2008

**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 X**

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 I (formerly, Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class I)**

*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.

**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  
BOA TruAccord Variable Annuity prospectus dated May 1, 2008**

**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.

<b>Total Annual Mutual Fund Operating Expenses</b>		
	<b>Minimum</b>	<b>Maximum</b>
<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)	0.27%	1.72%

## 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.

### **AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Growth and Income Portfolio: Class A**

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

### **American Century Variable Portfolios, Inc. - American Century VP Capital Appreciation Fund: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective April 25, 2014*

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Capital growth.

### **American Century Variable Portfolios, Inc. - American Century VP International Fund: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Capital growth.



**BlackRock Variable Series Funds, Inc. - BlackRock Advantage Large Cap Core V.I. Fund: Class II**

Investment Advisor: BlackRock Advisors, LLC  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The investment objective of the Fund is to seek high total investment return.

**BNY Mellon Investment Portfolios - MidCap Stock Portfolio: Initial Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2005*

Investment Advisor: BNY Mellon Investment Adviser, Inc.  
Investment Objective: The fund seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400® Index (S&P 400 Index).

**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.: Initial 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: Initial 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: Fayeze Sarofim & Co.  
Investment Objective: The fund seeks long-term capital growth consistent with the preservation of capital. Its secondary goal is current income.

**Federated Hermes Insurance Series - Federated Hermes Quality Bond Fund II: Primary Shares (formerly, Federated Insurance Series - Federated Quality Bond Fund II: Primary Shares)**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Advisor: Federated Investment Management Company  
Investment Objective: Current income.

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

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

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

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

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

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

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

*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**

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 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 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.

**Goldman Sachs Variable Insurance Trust - Goldman Sachs VIT Mid Cap Value Fund: Institutional Shares**

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

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

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

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

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

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

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

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

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

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

**Ivy Variable Insurance Portfolios - Securian Real Estate Securities: Class II**

Investment Advisor: Ivy Investment Management Company  
Sub-advisor: Securian Asset Management, Inc.  
Investment Objective: To seek to provide total return through capital appreciation and current income.

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

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term capital growth, consistent with preservation of capital and balanced by current income.

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

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

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.

**JPMorgan Insurance Trust - JPMorgan Insurance Trust Mid Cap Value Portfolio: Class 1**

Investment Advisor: J.P. Morgan Investment Management Inc.  
Investment Objective: Capital appreciation with the secondary goal of achieving current income by investing primarily in equity securities.

**Lincoln Variable Insurance Products Trust - LVIP Baron Growth Opportunities Fund: Service Class**

Investment Advisor: Lincoln Investment Advisors Corporation (LIA)  
Sub-advisor: BAMCO, Inc.  
Investment Objective: Capital appreciation.

**Lord Abbett Series Fund, Inc. - Mid Cap Stock Portfolio: Class VC**

Investment Advisor: Lord, Abbett & Co. LLC  
Investment Objective: Capital appreciation through investments, primarily in equity securities, which are believed to be undervalued in the market place.

**Morgan Stanley Variable Insurance Fund, Inc. - Emerging Markets Debt Portfolio: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Advisor: Morgan Stanley Investment Management Inc.  
Investment Objective: High total return by investing primarily in fixed income securities of government and government-related issuers and, to a lesser extent, of corporate issuers in emerging market countries.

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

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 I (formerly, Nationwide Variable Insurance Trust - NVIT Nationwide Fund: Class I)**

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 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 I**

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 Emerging Markets Fund: Class I**

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 V**

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 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 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 Jacobs Levy Large Cap Growth Fund: Class I**

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

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 I (formerly, Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class I)**

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 I**

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 Small Cap Growth Fund: Class I**

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 I**

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 I**

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 Real Estate Fund: Class I**

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 I**

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

**Neuberger Berman Advisers Management Trust - Mid Cap Growth Portfolio: Class S**

*This underlying mutual fund is only available in contracts for which good order applications were received before November 6, 2015*

Investment Advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks growth of capital.

**Neuberger Berman Advisers Management Trust - Mid-Cap Growth Portfolio: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective August 14, 2009*

Investment Advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The fund seeks growth of capital.

**PIMCO Variable Insurance Trust - All Asset Portfolio: Administrative 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 - Low Duration Portfolio: Administrative 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 - Real Return Portfolio: Administrative Class**

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

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

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

**Pioneer Variable Contracts Trust - Pioneer High Yield VCT Portfolio: Class I**

Investment Advisor: Amundi Pioneer Asset Management, Inc.  
Investment Objective: Maximize total return through a combination of income and capital appreciation.

**Royce Capital Fund - Royce Micro-Cap Portfolio: Investment Class**

Investment Advisor: Royce & Associates, LP  
Investment Objective: Long-term capital growth.  
Designation: FF

**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.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Mid-Cap Growth Portfolio: II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

Investment Advisor: T. Rowe Price Associates, Inc.  
Investment Objective: The fund seeks to provide long-term capital appreciation by investing in mid-cap stocks with potential for above-average earnings growth.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price New America Growth Portfolio**

Investment Advisor: T. Rowe Price Associates, Inc.  
Investment Objective: The fund seeks to provide long-term capital growth by investing primarily in the common stocks of growth companies.

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

NLIC Options Plus, NLIC Options Premier and M&T All American dated May 1, 2019

Marathon VUL, Future Executive VUL and Next Generation Corporate Variable Universal Life dated  
May 1, 2009

Nationwide Options Select - New York, Nationwide Options Select - NLAIC, BOA TruAccord  
Variable Annuity, NLIC Survivor Options Elite, NLIC Survivor Options Premier, NLAIC Survivor  
Options Premier and NLAIC Options Premier dated May 1, 2008

NLAIC Options VL dated May 1, 2002

NLIC Special Product, NLIC Survivor Options Plus 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.**

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 I**

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 February 14, 2020  
to the following prospectus(es):**

Key Future, The BB&T Future Annuity, BOA CVUL Future (NLIC), Next Generation Corporate Variable Universal Life, and Future Executive VUL dated May 1, 2019

BOA TruAccord Variable Annuity, BOA CVUL Future (NLAIC), Newport PCVUL and BOA CVUL (NLAIC) dated 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 hereby made to the prospectus:

At a meeting of the Board of Trustees (the "Board") of BNY Mellon Variable Investment Fund (the "Trust") the Board approved the liquidation (the "Liquidation") pursuant to which the BNY Mellon Variable Investment Fund – International Value Portfolio (the "Fund") will be liquidated. The liquidation is expected to occur on or about April 30, 2020 (the "Liquidation Date").

In anticipation of the Liquidation, the following changes apply to the contract:

- Effective on or about March 31, 2020, the Fund will no longer be available for purchase or exchanges by new investors. Shareholders of the Fund may continue to make subsequent investments until the Liquidation Date.
- Prior to the Liquidation Date and pursuant to the terms of your contract/policy, you may transfer your allocations from the Fund to any investment option available in your contract/policy.
- On or about the Liquidation Date, any remaining assets of the Fund will be transferred to the Nationwide Variable Insurance Trust – NVIT Government Money Market Fund (the "Acquiring Fund").
- After the Liquidation Date, any and all references in the prospectus to the Fund are deleted and replaced with the Acquiring Fund.



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

Sun Trust All American, Compass All American, and The BB&T Future Annuity dated May 1, 2019

BOA Choice Venue Annuity dated May 1, 2013

NLIC Options Elite, NLAIC Options Elite, and BOA TruAccord Variable Annuity dated May 1, 2008

**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:

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.

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):**

BOA TruAccord Variable Annuity dated 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 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(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 – MidCap Stock Portfolio	BNY Mellon Investment Portfolios – MidCap Stock Portfolio
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
Dreyfus Variable Investment Fund – International Value Portfolio	BNY Mellon Variable Investment Fund – International Value Portfolio

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

(3) 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

<b>CURRENT NAME</b>	<b>UPDATED NAME</b>
Oppenheimer Variable Account Funds – Oppenheimer Main Street Fund®/VA	Invesco Oppenheimer V.I. Main Street Fund

**Supplement dated May 1, 2019  
to the  
BOA TruAccord Variable Annuity prospectus dated May 1, 2008**

**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.

<b>Total Annual Mutual Fund Operating Expenses</b>		
	<b>Minimum</b>	<b>Maximum</b>
<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)	0.27%	1.57%

## 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.

### AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Growth and Income Portfolio: Class A

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

### American Century Variable Portfolios, Inc. - American Century VP Capital Appreciation Fund: Class I

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective April 25, 2014*

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Capital growth.

### American Century Variable Portfolios, Inc. - American Century VP International Fund: Class I

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Capital growth.

### BlackRock Variable Series Funds, Inc. - BlackRock Advantage Large Cap Core V.I. Fund: Class II

Investment Advisor: BlackRock Advisors, LLC  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The investment objective of the Fund is to seek high total investment return.

**Dreyfus Investment Portfolios - MidCap Stock Portfolio: Initial Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2005*

Investment Advisor: The Dreyfus Corporation  
Investment Objective: The fund seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400® Index (S&P 400 Index).

**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.: Initial 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: Initial 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.

**Dreyfus Variable Investment Fund - International Value Portfolio: Initial Shares**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Advisor: The Dreyfus Corporation  
Investment Objective: The fund seeks long-term capital growth.

**Federated Insurance Series - Federated Quality Bond Fund II: Primary Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Advisor: Federated Investment Management Company  
Investment Objective: Current income.

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

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**

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**

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**

*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**

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 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 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.

**Goldman Sachs Variable Insurance Trust - Goldman Sachs VIT Mid Cap Value Fund: Institutional Shares**

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

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

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

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

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

**Ivy Variable Insurance Portfolios - Securian Real Estate Securities: Class II**

Investment Advisor: Ivy Investment Management Company  
Sub-advisor: Advantus Capital Management, Inc.  
Investment Objective: To seek to provide total return through capital appreciation and current income.

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

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term capital growth, consistent with preservation of capital and balanced by current income.

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

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

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.

**JPMorgan Insurance Trust - JPMorgan Insurance Trust Mid Cap Value Portfolio: Class 1**

Investment Advisor: J.P. Morgan Investment Management Inc.  
Investment Objective: Capital appreciation with the secondary goal of achieving current income by investing primarily in equity securities.

**Lincoln Variable Insurance Products Trust - LVIP Baron Growth Opportunities Fund: Service Class**

Investment Advisor: Lincoln Investment Advisors Corporation (LIA)  
Sub-advisor: BAMCO, Inc.  
Investment Objective: Capital appreciation.

**Lord Abbett Series Fund, Inc. - Mid-Cap Stock Portfolio: Class VC**

Investment Advisor: Lord, Abbett & Co. LLC  
Investment Objective: Capital appreciation through investments, primarily in equity securities, which are believed to be undervalued in the market place.

**Morgan Stanley Variable Insurance Fund, Inc. - Emerging Markets Debt Portfolio: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Advisor: Morgan Stanley Investment Management Inc.  
Investment Objective: High total return by investing primarily in fixed income securities of government and government-related issuers and, to a lesser extent, of corporate issuers in emerging market countries.

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

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 - 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 - 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 - NVIT Core Bond Fund: Class I**

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 Dynamic U.S. Growth Fund: Class I**

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 I**

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 V**

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 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 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 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 I**

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 I**

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 I**

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 Small Cap Growth Fund: Class I**

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 I**

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 I**

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 I**

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 I**

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 - 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 - Mid-Cap Growth Portfolio: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective August 14, 2009*

Investment Advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The fund seeks growth of capital.

**Neuberger Berman Advisers Management Trust - Mid-Cap Growth Portfolio: Class S**

*This underlying mutual fund is only available in contracts for which good order applications were received before November 6, 2015*

Investment Advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks growth of capital.

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

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

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

**PIMCO Variable Insurance Trust - All Asset Portfolio: Administrative 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 - Low Duration Portfolio: Administrative 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 - Real Return Portfolio: Administrative Class**

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

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

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

**Pioneer Variable Contracts Trust - Pioneer High Yield VCT Portfolio: Class I**

Investment Advisor: Amundi Pioneer Asset Management, Inc.  
Investment Objective: Maximize total return through a combination of income and capital appreciation.

**Royce Capital Fund - Royce Micro-Cap Portfolio: Investment Class**

Investment Advisor: Royce & Associates, LP  
Investment Objective: Long-term capital growth.  
Designation: FF

**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.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Mid-Cap Growth Portfolio: II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

Investment Advisor: T. Rowe Price Associates, Inc.  
Investment Objective: The fund seeks to provide long-term capital appreciation by investing in mid-cap stocks with potential for above-average earnings growth.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price New America Growth Portfolio**

Investment Advisor: T. Rowe Price Associates, Inc.  
Investment Objective: The fund seeks to provide long-term capital growth by investing primarily in the common stocks of growth companies.

**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.

**Supplement dated May 1, 2018  
to the  
BOA TruAccord Variable Annuity prospectus dated May 1, 2008**

**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.

<b>Total Annual Mutual Fund Operating Expenses</b>		
	<b>Minimum</b>	<b>Maximum</b>
<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)	0.27%	1.47%

## 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.

### **AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Growth and Income Portfolio: Class A**

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

### **American Century Variable Portfolios, Inc. - American Century VP Capital Appreciation Fund: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective April 25, 2014*

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Capital growth.

### **American Century Variable Portfolios, Inc. - American Century VP International Fund: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Advisor: American Century Investment Management, Inc.  
Investment Objective: Capital growth.

### **BlackRock Variable Series Funds, Inc. - BlackRock Advantage Large Cap Core V.I. Fund: Class II**

Investment Advisor: BlackRock Advisors, LLC  
Sub-advisor: BlackRock Investment Management, LLC  
Investment Objective: The investment objective of the Fund is to seek high total investment return.

### **Dreyfus Investment Portfolios - MidCap Stock Portfolio: Initial Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2005*

Investment Advisor: The Dreyfus Corporation  
Investment Objective: The fund seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400® Index (S&P 400 Index).

**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.: Initial 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: Initial 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.

**Dreyfus Variable Investment Fund - International Value Portfolio: Initial Shares**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Advisor: The Dreyfus Corporation  
Investment Objective: The fund seeks long-term capital growth.

**Federated Insurance Series - Federated Quality Bond Fund II: Primary Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Advisor: Federated Investment Management Company  
Investment Objective: Current income.

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

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**

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**

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**

*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**

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 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 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.

**Goldman Sachs Variable Insurance Trust - Goldman Sachs VIT Mid Cap Value Fund: Institutional Shares**

Investment Advisor: Goldman Sachs Asset Management, L.P.  
Investment Objective: Long-term capital appreciation.

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

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

**Ivy Variable Insurance Portfolios - Securian Real Estate Securities: Class II (formerly, Ivy Variable Insurance Portfolios - Advantus Real Estate Securities)**

Investment Advisor: Ivy Investment Management Company  
Sub-advisor: Advantus Capital Management, Inc.  
Investment Objective: To seek to provide total return through capital appreciation and current income.

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

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

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

Investment Advisor: Janus Capital Management LLC  
Investment Objective: Long-term capital growth, consistent with preservation of capital and balanced by current income.

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

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

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.

**JPMorgan Insurance Trust - JPMorgan Insurance Trust Mid Cap Value Portfolio: Class 1**

Investment Advisor: J.P. Morgan Investment Management Inc.  
Investment Objective: Capital appreciation with the secondary goal of achieving current income by investing primarily in equity securities.



**Lincoln Variable Insurance Products Trust - LVIP Baron Growth Opportunities Fund: Service Class**

Investment Advisor: Lincoln Investment Advisors Corporation (LIA)  
Sub-advisor: BAMCO, Inc.  
Investment Objective: Capital appreciation.

**Lord Abbett Series Fund, Inc. - Mid-Cap Stock Portfolio: Class VC**

Investment Advisor: Lord, Abbett & Co. LLC  
Investment Objective: Capital appreciation through investments, primarily in equity securities, which are believed to be undervalued in the market place.

**Morgan Stanley Variable Insurance Fund, Inc. - Emerging Markets Debt Portfolio: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Advisor: Morgan Stanley Investment Management Inc.  
Investment Objective: High total return by investing primarily in fixed income securities of government and government-related issuers and, to a lesser extent, of corporate issuers in emerging market countries.

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

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 - 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 - NVIT Core Bond Fund: Class I**

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 Emerging Markets Fund: Class I**

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 V**

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 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 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 I**

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 I**

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 I**

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 I**

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 Small Cap Growth Fund: Class I**

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 I**

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 I**

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 I**

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 I**

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 - 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 - Mid-Cap Growth Portfolio: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective August 14, 2009*

Investment Advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The fund seeks growth of capital.

**Neuberger Berman Advisers Management Trust - Mid-Cap Growth Portfolio: Class S**

*This underlying mutual fund is only available in contracts for which good order applications were received before November 6, 2015*

Investment Advisor: Neuberger Berman Investment Advisers LLC  
Investment Objective: The Fund seeks growth of capital.

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

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

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

**PIMCO Variable Insurance Trust - All Asset Portfolio: Administrative 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 - Low Duration Portfolio: Administrative 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 - Real Return Portfolio: Administrative Class**

Investment Advisor: Pacific Investment Management Company LLC  
Investment Objective: The Portfolio seeks maximum real return, consistent with preservation of real capital and prudent investment management.

**PIMCO Variable Insurance Trust - Total Return Portfolio: Administrative 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.

**Pioneer Variable Contracts Trust - Pioneer High Yield VCT Portfolio: Class I**

Investment Advisor: Pioneer Investment Management, Inc.  
Investment Objective: Maximize total return through a combination of income and capital appreciation.

**Royce Capital Fund - Royce Micro-Cap Portfolio: Investment Class**

Investment Advisor: Royce & Associates, LP  
Investment Objective: Long-term capital growth.  
Designation: FF

**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.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Mid-Cap Growth Portfolio: II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

Investment Advisor: T. Rowe Price Associates, Inc.  
Investment Objective: The fund seeks to provide long-term capital appreciation by investing in mid-cap stocks with potential for above-average earnings growth.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price New America Growth Portfolio**

Investment Advisor: T. Rowe Price Associates, Inc.  
Investment Objective: The fund seeks to provide long-term capital growth by investing primarily in the common stocks of growth companies.

**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 subadviser 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 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

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

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 FFPVUL, BOA Next Generation FFPVUL, BOA ChoiceLife FFPVUL, BOA Next Generation II FFPVUL, 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 FFPVUL, BOA ChoiceLife Protection FFPVUL, 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 6, 2017**

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

Next Generation Corporate Variable Universal Life, Future Executive VUL, BOA CVUL Future (NWL), and BAE Future Corporate FPVUL dated May 1, 2017

BOA TruAccord Variable Annuity, BOA CVUL Future (NLAIC), and BOA CVUL (NLAIC) dated 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) under the contract/policy. Effective on or about June 12, 2017, the name of the investment option(s) are updated as indicated below:

CURRENT NAME	UPDATED NAME
BlackRock Variable Series Funds, Inc. – BlackRock Large Cap Core V.I. Fund: Class II	BlackRock Variable Series Funds, Inc. – BlackRock Advantage Large Cap Core V.I. Fund: Class II

**Prospectus supplement dated June 1, 2017**  
**to the following prospectus(es):**  
 BOA TruAccord Variable Annuity

**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
Ivy VIP Real Estate Securities	IVY Advantus Real Estate Securities

- (2) Effective May 1, 2017, the investment objective for the following underlying mutual funds are updated as indicated below:

**Dreyfus Investment Portfolios - MidCap Stock Portfolio: Initial Shares**

Investment Advisor: The Dreyfus Corporation  
 Investment Objective: The fund seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400® Index (S&P 400 Index).

- (3) 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 - Balanced Portfolio: Service Shares	Janus Henderson VIT Balanced Portfolio: Service Shares
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):**

BOA TruAccord Variable Annuity dated 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 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
- (5) 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
Dreyfus Investment Portfolios - Mid Cap Stock Portfolio: Initial Shares	Dreyfus Investment Portfolios - MidCap Stock Portfolio: Initial Shares
The Universal Institutional Funds, Inc. - Emerging Markets Debt Portfolio: Class I	Morgan Stanley Variable Insurance Fund, Inc. - Emerging Markets Debt Portfolio: Class I
The Universal Institutional Funds, Inc. - U.S. Real Estate Portfolio: Class I	Morgan Stanley Variable Insurance Fund, Inc. - U.S. Real Estate Portfolio: Class I
Nationwide Variable Insurance Trust - NVIT Money Market Fund: Class V	Nationwide Variable Insurance Trust - NVIT Government Money Market Fund: Class V
Ivy Funds Variable Insurance Portfolios - Growth	Ivy Variable Insurance Portfolios - Growth
Ivy Funds Variable Insurance Portfolios - Real Estate Securities	Ivy Variable Insurance Portfolios - Real Estate Securities

**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 August 3, 2016  
to the following prospectus(es):**

BOA TruAccord Variable Annuity prospectus dated May 1, 2008

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

**1) 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 fund is changed to Neuberger Berman Investment Advisers LLC:**

- Neuberger Berman Advisers Management Trust – Mid-Cap Growth Portfolio

**2) The following investment option is only available to contracts/policies for which good order applications were received prior to November 6, 2015:**

- Neuberger Berman Advisers Management Trust – Mid-Cap Growth Portfolio: S Class Shares

## Prospectus supplement dated May 1, 2016

### to the following prospectus(es):

BOA TruAccord Variable Annuity prospectus dated 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 *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: Initial Shares
- Janus Aspen Series – Overseas Portfolio: Service Shares

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 December 28, 2015**

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

BOA All American Annuity, Sun Trust All American, America's Horizon Annuity and Nationwide Destination Freedom+ prospectuses dated May 1, 2015

BOA Choice Venue Annuity and Key Choice prospectuses dated May 1, 2013

BOA TruAccord Variable Annuity, Nationwide Options Select AO and Nationwide Options Select - New York prospectuses dated May 1, 2008

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

- 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):**

BOA TruAccord Variable Annuity prospectus dated May 1, 2008

<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 June 24, 2015, the Board of Trustees of Neuberger Berman Advisers Management Trust approved a Plan of Reorganization of Neuberger Berman Advisers Management Trust - AMT Small Cap Growth Portfolio (the "Target Fund") into Neuberger Berman Advisers Management Trust - AMT Mid-Cap Growth Portfolio (the "Surviving Fund"). The merger is expected to occur on or about November 6, 2015 (the "Merging Date"). Effective on or about November 4, 2015 (the "Closing Date"), the Target Fund will no longer be available to receive transfers or new purchase/premium payments. After the Merging Date, the Target Fund will be dissolved. Any allocations made to the Target Fund will be automatically allocated to the Surviving Fund, subject to availability. As such, the following changes apply to the contract/policy:

- Effective on the Closing Date, the Surviving Fund is added as an investment option under the contract/policy, and the following disclosure is added to *Appendix A: Subaccount Information*:

**Neuberger Berman Advisers Management Trust - AMT Mid-Cap Growth Portfolio: S Class Shares**

Investment Advisor: Neuberger Berman Management LLC  
Sub-advisor: Neuberger Berman, LLC  
Investment Objective: The Fund seeks growth of capital.

- Effective on the Merging Date, any and all references in the prospectus to the Target Fund are deleted and replaced with the Surviving Fund.
- Effective on the Merging Date, any and all allocations to the Target Fund are transferred to the Surviving Fund.
- The Surviving Fund is no longer available to receive transfers or new purchase/premium payments effective November 6, 2015.

## Prospectus supplement dated May 1, 2015

### to the following prospectus(es):

BOA TruAccord Variable Annuity prospectus dated May 1, 2008

**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 prospectus offers the following underlying mutual fund(s) as investment option(s) under the contract/policy. 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 Growth and Income Portfolio: Class A	AllianceBernstein Variable Products Series Fund, Inc. - AB VPS Growth and Income Portfolio: Class A

**3) 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 (the "Target Fund") is available 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 R will transfer to the Target Fund. Following the merger, the Target Fund will remain available as an investment option in all contracts/policies.

**4) 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 September 22, 2014**

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

BOA CVUL Future and BAE CVUL Future prospectus dated May 1, 2014

BOA CVUL Future (NLAIC), BOA CVUL (NLAIC), BOA TruAccord Variable Annuity, and Newport PCVUL prospectus dated May 1, 2008

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

On August 21, 2014, the Board of Trustees of JPMorgan Insurance Trust approved the termination and liquidation of all classes of JPMorgan Insurance Trust - JPMorgan Insurance Trust Mid Cap Growth Portfolio. This underlying mutual fund is currently unavailable as an investment option to new policies. Effective December 1, 2014, this fund is no longer available to receive transfers from existing policies.

Any remaining account value allocated to this fund will be transferred to the available class of the Nationwide Variable Insurance Trust - NVIT Money Market Fund on or about December 12, 2014.

## Prospectus supplement dated May 1, 2014

### to the following prospectus(es):

BOA TruAccord Variable Annuity prospectus dated May 1, 2008

**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 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 - Templeton Foreign Securities Fund: Class 2	Franklin Templeton Variable Insurance Products Trust - Templeton Foreign VIP Fund: Class 2
Lord Abbett Series Fund - Mid Cap Stock Portfolio: Class VC	Lord Abbett Series Fund, Inc. - Mid Cap Stock Portfolio: Class VC
Nationwide Variable Insurance Trust - NVIT International Equity Fund: Class VI	Nationwide Variable Insurance Trust - NVIT International Equity 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 3 Shares of the Oppenheimer Variable Account Funds - Oppenheimer Global Fund/VA merged into Oppenheimer Variable Account Funds - Oppenheimer Global Fund/VA: Non-Service Shares.

Effective April 25, 2014, American Century Variable Portfolios, Inc. - American Century VP Vista(SM) Fund: Class I merged with American Century Variable Portfolios, Inc. - American Century VP Capital Appreciation Fund: Class I. Following the transfer, American Century Variable Portfolios, Inc. - American Century VP Vista(SM) Fund: Class I will no longer be available as an investment option under 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):**

BOA TruAccord Variable Annuity prospectus dated 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 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 III	NVIT - NVIT Emerging Markets Fund: Class I*
NVIT - NVIT Multi-Manager International Growth Fund: Class III	NVIT - NVIT Multi-Manager International Growth Fund: Class I*
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).

The Board of Directors of American Century Variable Portfolios, Inc. approved an agreement and plan of reorganization whereby the net assets of American Century VP Vista(SM) Fund: Class I will be transferred to American Century VP Capital Appreciation Fund: Class I in exchange for share of the American Century VP Capital Appreciation Fund: Class I. The reorganization is expected to occur after the close of business on April 25, 2014.

To implement this reorganization, after the close of business on April 25, 2014, all assets allocated to the American Century VP Vista(SM) Fund: Class I Sub-Account will be redeemed and the proceeds will be applied to the American Century VP Capital Appreciation Fund: Class I Sub-Account. As of April 26, 2014, the American Century VP Vista(SM) Fund: Class I Sub-Account will no longer exist and all references in your prospectus to the American Century VP Vista(SM) Fund: Class I will be replaced with American Century VP Capital Appreciation Fund: Class I. The American Century VP Capital Appreciation Fund: Class I will be an available investment option for all Contracts for which good order applications were received before April 26, 2014 (subject to any limitations described elsewhere in the prospectus).



**Prospectus supplement dated October 1, 2013  
to the following prospectus(es):**

Successor, Nationwide Enterprise The Best of America Annuity, Evergreen Ultra Advantage Plus,  
and BOA TruAccord Variable Annuity prospectus dated May 1, 2008

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

Retirement Ally A and Retirement Ally B prospectus dated May 1, 2003

BOA InvestCare prospectus dated May 1, 2002

American Capital Annuity (NY), Smith Barney Annuity (NY), and  
Citibank Annuity prospectus dated May 1, 2000

<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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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) sentences 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

**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 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 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

**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 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):**

BOA TruAccord Variable Annuity prospectus dated May 1, 2008

**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 I Shares  
Oppenheimer Variable Account Funds - Oppenheimer Global  
Securities Fund/VA: Class 3  
Oppenheimer Variable Account Funds - Oppenheimer Global  
Securities Fund/VA: Non-Service Shares

**UPDATED NAME**

Invesco - Invesco V.I. Mid Cap Growth Fund: Series I Shares  
Oppenheimer Variable Account Funds – Oppenheimer  
Global Fund/VA: Class 3  
Oppenheimer Variable Account Funds – Oppenheimer  
Global Fund/VA: Non-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 - 14

Prospectus supplement dated May 1, 2012

to Prospectus dated May 1, 2008

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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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- 1. Your prospectus offers the following underlying mutual fund as an investment option under your contract. Effective May 1, 2012, this underlying mutual fund changed its name as indicated below:**

Old Name	New Name
Lord Abbett Series Fund - Mid Cap Value Portfolio - Class VC	Lord Abbett Series Fund - Mid Cap Stock Portfolio: Class VC

- 2. The "Glossary of Special Terms" is amended to include the following:**

**Service Center-** The department of Nationwide responsible for receiving service requests. For service requests submitted other than by telephone (including fax requests), the Service Center is Nationwide's mail and document processing facility. For service 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.

- 3. The following new section is added after the "Investing in the Contract" provision:**

**Contacting the Service Center**

Requests for service may 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
- 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 appropriate 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 requests will be effective as of 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 submitted incorrectly on the Valuation Date the request is received at 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. 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.

- 4. All instructions in the prospectus directing investors to page 1 of the prospectus for Nationwide contact information are changed to direct investors to the new "Contacting the Service Center" section.**

**5. The "Legal Proceedings" section of your prospectus is replaced with the following:**

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 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 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, 2012, 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.

- Nationwide Variable Account-14

Prospectus supplement dated February 14, 2012 to  
BOA TruAccord/FlagHigh prospectus dated May 1, 2011

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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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1. The Board of Trustees of Invesco voted to merge the Invesco – Invesco V.I. Capital Development Fund: Series I Shares into the Invesco – Invesco Van Kampen V.I. Mid Cap Growth Fund: Series I Shares effective on or about April 27, 2012. Subject to shareholder approval, after the close of business on or about April 27, 2012, any account value allocated to the Invesco – Invesco V.I. Capital Development Fund: Series I Shares will be transferred to the Invesco – Invesco Van Kampen V.I. Mid Cap Growth Fund: Series I Shares.

In connection with this merger, effective April 27, 2012, the Invesco – Invesco Van Kampen V.I. Mid Cap Growth Fund: Series I Shares is added to the contract as an investment option and "Appendix A: Underlying Mutual Funds" is revised to add the following:

**Invesco - Invesco Van Kampen V.I. Mid Cap Growth Fund: Series I**

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

Additionally, all references to Invesco – Invesco V.I. Capital Development Fund: Series I Shares are removed.

2. The Board of Trustees of Janus Aspen Series voted to merge the Janus Aspen Series – Global Technology Portfolio: Service II Shares into the Janus Aspen Series – Global Technology Portfolio: Service Shares effective on or about April 27, 2012. Subject to shareholder approval, after the close of business on or about April 27, 2012, any account value allocated to the Janus Aspen Series – Global Technology Portfolio: Service II Shares will be transferred to the Janus Aspen Series – Global Technology Portfolio: Service Shares.

In connection with this merger, effective April 27, 2012, the Janus Aspen Series – Global Technology Portfolio: Service Shares is added to the contract as an investment option and "Appendix A: Underlying Mutual Funds" is revised to add the following:

**Janus Aspen Series - Global Technology Portfolio: Service Shares**

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

Additionally, all references to Janus Aspen Series – Global Technology Portfolio: Service II Shares are removed.

3. The Board of Trustees of Janus Aspen Series voted to merge the Janus Aspen Series – Overseas Portfolio: Service II Shares into the Janus Aspen Series – Overseas Portfolio: Service Shares effective on or about April 27, 2012. Subject to shareholder approval, after the close of business on or about April 27, 2012, any account value allocated to the Janus Aspen Series – Overseas Portfolio: Service II Shares will be transferred to the Janus Aspen Series – Overseas Portfolio: Service Shares.

In connection with this merger, effective April 27, 2012, the Janus Aspen Series – Overseas Portfolio: Service Shares is available to all owners as an investment option, and all references to Janus Aspen Series – Overseas Portfolio: Service II Shares are removed.

Nationwide Life Insurance Company

- Nationwide Variable Account-II
- Nationwide Variable Account-4
- Nationwide Variable Account-7
- Nationwide Variable Account-9
- Nationwide Variable Account-13
- Nationwide Variable Account-14

Nationwide Life and Annuity Insurance Company

- Nationwide VA Separate Account-B

Prospectus supplement dated December 15, 2011 to  
Elite Pro LTD and Elite Pro Classic prospectus dated May 1, 2003;

BOA Exclusive Annuity prospectus dated May 1, 2004;

NEBA Annuity and BOA TruAccord Annuity prospectus dated May 1, 2008;

Schwab Custom Solutions Annuity prospectus dated May 1, 2010;

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, BOA Achiever, America's Horizon Annuity, BOA Future Venue, Nationwide Heritage Annuity, Nationwide Destination C, BOA Elite Venue, BOA Choice Venue Annuity II, Nationwide Destination L, Schwab Income Choice Annuity, Nationwide Income Architect Annuity, 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 Annuity, Compass All American, BOA Future Annuity, BB&T Future Annuity, BOA Exclusive II, BOA V, BOA Choice Venue Annuity, BOA Choice Annuity, Paine Webber Choice Annuity, America's Income Annuity, and BOA Advisor Annuity prospectus dated May 1, 2011

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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 January 9, 2012, AllianceBernstein L.P. will no longer be a sub-adviser for the Nationwide Variable Insurance Trust – NVIT Multi-Manager International Value Fund and will be replaced by Dimensional Fund Advisors LP. JPMorgan Investment Management Inc. will continue to be a sub-adviser to the Fund.

Nationwide Life Insurance Company

- Nationwide Variable Account-II
- Nationwide Variable Account-7
- Nationwide Variable Account-8
- Nationwide Variable Account-9
- Nationwide Variable Account-10
- Nationwide Variable Account-14
- Nationwide VLI Separate Account-2
- Nationwide VLI Separate Account-4
- Nationwide VLI Separate Account-7
- Nationwide Provident VL Separate Account 1

Nationwide Life and Annuity Insurance Company

- Nationwide VA Separate Account-B
- Nationwide Provident VA Separate Account A
- Nationwide VL Separate Account-G
- Nationwide Provident VL Separate Account A

Prospectus supplement dated September 12, 2011 to

NLIC Special Product, Survivor Options Plus (NLIC), and Survivor Options VL (NLAIC) prospectus dated May 1, 2000; Options Variable Life (NLAIC), BOA InvestCare, BOA Last Survivor FVPUL, and BOA SPVL prospectus dated May 1, 2002; ElitePRO Classic and Elite Pro LTD prospectus dated May 1, 2003;

America's Vision Plus Annuity, America's Vision Plus Annuity NY, and BOA Exclusive prospectus dated May 1, 2004; Market Street VIP/2 Annuity (NLAIC), Survivor Options Elite (NLIC), Survivor Options Premier (NLIC, NLAIC), Options Premier (NLAIC), BOA TruAccord Annuity, NEBA, BOA MSPVL, BOA ChoiceLife Protection FVPUL,

BOA Protection FVPUL, and Nationwide Options Select (NY) prospectus dated May 1, 2008; Marathon VUL, BOA ChoiceLife Survivorship, BOA ChoiceLife Protection Survivorship Life, BOA ChoiceLife Survivorship II, BOA Last Survivorship II, BOA Next Generation Survivorship Life, and BOA Protection Survivorship Life prospectus dated May 1, 2009;

Schwab Custom Solutions prospectus dated May 1, 2010;

Options (NLIC), Options Plus (NLIC), Options Premier (NLIC), BOA All American Annuity, Sun Trust All American Annuity, America's Future Horizon Annuity, America's Income Annuity, BOA Choice, BOA Choice Venue, BOA Exclusive II, BOA Future, BOA V, Key Choice, Key Future, NEA Valuebuilder Future, NEA Valuebuilder Select, Paine Webber Choice, America's Horizon Annuity, BOA Achiever, BOA Choice Venue II, BOA Elite Venue, BOA Future II, BOA Future Venue, BOA IV, BOA Vision, Compass All American Gold, Key All American Gold, M&T All American Gold, Destination All American Gold, Destination B, Destination C, Destination EV, Destination L, Nationwide Heritage Annuity, Schwab Income Choice, Wells Fargo Gold, Marathon Performance, YourLife Accumulation VUL (NLAIC), YourLife Protection VUL (NLAIC), YourLife Survivorship VUL (NLAIC), BOA FVPUL, BOA ChoiceLife FVPUL, BOA The Next Generation FVPUL, YourLife Accumulation VUL (NY), and YourLife Survivorship VUL (NY) prospectus dated May 1, 2011; Destination Navigator and Destination Navigator NY prospectus dated June 23, 2011

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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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1. Effective on or about September 30, 2011, Baring International Investment Limited will no longer be the subadviser for the Nationwide Variable Insurance Trust – NVIT Emerging Markets Fund. The new subadviser to that fund will be The Boston Company Asset management, LLC.
2. Effective on or about September 30, 2011, OppenheimerFunds, Inc. will no longer be the subadviser for the Nationwide Variable Insurance Trust – Oppenheimer NVIT Large Cap Growth Fund. The new subadviser for that fund will be The Boston Company Asset management, LLC. Additionally, the fund's name will change to Nationwide Variable Insurance Trust –NVIT Large Cap Growth Fund.

Nationwide Life Insurance Company

- Nationwide Variable Account –II
- Nationwide Variable Account –7
- Nationwide Variable Account –8
- Nationwide Variable Account –9
- Nationwide Variable Account –10
- Nationwide Variable Account –14
- Nationwide VLI Separate Account –2
- Nationwide VLI Separate Account –3
- Nationwide VLI Separate Account –4
- Nationwide VLI Separate Account –7

Nationwide Life and Annuity Insurance Company

- Nationwide VA Separate Account –B
- Nationwide VL Separate Account –C
- Nationwide VL Separate Account –D
- Nationwide VL Separate Account –G

Prospectus supplement dated July 12, 2011

to Prospectus dated May 1, 2011;

Prospectus dated May 1, 2002 (InvestCare, BOA Last Survivor FPVUL, BOA Multiple Pay, BOA SPVL, Multi-Flex FPVUL);

Prospectus dated May 1, 2003 (BOA ElitePRO Classic, BOA ElitePro LTD);

Prospectus dated May 1, 2004 (BOA Exclusive, BOA Vision/NY, BOA VisionPlus);

Prospectus dated May 1, 2008 (BOA CVUL Future NLAIC, Private Client CVUL, BOA Options Select NLAIC, BOA MSPVL, BOA Protection FPVUL, BOA Options Select NWL – NY); and

Prospectus dated May 1, 2009 (Nationwide Marathon VUL, BOA Last Survivor Choice/BOA Choice Survivorship, BOA Last Survivor II/BOA Choice Survivorship, BOA Next Generation Survivorship Life/BOA ChoiceLife Survivorship II, BOA Protection Survivorship Life/BOA ChoiceLife Protection Survivorship Life)

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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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1. On or about July 20, 2011, or as soon thereafter as reasonably practicable, the Nationwide Variable Account Trust ("NVIT") – NVIT Multi-Manager Small Cap Value Fund: Class I will remove Aberdeen Asset Manager, Inc. as a sub-advisor. After the change is effective, the sub-advisors for the NVIT – NVIT Multi-Manager Small Cap Value Fund: Class I will be Epoch Investment Partners, Inc. and J.P. Morgan Investment Management Inc.
2. On or about July 20, 2011, or as soon thereafter as reasonably practicable, the Nationwide Variable Account Trust ("NVIT") – NVIT Multi-Manager Small Company Fund: Class I will remove Aberdeen Asset Manager, Inc., and Waddell & Reed Investment Management Company as sub-advisors and add OppenheimerFunds Inc. will be added as a sub-advisor. After the change is effective, the sub-advisors for the NVIT – NVIT Multi-Manager Small Company Fund: Class I will be Morgan Stanley Investment Management, Neuberger Berman Management, Inc., OppenheimerFunds, Inc. and Putnam Investment Management, LLC.



Nationwide Life Insurance Company:  
• Nationwide Variable Account - 14

Prospectus supplement dated May 1, 2011  
to Prospectus dated May 1, 2008

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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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**1. Your prospectus offers the following underlying mutual funds as investment options under your contract. Effective May 1, 2011, these underlying mutual funds changed names as indicated below:**

Old Name	New Name
Nationwide Variable Insurance Trust – Gartmore NVIT International Equity Fund: Class VI	Nationwide Variable Insurance Trust – NVIT International Equity Fund: Class VI

**2. The "Legal Proceedings" section of your prospectus is replaced with the following:**

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 a 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 litigations 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. Management believes, however, that based on their 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, compensation, the allocation of compensation, revenue sharing and bidding arrangements, market-timing, anticompetitive activities, unsuitable sales or replacement practices, fee arrangements in retirement plans, and the use of side agreements and finite

reinsurance agreements. The Company is cooperating with 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.

A promotional and marketing arrangement associated with the Company's offering of a retirement plan product and related services in Alabama was investigated by the Alabama Attorney General, which assumed the investigation from the Alabama Securities Commission. On October 27, 2010, the State Attorney General announced a settlement agreement, subject to court approval, between the Company and the State of Alabama, the Alabama Department of Insurance, the Alabama Securities Commission, and the Alabama State Personnel Board. If the court approves the settlement agreement, the Company currently expects that the settlement will not have a material adverse impact on its consolidated financial position. It is not possible to predict what effect, if any, the settlement may have on the Company's retirement plan operations with respect to promotional and marketing arrangements in general in the future.

On September 10, 2009, Nationwide Retirement Solutions, Inc. (NRS) was named in a lawsuit filed in the Circuit Court for Montgomery County, Alabama entitled *Twanna Brown, Individually and on behalf of all other persons in Alabama who are similarly situated, v Nationwide Retirement Solutions, Inc., Alabama State Employees Association, PEBCO, Inc., Edwin "Mac" McArthur, Steve Walkley, Glenn Parker, Ulysses Lavender, Diana McLain, Randy Hebson, and Robert Wagstaff; and Unknown Defendants A-Z*. On February 17, 2010, Brown filed an Amended Complaint alleging in Count One, that all the defendants were involved in a civil conspiracy and seeks to recover actual damages, forfeiture of all other payments and/or salaries to be the fruit of such other payments, punitive damages and costs and attorneys fees. In Count Two, although NRS is not named, it is alleged that the remaining defendants breached their fiduciary duties and seeks actual damages, forfeiture of all other payments and/or salaries to be the fruit of such other payments, punitive damages and costs and attorneys fees. In Count Three, although NRS is not named, the plaintiff seeks declaratory relief that the individual defendants breached their fiduciary duties, seeks injunctive relief permanently removing said defendants from their respective offices in the Alabama State Employees Association (ASEA) and PEBCO and costs and attorneys fees. In Count Four, it alleges that any money Nationwide paid belonged exclusively to ASEA for the use and benefit of its membership at large and not for the personal benefit of the individual defendants. Plaintiff seeks to recover actual damages from the individual defendants, forfeiture of all other payments and/or salaries to be the fruit of such other payments, punitive damages and costs and attorneys fees. On March 10, 2011, the plaintiff filed a Notice of Dismissal. The Company continues to defend this case vigorously.

On November 20, 2007, 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 ASEA Plan, excluding members of the Deferred Compensation Committee, ASEA's directors, officers and board members, and PEBCO's directors, officers and board members. The class period is from November 20, 2001 to the date of trial. In the second amended class action complaint, the plaintiffs allege breach of fiduciary duty, wantonness and breach of contract. The second amended class action complaint seeks a disgorgement of amounts paid, compensatory damages and punitive damages, plus interest, attorneys' fees and costs and such other equitable and legal relief to which plaintiffs and class members may be entitled. On April 2, 2010, NRS and NLIC filed an answer. On June 4, 2010, the plaintiffs filed a motion for class certification. On July 8, 2010, the defendants filed their briefs in opposition to plaintiffs' motion for class certification. On October 17, 2010, Twanna Brown filed a motion to intervene in this case. On October 22, 2010, the parties to this action executed a stipulation of settlement that agrees to certify a class for settlement purposes only, that provides for payments to the settlement class, and that provides for releases, certain bar orders, and dismissal of the case, subject to the Circuit Courts' approval. After a hearing on November 5, 2010, on November 9, 2010, the Court denied Brown's motion to intervene. On November 13, 2010, the Court issued a Preliminary Approval Order and held a Settlement Fairness Hearing on January 26, 2011. On November 22, 2010, Brown filed a Notice of Appeal with the Supreme Court of Alabama, appealing the Preliminary Approval Order. On January 25, 2011, the Alabama Supreme Court dismissed the appeal. Class notices were sent out on November 24, 2010. On December 3, 2010, Brown filed a motion with the trial court to stay this case. On December 22, 2010, Brown filed with the Alabama Supreme Court, a motion to stay all further Gwin trial court proceedings until Ms. Brown's appeal of the certification

order is decided. On January 25, 2011, the Alabama Supreme Court denied Brown's motion to stay. On February 28, 2011, the Court entered its Order permitting ASE/PEBCO to assert indemnification claims for attorneys' fees and costs, but barring them from asserting any other claims for indemnification. On March 3, 2011, ASE and PEBCO filed a cross claim against NLIC and NRS seeking indemnification. On March 9, 2011, the Court severed the cross claim. NRS and NLIC continue to defend this case vigorously.

On July 11, 2007, NLIC was named in a lawsuit filed in the United States District Court for the Western District of Washington at Tacoma entitled *Jerre Daniels-Hall and David Hamblen, Individually and on Behalf of All Others Similarly Situated v. National Education Association, NEA Member Benefits Corporation, Nationwide Life Insurance Company, Security Benefit Life Insurance Company, Security Benefit Group, Inc., Security Distributors, Inc., et al.* The plaintiffs seek to represent a class of all current or former NEA members who participated in the NEA Valuebuilder 403(b) program at any time between January 1, 1991 and the present (and their heirs and/or beneficiaries). The plaintiffs allege that the defendants violated ERISA by failing to prudently and loyally manage plan assets, by failing to provide complete and accurate information, by engaging in prohibited transactions, and by breaching their fiduciary duties when they failed to prevent other fiduciaries from breaching their fiduciary duties. The complaint seeks to have the defendants restore all losses to the plan, restoration of plan assets and profits to participants, disgorgement of endorsement fees, disgorgement of service fee payments, disgorgement of excessive fees charged to plan participants, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys' fees. On May 23, 2008, the Court granted the defendants' motion to dismiss. On June 19, 2008, the plaintiffs filed a notice of appeal. On December 20, 2010, the 9th Circuit Court of Appeals affirmed the dismissal of this case and entered judgment. The plaintiffs did not file a writ of certiorari with the US Supreme Court. NLIC intends to continue 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 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 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 March 2, 2011, the Company filed its brief in the 2nd Circuit Court of Appeals. 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. Those motions have been fully briefed. NLIC continues to vigorously defend this case.

On October 22, 2010, NRS was named in a lawsuit filed in the United States 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 determines that the Plan is governed by ERISA, then

Plaintiffs seek to represent a class of "All natural persons in the United States 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 determines that the Plan is not governed by ERISA, then the Plaintiffs seek to represent a class of "All natural persons in the United States 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 alleges 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 asks 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. 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 (\$18,586,380), prejudgment interest, loss of investment income from ING due to Nationwide's assessment of the market value adjustment, and an accounting. On March 8, 2007 the Company 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 Nationwide's motion for summary judgment and dismissed the case. On March 8, 2011, the Missouri Court of Appeals reversed the granting of Nationwide's motion for summary judgment and directed the trial court to enter judgment in favor of the State and against Nationwide in the amount of \$18,586,380, 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. The Companies intend to defend this case vigorously.

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-9
- Nationwide Variable Account-14
- Nationwide VLI Separate Account-2
- Nationwide VLI Separate Account-3

Prospectus supplement dated March 14, 2011 to  
BOA Last Survivor FPVUL, BOA SPVL, and Multi-Flex FPVUL prospectus dated May 1, 2002,  
BOA TruAccord prospectus dated May 1, 2008,  
America's Horizon Annuity and Key Choice prospectus dated May 1, 2010

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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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1. Effective immediately, the Nationwide Variable Insurance Trust – Gartmore NVIT International Equity Fund has changed its name to the Nationwide Variable Insurance Trust – NVIT International Equity Fund.
2. Effective on or before March 31, 2011, Gartmore Global Partners will no longer be a sub-adviser to the Nationwide Variable Account – NVIT Multi-Manager Small Company Fund. The fund's remaining sub-advisers will be: Aberdeen Asset Management, Inc.; Morgan Stanley Investment Management; Neuberger Berman Management, Inc.; Putnam Investment Management, LLC; and Waddell & Reed Investment Management Company
3. On or about April 15, 2011, Invesco Advisers, Inc. will replace Gartmore Global Partners as the sub-adviser for the Nationwide Variable Insurance Trust – NVIT International Equity Fund (formerly, Nationwide Variable Insurance Trust – Gartmore NVIT International Equity Fund).

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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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The Securities and Exchange Commission (the “SEC”) issued a public notice of Nationwide’s application for an Order permitting the substitution of shares of sub-accounts corresponding to the underlying mutual funds in Column A (“Existing Funds”) below with shares of sub-accounts corresponding to the underlying mutual funds in Column B (“Replacement Funds”) below.

<b>Column A Existing Funds</b>	<b>Column B Replacement Funds</b>
American Century Variable Portfolios, Inc. – American Century VP Value Fund: Class I	NVIT – American Century NVIT Multi Cap Value Fund: Class I
Fidelity Variable Insurance Products Fund – VIP Contrafund Portfolio: Service Class	NVIT – Oppenheimer NVIT Large Cap Growth Fund: Class I
Oppenheimer Variable Account Funds – Oppenheimer Capital Appreciation Fund/VA: Non-Service Shares	NVIT – Oppenheimer NVIT Large Cap Growth Fund: Class I
T. Rowe Price Equity Series, Inc. – T. Rowe Price Equity Income Portfolio: Class II	NVIT – American Century NVIT Multi Cap Value Fund: Class I

Nationwide anticipates that the SEC will issue the Order in late November, 2010. The Exchange Date established for the substitution will be December 10, 2010.

**Prior to the Exchange Date.** From the current date until the Exchange Date, investors with allocations in the Existing Funds may transfer allocations to any other available investment option in accordance with the contract or policy. During this period, any transfers from an Existing Fund will not be treated as a transfer for purposes of transfer limitations and short-term trading fees that would otherwise be applicable under the terms of the contract or policy.

**On the Exchange Date.** At the close of business on the Exchange Date, any allocations that remain in the Existing Funds will be redeemed. Those redemptions will then be used to purchase accumulation units/annuity units in the corresponding Replacement Funds. All contract owners and policyholders affected by the substitution will receive a written confirmation of the transaction. The redemption/repurchase to effectuate the substitution will not be treated as a transfer for the purposes of daily transfer limitations.

**After the Exchange Date.** Effective immediately following the Exchange Date, the Existing Funds will no longer be available as investment options in the contract or policy. Additionally, from the Exchange Date through January 10, 2011, contract owners and policyholders may reallocate amounts that were substituted into the Replacement Funds to any other available investment option without the transfer being treated as a transfer for purposes of transfer limitations and short-term trading fees that would otherwise be applicable under the terms of the contract or policy.

Nationwide Life Insurance Company

- Nationwide Variable Account-5
- Nationwide Variable Account-9
- Nationwide Variable Account-14
- Multi-Flex Variable Account
- Nationwide VLI Separate Account-4
- Nationwide VLI Separate Account-7

Nationwide Life and Annuity Insurance Company

- Nationwide VA Separate Account-C
- Nationwide VL Separate Account-D
- Nationwide VL Separate Account-G

Prospectus supplement dated September 25, 2010 to

Citibank VA prospectus dated May 1, 2000; and

BOA TruAccord Variable Annuity, Nationwide Options Select NY, Nationwide Options Select NLAIC, and One Investor PCVUL prospectus dated May 1, 2008; and

Marathon VUL prospectus dated May 1, 2009; and

Key Choice, NEA Valuebuilder, The One Investor Annuity, Next Generation Corporate Variable Universal Life,

Marathon Corporate VUL, BOA Next Generation II FPVUL, Nationwide YourLife Protection VUL NY,

Nationwide YourLife Protection VUL, Nationwide YourLife Accumulation VUL NY, Nationwide YourLife Accumulation VUL,

Nationwide YourLife Survivorship VUL NY, Nationwide YourLife Survivorship VUL, and Marathon Performance VUL

prospectus dated May 1, 2010

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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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On or about October 18, 2010, or as soon thereafter as reasonably practicable, the Nationwide Variable Account Trust ("NVIT") – NVIT Nationwide Fund: Class I will add Diamond Hill Capital Management, Inc. as an additional sub-adviser. After the change is effective, the sub-advisers for NVIT – NVIT Nationwide Fund: Class I will be Aberdeen Asset Management, Inc. and Diamond Hill Capital Management, Inc.



Nationwide Life Insurance Company:

- Nationwide Variable Account
- Nationwide Variable Account – II
- Nationwide Variable Account – 6
- Nationwide Variable Account – 7
- Nationwide Variable Account – 14
- Multi-Flex Variable Account
- Nationwide VLI Separate Account – 2
- Nationwide VLI Separate Account – 4
- Nationwide VLI Separate Account – 5
- Nationwide VLI Separate Account – 6
- Nationwide VLI Separate Account – 7
- Nationwide Provident VLI Separate Account – 1

Prospectus supplement dated July 26, 2010  
to Prospectus dated May 1, 2008

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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 July 30, 2010, the following paragraph is added to the end of the "Nationwide Life Insurance Company" section of your prospectus:**

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 Life Insurance Company

- Nationwide Variable Account – 9
- Nationwide VLI Separate Account – 4
- Nationwide VLI Separate Account – 2
- Nationwide VLI Separate Account – 7
- Nationwide Variable Account – 14
- Nationwide Variable Account – 10
- Nationwide Provident VLI Separate Account 1
- Nationwide VLI Separate Account – 3

Nationwide Life and Annuity Insurance Company

- Nationwide VA Separate Account – B
- Nationwide VL Separate Account – C
- Nationwide VL Separate Account – G
- Nationwide Provident VLI Separate Account A

Prospectus supplement dated June 24, 2010

to Prospectus dated May 1, 2010

and to Prospectus dated May 1, 2009

and to Prospectus dated May 1, 2008

and to Prospectus dated May 1, 2004

and to Prospectus dated May 1, 2003

and to Prospectus dated May 1, 2002

and to Prospectus dated May 1, 2000

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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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**On or about July 30, 2010 the following underlying mutual funds have changed their subadviser as indicated below:**

<b>Underlying Mutual Fund</b>	<b>Old Subadviser</b>	<b>New Subadviser</b>
Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class I	Deutsche Investment Management America Inc.	The Boston Company Asset Management, LLC
Nationwide Variable Insurance Trust – NVIT Multi-Manager Large Cap Growth Fund: Class I	Goldman Sachs Asset Management, L.P.	Winslow Capital Management, Inc.

Nationwide Life Insurance Company:

- Nationwide Variable Account - 14

Prospectus supplement dated May 1, 2010  
to Prospectus dated May 1, 2008

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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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**1. Effective May 1, 2010, the following underlying mutual funds are available as investment options under your contract:**

- Janus Aspen Series – Global Technology Portfolio: Service II Shares
- T. Rowe Price Equity Series, Inc. – T. Rowe Price Health Sciences Portfolio: II

**2. Effective May 1, 2010, the "Appendix A" is amended to include the following:**

**Janus Aspen Series - Global Technology Portfolio: Service II Shares**

Investment Adviser: Janus Capital Management LLC

Investment Objective: Long-term growth of capital.

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

Investment Adviser: T. Rowe Price Investment Services

Investment Objective: Long-term capital appreciation

**3. Your prospectus offers the following underlying mutual funds as investment options under your contract. Effective May 1, 2010, these underlying mutual funds changed names as indicated below:**

Old Name	New Name
Calvert Variable Series, Inc. - Social Equity Portfolio	Calvert VP SRI Equity Portfolio
AIM Variable Insurance Funds - AIM V.I. Capital Development Fund: Series I Shares	Invesco - Invesco V.I. Capital Development Fund: Series I
JPMorgan Insurance Trust - JPMorgan Insurance Trust Diversified Mid Cap Growth Portfolio: Class 1	JPMorgan Insurance Trust - JPMorgan Insurance Trust Mid Cap Growth Portfolio- Class 1
Nationwide Variable Insurance Trust – Gartmore NVIT Emerging Markets Fund: Class I	Nationwide Variable Insurance Trust - NVIT Emerging Markets Fund: Class I
Nationwide Variable Insurance Trust - Gartmore NVIT Emerging Markets Fund: Class III	Nationwide Variable Insurance Trust - NVIT Emerging Markets Fund: Class III
Nationwide Variable Insurance Trust - Van Kampen NVIT Real Estate Fund: Class I	Nationwide Variable Insurance Trust - NVIT Real Estate Fund: Class I

**4. Effective May 1, 2010, the following underlying mutual funds liquidated and have merged into a new underlying mutual fund as indicated below:**

Liquidated Underlying mutual fund	Merged Underlying Mutual Fund
Nationwide Variable Insurance Trust - Gartmore NVIT Global Utilities Fund: Class I	Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class I
Nationwide Variable Insurance Trust - Gartmore NVIT Global Utilities Fund: Class III	Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class I

Nationwide Variable Insurance Trust - NVIT Global Financial Services Fund: Class I	Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class I
Nationwide Variable Insurance Trust - NVIT Global Financial Services Fund: Class III	Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Value Fund: Class I
Nationwide Variable Insurance Trust - NVIT Health Sciences Fund: Class I	Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund: Class I
Nationwide Variable Insurance Trust - NVIT Health Sciences Fund: Class III	Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund: Class I
Nationwide Variable Insurance Trust - NVIT Technology and Communications Fund: Class I	Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund: Class I
Nationwide Variable Insurance Trust - NVIT Technology and Communications Fund: Class III	Nationwide Variable Insurance Trust - NVIT Multi-Manager Large Cap Growth Fund: Class I

**5. The "Legal Proceedings" section of your prospectus is replaced with the following:**

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 a party to litigation and arbitration proceedings in the ordinary course of its business. It is often not possible to determine the ultimate outcome of the pending 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 does not believe, based on information currently known by management, that the outcomes of such pending investigations and legal proceedings are likely to have a material adverse effect on the Company's consolidated financial position. However, given the large and/or indeterminate amounts sought in certain of these matters and inherent unpredictability of litigation, it is possible that an adverse outcome in certain matters could have a material adverse effect on the Company's consolidated financial position or results of operations in a particular period.

In recent years, life insurance companies have been named as defendants in lawsuits, including class action lawsuits relating to life insurance and annuity pricing and sales practices. A number of these lawsuits have resulted in substantial jury awards or settlements against life insurers other than the Company.

The financial services industry, including mutual fund, variable annuity, retirement plan, life insurance and distribution companies, has also been the subject of increasing scrutiny on a broad range of issues by regulators, legislators and the media over the past few years. Numerous regulatory agencies, including the SEC, the Financial Industry Regulatory Authority and the New York State Attorney General, have commenced industry-wide investigations on such issues as late trading and market timing in connection with mutual funds and variable insurance contracts, and have commenced enforcement actions against some mutual fund and life insurance companies on those issues. The Company has responded to information requests and/or subpoenas from the SEC in 2003 and the New York State Attorney General in 2005 in connection with investigations regarding market timing in certain mutual funds offered in insurance products sponsored by the Company. The Company is not aware of any further action on these matters.

In addition, state and federal regulators and other governmental bodies have commenced investigations, proceedings or inquiries relating to compensation and bidding arrangements and possible anti-competitive activities between insurance producers and brokers and issuers of insurance products, and unsuitable sales and replacements by producers on behalf of the issuer. Also under investigation are compensation and revenue sharing arrangements between the issuers of variable insurance contracts and mutual funds or their affiliates, fee arrangements in retirement plans, the use of side agreements and finite reinsurance agreements, funding agreements issued to back MTN programs, recordkeeping and retention

compliance by broker-dealers, and supervision of former registered representatives. Related investigations, proceedings or inquiries may be commenced in the future. The Company and/or its affiliates have been contacted by, self reported or received subpoenas from state and federal regulatory agencies and other governmental bodies, state securities law regulators and state attorneys general for information relating to certain of these investigations, including those relating to compensation, revenue sharing and bidding arrangements, anti-competitive activities, unsuitable sales or replacement practices, fee arrangements in retirement plans, the use of side agreements and finite reinsurance agreements, and funding agreements backing the MTN program. The Company is cooperating with 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.

A promotional and marketing arrangement associated with the Company's offering of a retirement plan product and related services in Alabama is under investigation by the Alabama Attorney General, which assumed the investigation from the Alabama Securities Commission. The Company currently expects that any damages paid to settle this matter will not have a material adverse impact on its consolidated financial position. It is not possible to predict what effect, if any, the outcome of this investigation may have on the Company's retirement plan operations with respect to promotional and marketing arrangements in general in the future.

These proceedings are expected to continue in the future and could result in legal precedents and new industry-wide legislation, rules and regulations that could significantly affect the financial services industry, including mutual fund, retirement plan, life insurance and annuity companies. These proceedings also could affect the outcome of one or more of the Company's litigation matters. There can be no assurance that any litigation or regulatory actions will not have a material adverse effect on the Company's consolidated financial position or results of operations in the future.

On September 10, 2009, NRS was named in a lawsuit filed in the Circuit Court for Montgomery County, Alabama entitled *Twanna Brown, Individually and on behalf of all other persons in Alabama who are similarly situated, v. Nationwide Retirement Solutions, Inc., Alabama State Employees Association, PEBCO, Inc., Edwin "Mac" McArthur, Steve Walkley, Glenn Parker, Ulysses Lavender, Diana McLain, Randy Hebson, and Robert Wagstaff; and Unknown Defendants A-Z*. On January 22, 2010, Brown filed an Amended Complaint alleging in Count One, that all the defendants were involved in a civil conspiracy and seeks to recover actual damages, forfeiture of all other payments and/or salaries to be the fruit of such other payments, punitive damages and costs and attorneys fees. In Count Two, although NRS is not named, it is alleged that the remaining defendants breached their fiduciary duties and seeks actual damages, forfeiture of all other payments and/or salaries to be the fruit of such other payments, punitive damages and costs and attorneys fees. In Count Three, although NRS is not named, the plaintiff seeks declaratory relief that the individual defendants breached their fiduciary duties, seeks injunctive relief permanently removing said defendants from their respective offices in the Alabama State Employees Association (ASEA) and PEBCO and costs and attorneys fees. In Count Four, it alleges that any money Nationwide paid belonged exclusively to ASEA for the use and benefit of its membership at large and not for the personal benefit of the individual defendants. Plaintiff seeks to recover actual damages from the individual defendants, forfeiture of all other payments and/or salaries to be the fruit of such other payments, punitive damages and costs and attorneys fees. On February 5, 2010, the Company filed a motion to dismiss, or in the alternative, a motion to stay the amended complaint. On February 9, 2010, the individual defendants filed a motion to dismiss the amended complaint. On December 13, 2009, the plaintiff filed a motion to consolidate this case with *Nationwide Retirement Solutions, Inc. v. Alabama State Personnel Board, PEBCO, Inc. and Alabama State Employees Association*. The Company continues to defend this case vigorously.

On November 20, 2007, 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 December 2, 2008, NRS and NLIC were named in an Amended Class Action Complaint filed in the Circuit Court of Jefferson County, Alabama entitled *Ruth A. Gwin, Steven E. Coker, Sandra H. Turner, 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 ASEA Plan, excluding members of the Deferred Compensation Committee, members of the Board of Control, ASEA's directors, officers and board members, and PEBCO directors, officers and board members. The class period is from November 20, 2001 to the date of trial. In the amended class action complaint, the plaintiffs allege breach of fiduciary duty, wantonness and breach of contract. The amended class action complaint seeks a declaratory judgment,

an injunction, an appointment of an independent fiduciary to protect Plan participants, disgorgement of amounts paid, reformation of Plan documents, compensatory damages and punitive damages, plus interest, attorneys' fees and costs and such other equitable and legal relief to which plaintiffs and class members may be entitled. Also, on December 2, 2008, the plaintiffs filed a motion for preliminary injunction seeking an order requiring periodic payments made by NRS and/or NLIC to ASEA or PEBCO to be held in a trust account for the benefit of Plan participants. On December 16, 2008, the Companies filed their Answer. On April 28, 2009, the court entered an order denying the plaintiffs' motion for preliminary injunction. NRS and NLIC continue to defend this case vigorously.

On July 11, 2007, NLIC was named in a lawsuit filed in the United States District Court for the Western District of Washington at Tacoma entitled *Jerre Daniels-Hall and David Hamblen, Individually and on behalf of All Others Similarly Situated v. National Education Association, NEA Member Benefits Corporation, Nationwide Life Insurance Company, Security Benefit Life Insurance Company, Security Benefit Group, Inc., Security Distributors, Inc., et. al.* The plaintiffs seek to represent a class of all current or former National Education Association (NEA) members who participated in the NEA Valuebuilder 403(b) program at any time between January 1, 1991 and the present (and their heirs and/or beneficiaries). The plaintiffs allege that the defendants violated the Employee Retirement Income Security Act of 1974, as amended (ERISA) by failing to prudently and loyally manage plan assets, by failing to provide complete and accurate information, by engaging in prohibited transactions, and by breaching their fiduciary duties when they failed to prevent other fiduciaries from breaching their fiduciary duties. The complaint seeks to have the defendants restore all losses to the plan, restoration of plan assets and profits to participants, disgorgement of endorsement fees, disgorgement of service fee payments, disgorgement of excessive fees charged to plan participants, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys' fees. On May 23, 2008, the Court granted the defendants' motion to dismiss. On June 19, 2008, the plaintiffs filed a notice of appeal. On July 10, 2009, the Court of Appeals heard oral argument. NLIC continues to defend this lawsuit vigorously.

On November 15, 2006, NFS, NLIC and NRS were named in a lawsuit filed in the United States District Court for the Southern District of Ohio entitled *Kevin Beary, Sheriff of Orange County, Florida, In His Official Capacity, Individually and On Behalf of All Others Similarly Situated v. Nationwide Life Insurance Co., Nationwide Retirement Solutions, Inc. and Nationwide Financial Services, Inc.* The plaintiff sought to represent a class of all sponsors of 457(b) deferred compensation plans in the United States that had variable annuity contracts with the defendants at any time during the class period, or in the alternative, all sponsors of 457(b) deferred compensation plans in Florida that had variable annuity contracts with the defendants during the class period. The class period is from January 1, 1996 until the class notice is provided. The plaintiff alleged that the defendants breached their fiduciary duties by arranging for and retaining service payments from certain mutual funds. The complaint sought an accounting, a declaratory judgment, a permanent injunction and disgorgement or restitution of the service fee payments allegedly received by the defendants, including interest. On January 25, 2007, NFS, NLIC and NRS filed a motion to dismiss. On September 17, 2007, the Court granted the motion to dismiss. On October 1, 2007, the plaintiff filed a motion to vacate judgment and for leave to file an amended complaint. On September 15, 2008, the Court denied the plaintiffs' motion to vacate judgment and for leave to file an amended complaint. On February 3, 2010, the Sixth Circuit Court of Appeals affirmed the District Court's dismissal of this case. NFS, NLIC and NRS continue to defend this lawsuit 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 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 participant's 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". Also on November 6, 2009, the Court denied plaintiffs' motion to strike NFS and NLIC's counterclaim for breach of fiduciary duty against the Trustees, in the event NFS and NLIC are held to be a fiduciary at trial, and granted H. Grady Chandler's motion to

intervene. On November 23, 2009, NFS and NLIC filed a rule 23(f) petition asking the Second Circuit Court of Appeals to hear an appeal of the District Court's order granting class certification. On December 2, 2009, NFS and NLIC filed an answer to the 6th Amended Complaint. On January 29, 2010, the Companies filed a motion for class certification against the four named plaintiffs, as trustees of their respective retirement plans and against the trustees of other ERISA retirement plans who become members of the class certified in this lawsuit, for breach of fiduciary duty to the plans because the trustees approved and accepted the advantages of the allegedly unlawful "revenue sharing" payments. NFS and NLIC continue to defend this lawsuit vigorously.

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 – 8
- Nationwide Variable Account – 9
- Nationwide Variable Account – 14
- Nationwide VLI Separate Account – 2
- Nationwide VLI Separate Account – 3
- Nationwide VLI Separate Account – 4
- Nationwide VLI Separate Account – 7
- Nationwide Provident VLI Separate Account – 1

Nationwide Life and Annuity Insurance Company

- Nationwide VA Separate Account – B
- Nationwide VL Separate Account – G
- Nationwide Provident VLI Separate Account – A

Prospectus supplement dated January 28, 2010

to Prospectus dated

May 1, 2002  
(BOA SPVL);

May 1, 2003  
(BOA ElitePRO Classic and BOA ElitePRO LTD);

May 1, 2004  
(BOA Exclusive, BOA Vision/NY (Citibank) and BOA VisionPlus (Citibank));

May 1, 2008  
(BOA MSPVL, BOA MSPVL Future, BOA Options Select NLAIC, BOA Options Select NWL, BOA Protection FPVUL/BOA ChoiceLife Protection FPVUL, BOA TruAccord/FlagHigh and NEBA);

May 1, 2009;

and to Prospectus as supplemented on January 4, 2010  
(Options Plus (NLIC), Options Premier (NLIC), Options Premier (NLAIC), Survivor Options Elite (NLIC), Survivor Options Premier (NLAIC) and Survivor Options Premier (NLIC))

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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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Your prospectus offers the following underlying mutual fund or sub-account as an investment option under your contract or policy. Effective immediately, the sub-advisor changed its name as indicated below:

<b>Underlying Mutual Fund/ Sub-Account</b>	<b>Old Sub-advisor Name</b>	<b>New Sub-advisor Name</b>
Nationwide Variable Insurance Trust: NVIT Multi-Manager International Growth Fund – Class III	Invesco AIM Capital Management, Inc.	Invesco Advisers, Inc.

The other sub-advisor to this underlying mutual fund or sub-account, American Century Global Investment Management, Inc., will remain unchanged.



Nationwide Life Insurance Company:

- Nationwide Variable Account – II
- Nationwide Variable Account – 7
- Nationwide Variable Account – 9
- Nationwide Variable Account – 14
- Nationwide VLI Separate Account – 2
- Nationwide VLI Separate Account – 4
- Nationwide VLI Separate Account – 7

Nationwide Life and Annuity Insurance Company

- Nationwide VL Separate Account – C
- Nationwide VL Separate Account – D
- Nationwide VL Separate Account – G

Prospectus supplement dated October 30, 2009

to Prospectus dated May 1, 2008

(CVUL Future NLAIC, CVUL NLAIC, Fidelity Private Client, MSPVL II, Nationwide Options Select, Nationwide Options Select NY, NEBA, and Protection FVPUL)

and to Prospectus dated May 1, 2009

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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 16, 2009, the following underlying mutual fund removed American Century Investment Management, Inc. as a subadviser to the fund:

Nationwide Variable Insurance Trust – NVIT Multi-Manager Small Company Fund: Class I
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The other subadvisers, to this underlying mutual fund, listed in your prospectus will remain unchanged.

For further information, please contact Nationwide at:

Nationwide Life Insurance Company  
One Nationwide Plaza, RR1-04-F4  
Columbus, Ohio 43215  
1-800-848-6331  
TDD: 1-800-238-3035

Prospectus supplement dated July 27, 2009 to  
 Prospectus dated May 1, 2008

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

On June 15, 2009 you received a supplement notifying you of pending underlying mutual fund substitutions that impact your contract. That supplement incorrectly indicated that assets allocated to the American Century Variable Portfolios, Inc.—American Century VP Vista Fund: Class I and the Neuberger Berman Advisers Management Trust—AMT Mid-Cap Growth Portfolio: I Class would be substituted into the Nationwide Variable Insurance Trust—NVIT Multi-Manager Mid Cap Growth Fund: Class I on the Exchange Date. As of the date of this supplement, no contract owners have assets allocated to either the American Century Variable Portfolios, Inc.—American Century VP Vista Fund: Class I or the Neuberger Berman Advisers Management Trust—AMT Mid-Cap Growth Portfolio: I Class. Therefore, these two proposed substitutions are being removed from the final list of substitutions that will take place on the Exchange Date.

Effective July 27, 2009, the American Century Variable Portfolios, Inc.—American Century VP Vista Fund: Class I and the Neuberger Berman Advisers Management Trust—AMT Mid-Cap Growth Portfolio: I Class are no longer be available to receive new purchase payments or transfers.

**Please note:** the Nationwide Variable Insurance Trust—NVIT Multi-Manager Mid Cap Growth Fund: Class I is **NOT** an underlying mutual fund option that is available under your contract.

Additional information relating to that pending substitution is as follows:

On July 8, 2009, the Securities and Exchange Commission (the “SEC”) approved Nationwide’s application for an Order permitting the substitution of shares of the underlying mutual funds in Column A (“Existing Funds”) below with shares of the underlying mutual funds in Column B (“Replacement Funds”) below.

Column A Existing Funds	Column B Replacement Funds
AIM Variable Insurance Funds—AIM V.I. Basic Value Fund: Series I Shares	Nationwide Variable Insurance Trust—NVIT Multi- Manager Large Cap Value Fund: Class I
American Century Variable Portfolios, Inc.—American Century VP International Fund: Class I	Nationwide Variable Insurance Trust—NVIT Multi-Manager International Growth Fund: Class III
American Century Variable Portfolios, Inc.—American Century VP International Fund: Class III	Nationwide Variable Insurance Trust—NVIT Multi-Manager International Growth Fund: Class III
American Century Variable Portfolios, Inc.—American Century VP Ultra Fund: Class I	Nationwide Variable Insurance Trust—NVIT Multi-Manager Large Cap Growth Fund: Class I
Neuberger Berman Advisers Management Trust—AMT International Portfolio: S Class	Nationwide Variable Insurance Trust—Gartmore NVIT International Equity Fund: Class VI
The Universal Institutional Funds, Inc.—U.S. Real Estate Portfolio: Class I	Nationwide Variable Insurance Trust—Van Kampen NVIT Real Estate Fund: Class I

The Exchange Date established for the substitution will be August 14, 2009.

In addition to the two underlying mutual funds mentioned above, the following underlying mutual fund was also scheduled to be a part of this substitution, but has been removed. Any assets allocated to this underlying mutual fund will remain so allocated until the contract owner directs a transfer.

Fund No Longer Part of the Substitution
Federated Insurance Series—Federated Quality Bond Fund II: Primary Shares

**Prior to the Exchange Date.** From the current date until the Exchange Date, investors with allocations in the Existing Funds may transfer allocations to any other available underlying mutual fund, the fixed account (if available), and/or a Guaranteed Term Option (if available) in accordance with the contract. During this period, any transfers from an Existing Fund will not be treated as a transfer for purposes of transfer limitations and short-term trading fees that would otherwise be applicable under the terms of the contract.

**On the Exchange Date.** At the close of business on the Exchange Date, any allocations that remain in the Existing Funds will be redeemed. Such redemptions will then be used to purchase accumulation units/annuity units in the corresponding Replacement Funds. All contract owners affected by the substitution will receive a written confirmation of the transaction. The redemption/repurchase to effectuate the substitution will not be treated as a transfer for the purposes of daily transfer limitations.

**After the Exchange Date.** Effective immediately following the Exchange Date, the Existing Funds will no longer be available as investment options in the contract. Additionally, from the Exchange Date through September 14, 2009, contract owners may reallocate amounts that were substituted into the Replacement Funds to any other available underlying mutual fund, the fixed account (if applicable), and/or a Guaranteed Term Option (if available) without the transfer being treated as a transfer for purposes of transfer limitations and short-term trading fees that would otherwise be applicable under the terms of the contract.

For further information or forms, please contact Nationwide at:

Nationwide Life Insurance Company  
One Nationwide Plaza, RR1-04-F4  
Columbus, Ohio 43215  
1-800-848-6331  
TDD: 1-800-238-3035

Prospectus supplement dated June 15, 2009 to  
 Prospectus dated May 1, 2008

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

On or about June 11 2009, the Securities and Exchange Commission (the “SEC”) issued a public notice of Nationwide’s application for an Order permitting the substitution of shares of the underlying mutual funds in Column A (“Existing Funds”) below with shares of the underlying mutual funds in Column B (“Replacement Funds”) below. Nationwide anticipates that the SEC will issue the Order on or about July 13, 2009.

<b>Column A Existing Funds</b>	<b>Column B Replacement Funds</b>
AIM Variable Insurance Funds—AIM V.I. Basic Value Fund: Series I Shares	Nationwide Variable Insurance Trust—NVIT Multi- Manager Large Cap Value Fund: Class I
American Century Variable Portfolios, Inc.—American Century VP International Fund: Class I	Nationwide Variable Insurance Trust—NVIT Multi-Manager International Growth Fund: Class III
American Century Variable Portfolios, Inc.—American Century VP International Fund: Class III	Nationwide Variable Insurance Trust—NVIT Multi-Manager International Growth Fund: Class III
American Century Variable Portfolios, Inc.—American Century VP Ultra Fund: Class I	Nationwide Variable Insurance Trust—NVIT Multi-Manager Large Cap Growth Fund: Class I
American Century Variable Portfolios, Inc.—American Century VP Vista Fund: Class I	Nationwide Variable Insurance Trust—NVIT Multi-Manager Mid Cap Growth Fund: Class I
Federated Insurance Series—Federated Quality Bond Fund II: Primary Shares	Nationwide Variable Insurance Trust—NVIT Core Bond Fund: Class I
Neuberger Berman Advisers Management Trust—AMT International Portfolio: S Class	Nationwide Variable Insurance Trust—Gartmore NVIT International Equity Fund: Class VI
Neuberger Berman Advisers Management Trust—AMT Mid-Cap Growth Portfolio: I Class	Nationwide Variable Insurance Trust—NVIT Multi-Manager Mid Cap Growth Fund: Class I
The Universal Institutional Funds, Inc.—U.S. Real Estate Portfolio: Class I	Nationwide Variable Insurance Trust—Van Kampen NVIT Real Estate Fund: Class I

The Exchange Date established for the substitution will be August 14, 2009.

**Prior to the Exchange Date.** From the current date until the Exchange Date, investors with allocations in the Existing Funds may transfer allocations to any other available underlying mutual fund, the fixed account (if available), and/or a Guaranteed Term Option (if available) in accordance with the contract. During this period, any transfers from an Existing Fund will not be treated as a transfer for purposes of transfer limitations and short-term trading fees that would otherwise be applicable under the terms of the contract.

**On the Exchange Date.** At the close of business on the Exchange Date, any allocations that remain in the Existing Funds will be redeemed. Such redemptions will then be used to purchase accumulation units/annuity units in the corresponding Replacement Funds. All contract owners affected by the substitution will receive a written confirmation of the transaction. The redemption/repurchase to effectuate the substitution will not be treated as a transfer for the purposes of daily transfer limitations.

**After the Exchange Date.** Effective immediately following the Exchange Date, the Existing Funds will no longer be available as investment options in the contract. Additionally, from the Exchange Date through September 14, 2009, contract owners may reallocate amounts that were substituted into the Replacement Funds to any other available underlying mutual fund, the fixed account (if applicable), and/or a Guaranteed Term Option (if available) without the transfer being treated as a transfer for purposes of transfer limitations and short-term trading fees that would otherwise be applicable under the terms of the contract.

For further information or forms, please contact Nationwide at:

Nationwide Life Insurance Company  
 One Nationwide Plaza, RR1-04-F4  
 Columbus, Ohio 43215  
 1-800-848-6331  
 TDD: 1-800-238-3035

Nationwide Life Insurance Company:

- Nationwide Variable Account - 14

Prospectus supplement dated June 9, 2009

to Prospectus dated May 1, 2008

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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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**1. Effective May 1, 2009, the following underlying mutual funds are available as investment options under your contract:**

- Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class I
- Nationwide Variable Insurance Trust - Oppenheimer NVIT Large Cap Growth Fund: Class I
- Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class III
- JPMorgan Insurance Trust - JPMorgan Insurance Trust Diversified Mid Cap Value Portfolio: Class I

**2. Effective May 1, 2009, the “Appendix A” is amended to include the following:**

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: American Century Investment Management, Inc.  
Investment Objective: Seeks capital appreciation.

**Nationwide Variable Insurance Trust - Oppenheimer NVIT Large Cap Growth Fund: Class I**

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: OppenheimerFunds, Inc.  
Investment Objective: Seeks long-term capital growth.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Templeton Investment Counsel, LLC  
Investment Objective: Seeks to maximize total return, consisting of capital appreciation and/or current income.

**JPMorgan Insurance Trust – Gartmore NVIT International Equity Fund: Class III**

Investment Adviser: JPMorgan Investment Advisors Inc.  
Investment Objective: Capital appreciation with the secondary goal of achieving current income by investing primarily in equity securities.

**3. Effective May 1, 2009, the “Appendix B: Condensed Financial Information” is amended to include the following after the first paragraph:**

The Nationwide Variable Insurance Trust - American Century NVIT Multi Cap Value Fund: Class I, Nationwide Variable Insurance Trust - Oppenheimer NVIT Large Cap Growth Fund: Class I, Nationwide Variable Insurance Trust - Templeton NVIT International Value Fund: Class III, and JPMorgan Insurance Trust - JPMorgan Insurance Trust Diversified Mid Cap Value Portfolio: Class I were added to the variable account effective May 1, 2009. Therefore, no Condensed Financial Information is available.

**4. The following underlying mutual funds are only available in policies for which good order applications were received before May 1, 2009:**

- American Century Variable Portfolios, Inc. - American Century VP Value Fund: Class I
- Franklin Templeton Variable Insurance Products Trust - Templeton Foreign Securities Fund: Class 3
- Oppenheimer Variable Account Funds - Oppenheimer Capital Appreciation Fund/VA: Non Service Shares

- T. Rowe Price Equity Series, Inc. - T. Rowe Price Equity Income Portfolio: Class II

**5. Your prospectus offers the following underlying mutual funds as investment options under your policy. Effective May 1, 2009, these underlying mutual funds changed names as indicated below:**

Old Name	New Name
Janus Aspen Series - International Growth Portfolio: Service II Shares	Janus Aspen Series - Overseas Portfolio: Service II Shares
Janus Aspen Series – International Growth Portfolio: Service Shares	Janus Aspen Series - Overseas Portfolio: Service Shares
JP Morgan Insurance Trust – JPMorgan Insurance Trust Diversified Mid Cap Value Portfolio: Class 1	JP Morgan Insurance Trust – JPMorgan Insurance Trust Mid Cap Value Portfolio: Class 1

**6. The following underlying mutual fund has changed its subadviser:**

Underlying Mutual Fund	Old Subadviser	New Subadviser
Nationwide Variable Insurance Trust - NVIT Money Market Fund: Class V	Nationwide Asset Management, LLC	Federated Investment Management Company

**7. Effective May 1, 2009, the following underlying mutual fund is available as an investment option under your policy:**

- JPMorgan Insurance Trust – JPMorgan Insurance Trust Diversified Mid Cap Value Portfolio: Class 1

**8. The “Legal Proceedings” section of your prospectus is replaced with the following:**

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), which refers to Nationwide Life Insurance Company of America (NLICA), Nationwide Life and Annuity Company of America (NLACA) and subsidiaries, including the affiliated distribution network. NFS is incorporated in Delaware and maintains its principal executive offices in Columbus, Ohio.

The Company is a party to litigation and arbitration proceedings in the ordinary course of its business. It is often not possible to determine the ultimate outcome of the pending 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 does not believe, based on information currently known by management, that the outcomes of such pending investigations and legal proceedings are likely to have a material adverse effect on the Company’s consolidated financial position. However, given the large and/or indeterminate amounts sought in certain of these matters and inherent unpredictability of litigation, it is possible that an adverse outcome in certain matters could have a material adverse effect on the Company’s consolidated financial position or results of operations in a particular period.

In recent years, life insurance companies have been named as defendants in lawsuits, including class action lawsuits relating to life insurance and annuity pricing and sales practices. A number of these lawsuits have resulted in substantial jury awards or settlements against life insurers other than the Company.

The financial services industry, including mutual fund, variable annuity, retirement plan, life insurance and distribution companies, has also been the subject of increasing scrutiny by regulators, legislators and the media over the past few years. Numerous regulatory agencies, including the SEC, the Financial Industry Regulatory Authority and the New York State Attorney General, have commenced industry-wide investigations regarding late trading and market timing in connection with mutual funds and variable insurance contracts, and have commenced enforcement actions against some mutual fund and life insurance companies on those issues. The Company has been contacted by or received subpoenas from the SEC and the New York State Attorney General, who are investigating market timing in certain mutual funds offered in insurance products sponsored by the Company. The Company has cooperated with these investigations. Information requests from the New York State Attorney General and the SEC with respect to investigations into late trading and market timing were last responded to by the Company and its affiliates in December 2003 and June 2005, respectively, and no further information requests have been received with respect to these matters.

In addition, state and federal regulators and other governmental bodies have commenced investigations, proceedings or inquiries relating to compensation and bidding arrangements and possible anti-competitive activities between insurance producers and brokers and issuers of insurance products, and unsuitable sales and replacements by producers on behalf of the issuer. Also under investigation are compensation and revenue sharing arrangements between the issuers of variable insurance contracts and mutual funds or their affiliates, fee arrangements in retirement plans, the use of side agreements and finite reinsurance agreements, funding agreements issued to back medium-term note (MTN) programs, recordkeeping and retention compliance by broker/dealers, and supervision of former registered representatives. Related investigations, proceedings or inquiries may be commenced in the future. The Company and/or its affiliates have been contacted by or received subpoenas from state and federal regulatory agencies and other governmental bodies, state securities law regulators and state attorneys general for information relating to certain of these investigations, including those relating to compensation, revenue sharing and bidding arrangements, anti-competitive activities, unsuitable sales or replacement practices, fee arrangements in retirement plans, the use of side agreements and finite reinsurance agreements, and funding agreements backing the NLIC MTN program. The Company is cooperating with 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.

A promotional and marketing arrangement associated with the Company's offering of a retirement plan product and related services in Alabama is under investigation by the Alabama Securities Commission. The Company currently expects that any damages paid to settle this matter will not have a material adverse impact on its consolidated financial position. It is not possible to predict what effect, if any, the outcome of this investigation may have on the Company's retirement plan operations with respect to promotional and marketing arrangements in general in the future.

These proceedings are expected to continue in the future and could result in legal precedents and new industry-wide legislation, rules and regulations that could significantly affect the financial services industry, including mutual fund, retirement plan, life insurance and annuity companies. These proceedings also could affect the outcome of one or more of the Company's litigation matters. There can be no assurance that any such litigation or regulatory actions will not have a material adverse effect on the Company's consolidated financial position or results of operations in the future.

Nationwide Financial Services, Inc. (NFS), NMIC, Nationwide Mutual Fire Insurance Company (NMFIC), Nationwide Corporation and the directors of NFS have been named as defendants in several class actions brought by NFS shareholders. These lawsuits arose following the announcement of the joint offer by NMIC, NMFIC and Nationwide Corporation to acquire all of the outstanding shares of NFS' Class A common stock. The defendants deny any and all allegations of wrongdoing and have defended these lawsuits vigorously. On August 6, 2008, NFS and NMIC, NMFIC and Nationwide Corporation announced that they had entered into a definitive agreement for the acquisition of all of the outstanding shares of NFS' Class A common stock for \$52.25 per share by Nationwide Corporation, subject to the satisfaction of specific closing conditions. Simultaneously, the plaintiffs and defendants entered into a memorandum of understanding for the settlement of these lawsuits. The memorandum of understanding provides, among other things, for the settlement of the lawsuits and release of the defendants and, in exchange for the release and without admitting any wrongdoing, defendant NMIC shall acknowledge that the pending lawsuits were a factor, among others, that led it to offer an increased share price in the transaction. NMIC shall agree to pay plaintiffs' attorneys' fees and the costs of notifying the class members of the settlement. The memorandum of understanding is conditioned upon court approval of the proposed settlement. The court has scheduled the fairness hearing for approval of the proposed settlement for June 23, 2009. The lawsuits are pending in multiple jurisdictions and allege that the offer price was inadequate, that the process for reviewing the offer was procedurally unfair and that the defendants have breached their fiduciary duties to the holders of the NFS Class A common stock. NFS continues to defend these lawsuits 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 December 2, 2008, the plaintiffs filed an amended complaint. The plaintiffs claim to represent a class of all participants in the Alabama State Employees Association (ASEA) Plan, excluding members of the Deferred Compensation Committee, members of the Board of Control, ASEA's directors, officers and board members, and PEBCO's directors, officers and board members. The class period is from November 20, 2001, to the date of trial. In the amended class action complaint, the plaintiffs allege breach of fiduciary duty, wantonness and breach of contract. The amended class action complaint seeks a declaratory judgment, an injunction, an appointment of an independent fiduciary to protect Plan participants, disgorgement of amounts paid, reformation of Plan documents, compensatory damages and punitive damages, plus interest, attorneys' fees and costs and such other equitable and legal relief to which plaintiffs and class members may be entitled. Also, on December 2, 2008, the plaintiffs filed a motion for preliminary injunction seeking an order requiring periodic payments made by NRS and/or NLIC to ASEA or PEBCO to be held in a trust account for the benefit of Plan participants. On December 4, 2008, the Alabama State Personnel Board and the State of Alabama by, and through the State Personnel Board, filed a motion to intervene and a complaint in intervention. On December 16, 2008, the Companies filed their Answer. On February 4, 2009, the court provisionally agreed to add the State of Alabama, by and through the State Personnel Board as a party. NRS and NLIC continue to defend this case vigorously.

On July 11, 2007, NLIC was named in a lawsuit filed in the United States District Court for the Western District of Washington at Tacoma entitled *Jerre Daniels-Hall and David Hamblen, Individually and on behalf of All Others Similarly Situated v. National Education Association, NEA Member Benefits Corporation, Nationwide Life Insurance Company, Security Benefit Life Insurance Company, Security Benefit Group, Inc., Security Distributors, Inc., et. al.* The plaintiffs seek to represent a class of all current or former National Education Association (NEA) members who participated in the NEA Valuebuilder 403(b) program at any time between January 1, 1991 and the present (and their heirs and/or beneficiaries). The plaintiffs allege that the defendants violated the Employee Retirement Income Security Act of 1974, as amended (ERISA) by failing to prudently and loyally manage plan assets, by failing to provide complete and accurate information, by engaging in prohibited transactions, and by breaching their fiduciary duties when they failed to prevent other fiduciaries from breaching their fiduciary duties. The complaint seeks to have the defendants restore all losses to the plan, restoration of plan assets and profits to participants, disgorgement of endorsement fees, disgorgement of service fee payments, disgorgement of excessive fees charged to plan participants, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys' fees. On May 23, 2008, the Court granted the defendants' motion to dismiss. On June 19, 2008, the plaintiffs filed a notice of appeal. On October 17, 2008, the plaintiffs filed their opening brief. On December 19, 2008 the defendants filed their briefs. On January 26, 2009, the plaintiffs filed Appellants' Reply Brief. NLIC continues to defend this lawsuit vigorously.

On November 15, 2006, NFS, NLIC and NRS were named in a lawsuit filed in the United States District Court for the Southern District of Ohio entitled *Kevin Beary, Sheriff of Orange County, Florida, In His Official Capacity, Individually and On Behalf of All Others Similarly Situated v. Nationwide Life Insurance Co., Nationwide Retirement Solutions, Inc. and Nationwide Financial Services, Inc.* The plaintiff seeks to represent a class of all sponsors of 457(b) deferred compensation plans in the United States that had variable annuity contracts with the defendants at any time during the class period, or in the alternative, all sponsors of 457(b) deferred compensation plans in Florida that had variable annuity contracts with the defendants during the class period. The class period is from January 1, 1996 until the class notice is provided. The plaintiff alleges that the defendants breached their fiduciary duties by arranging for and retaining service payments from certain mutual funds. The complaint seeks an accounting, a declaratory judgment, a permanent injunction and disgorgement or restitution of the service fee payments allegedly received by the defendants, including interest. On January 25, 2007, NFS, NLIC and NRS filed a motion to dismiss. On September 17, 2007, the Court granted the motion to dismiss. On October 1, 2007, the plaintiff filed a motion to vacate judgment and for leave to file an amended complaint. On September 15, 2008, the Court denied the plaintiffs' motion to vacate judgment and for leave to file an amended complaint. On October 15, 2008, the plaintiffs filed a notice of appeal. NFS, NLIC and NRS continue to defend this lawsuit vigorously.

On February 11, 2005, NLIC was named in a class action lawsuit filed in Common Pleas Court, Franklin County, Ohio entitled *Michael Carr v. Nationwide Life Insurance Company*. The complaint seeks recovery for breach of contract, fraud by omission, violation of the Ohio Deceptive Trade Practices Act and unjust enrichment. The complaint also seeks unspecified compensatory damages, disgorgement of all amounts in excess of the guaranteed maximum premium and attorneys' fees. On February 2, 2006, the court granted the plaintiff's motion for class certification on the breach of



contract and unjust enrichment claims. The court certified a class consisting of all residents of the United States and the Virgin Islands who, during the class period, paid premiums on a modal basis to NLIC for term life insurance policies issued by NLIC during the class period that provide for guaranteed maximum premiums, excluding certain specified products. Excluded from the class are NLIC; any parent, subsidiary or affiliate of NLIC; all employees, officers and directors of NLIC; and any justice, judge or magistrate judge of the State of Ohio who may hear the case. The class period is from February 10, 1990 through February 2, 2006, the date the class was certified. On January 26, 2007, the plaintiff filed a motion for summary judgment. On April 30, 2007, NLIC filed a motion for summary judgment. On February 4, 2008, the Court granted the class's motion for summary judgment on the breach of contract claims arising from the term policies in 43 of 51 jurisdictions. The Court granted NLIC's motion for summary judgment on the breach of contract claims on all decreasing term policies. On November 7, 2008, the case was settled.

On April 13, 2004, NLIC was named in a class action lawsuit filed in Circuit Court, Third Judicial Circuit, Madison County, Illinois, entitled *Woodbury v. Nationwide Life Insurance Company*. NLIC removed this case to the United States District Court for the Southern District of Illinois on June 1, 2004. On December 27, 2004, the case was transferred to the United States District Court for the District of Maryland and included in the multi-district proceeding entitled *In Re Mutual Funds Investment Litigation*. In response, on May 13, 2005, the plaintiff filed the first amended complaint purporting to represent, with certain exceptions, a class of all persons who held (through their ownership of an NLIC annuity or insurance product) units of any NLIC sub-account invested in mutual funds that included foreign securities in their portfolios and that experienced market timing or stale price trading activity. The first amended complaint purports to disclaim, with respect to market timing or stale price trading in NLIC's annuities sub-accounts, any allegation based on NLIC's untrue statement, failure to disclose any material fact, or usage of any manipulative or deceptive device or contrivance in connection with any class member's purchases or sales of NLIC annuities or units in annuities sub-accounts. The plaintiff claims, in the alternative, that if NLIC is found with respect to market timing or stale price trading in its annuities sub-accounts, to have made any untrue statement, to have failed to disclose any material fact or to have used or employed any manipulative or deceptive device or contrivance, then the plaintiff purports to represent a class, with certain exceptions, of all persons who, prior to NLIC's untrue statement, omission of material fact, use or employment of any manipulative or deceptive device or contrivance, held (through their ownership of an NLIC annuity or insurance product) units of any NLIC sub-account invested in mutual funds that included foreign securities in their portfolios and that experienced market timing activity. The first amended complaint alleges common law negligence and seeks to recover damages not to exceed \$75,000 per plaintiff or class member, including all compensatory damages and costs. On June 1, 2006, the District Court granted NLIC's motion to dismiss the plaintiff's complaint. On January 30, 2009, the United States Court of Appeals for the Fourth Circuit affirmed that dismissal. NLIC continues to defend this lawsuit 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*. Currently, the plaintiffs' fifth amended complaint, filed March 21, 2006, purports to represent a class of qualified retirement plans under 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. To date, the District Court has rejected the plaintiffs' request for certification of the alleged class. On September 25, 2007, NFS' and NLIC's motion to dismiss the plaintiffs' fifth amended complaint was denied. On October 12, 2007, NFS and NLIC filed their answer to the plaintiffs' fifth amended complaint and amended counterclaims. On November 1, 2007, the plaintiffs filed a motion to dismiss NFS' and NLIC's amended counterclaims. On November 15, 2007, the plaintiffs filed a motion for class certification. On February 8, 2008, the Court denied the plaintiffs' motion to dismiss the amended counterclaim, with the exception that it was tentatively granting the plaintiffs' motion to dismiss with respect to NFS' and NLIC's claim that it could recover any "disgorgement remedy" from plan sponsors. On April 25, 2008, NFS and NLIC filed their opposition to the plaintiffs' motion for class certification. On September 29, 2008, the plaintiffs filed their reply to NFS' and NLIC's opposition to class certification. The Court has set a hearing on the class certification motion for February 27, 2009. NFS and NLIC continue to defend this lawsuit vigorously.

The general distributor is not engaged in any material litigation.

**Nationwide Life Insurance Company:**

- Nationwide Variable Account - II
- Nationwide Variable Account – 9
- Nationwide Variable Account - 10
- Nationwide Variable Account - 14
- Nationwide VLI Separate Account – 2
- Nationwide VLI Separate Account - 4
- Nationwide VLI Separate Account - 7

**Nationwide Life and Annuity Insurance Company:**

- Nationwide VL Separate Account - C
- Nationwide VL Separate Account – D

**Nationwide Life Insurance Company of America:**

- Nationwide Provident VLI Separate Account 1

**Nationwide Life and Annuity Insurance Company of America:**

- Nationwide Provident VLI Separate Account A

Prospectus supplement dated December 31, 2008 to  
Prospectus dated May 1, 2008

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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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**Your prospectus offers the following underlying mutual fund as an investment option under your contract. Effective December 31, 2008, this investment option changed its name as indicated below.**

<b>OLD NAME</b>	<b>NEW NAME</b>
Nationwide Variable Insurance Trust – Van Kampen NVIT Multi Sector Bond Fund - Class I	Nationwide Variable Insurance Trust – NVIT Multi Sector Bond Fund - Class I

**Nationwide Life Insurance Company:**

- Nationwide Variable Account - II
- Nationwide Variable Account - 4
- Nationwide Variable Account - 7
- Nationwide Variable Account - 8
- Nationwide Variable Account - 9
- Nationwide Variable Account - 10
- Nationwide Variable Account - 14
- Nationwide VLI Separate Account - 2
- Nationwide VLI Separate Account - 4
- Nationwide VLI Separate Account - 6
- Nationwide VLI Separate Account - 7

**Nationwide Life and Annuity Insurance Company:**

- Nationwide VL Separate Account - C
- Nationwide VL Separate Account - D
- Nationwide VL Separate Account – G
- Nationwide VA Separate Account – B

**Nationwide Life Insurance Company of America:**

- Nationwide Provident VLI Separate Account 1

**Nationwide Life and annuity Insurance Company of America:**

- Nationwide Provident VLI Separate Account A

Prospectus supplement dated October 1, 2008 to  
Prospectus dated May 1, 2008

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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 1, 2008, “Appendix A: Underlying Mutual Funds” is amended by adding OppenheimerFunds, Inc. as an additional Sub-adviser for the Nationwide Variable Insurance Trust - NVIT Multi-Manager Small Cap Growth Fund.

Nationwide Life Insurance Company:

- Nationwide Variable Account –II
- Nationwide Variable Account –4
- Nationwide Variable Account –6
- Nationwide Variable Account –7
- Nationwide Variable Account –9
- Nationwide Variable Account –12
- Nationwide Variable Account –13
- Nationwide Variable Account –14
- Multi-Flex Variable Account

Nationwide Life and Annuity Insurance Company

- Nationwide VA Separate Account –C
- Nationwide VA Separate Account –D

Prospectus supplement dated September 1, 2008 to

Prospectus dated May 1, 2008

Prospectus dated June 1, 2008

Prospectus dated May 9, 2008

Prospectus dated June 19, 2008

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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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**A “Tax Treatment of a Partial 1035 Exchange With Subsequent Withdrawal” subsection of the “Federal Tax Considerations” section is added immediately after the “Non-Qualified Contracts – Non-Natural Persons as Contract Owners” subsection as follows:**

In March 2008, the IRS issued Rev. Proc. 2008-24, 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. A direct transfer that satisfies the revenue procedure will be treated as a tax-free exchange under section 1035 of the Internal Revenue Code if, for a period of at least 12 months from the date of the direct transfer, there are no distributions or surrenders from either annuity contract involved in the exchange. In addition, the tax-free status of the exchange may still be preserved despite a distribution or surrender from either contract if the contract owner can show that between the date of the direct transfer and the distribution or surrender, one of the conditions described under section 72(q)(2) of the Internal Revenue Code that would exempt the distribution from the 10% early distribution penalty (such as turning age 59½, or becoming disabled; but not a series of substantially equal periodic payments or an immediate annuity) or “other similar life event” such as divorce or loss of employment occurred. Absent a showing of such an occurrence, Rev. Proc. 2008-24 concludes that the direct transfer would fail to qualify as a tax-free 1035 exchange, and the full amount transferred from the original contract would be treated as a taxable distribution, followed by the purchase of a new annuity contract. Rev. Proc. 2008-24 applies to direct transfers completed on or after June 30, 2008. Please discuss any tax consequences concerning any contemplated or completed transactions with a professional tax advisor.

Nationwide Life Insurance Company:

- Nationwide Variable Account - 14

Nationwide Life and Annuity Insurance Company:

- Nationwide VL Sep Acct – C

Prospectus supplement dated July 31, 2008 to  
Prospectus dated May 1, 2008

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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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**Your prospectus offers the following underlying mutual funds as investment options under your contract. Effective July 31, 2008, these investment options have changed names as indicated below.**

<b>OLD NAME</b>	<b>NEW NAME</b>
W&R Target Funds, Inc. – Growth Portfolio	Ivy Funds Variable Insurance Portfolios, Inc. – Growth
W&R Target Funds, Inc. – Real Estate Securities Portfolio	Ivy Funds Variable Insurance Portfolios, Inc. – Real Estate Securities

**Nationwide Life Insurance Company:**

- Nationwide Variable Account - 14

Prospectus supplement dated May 9, 2008 to  
Prospectus dated May 1, 2008

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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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Your prospectus offers the following underlying mutual fund as an investment option under your contract. Effective immediately, this underlying mutual fund will undergo a name change.

<b>CURRENT NAME</b>	<b>NEW NAME</b>
Neuberger Berman Advisers Management Trust – AMT Fasciano Portfolio: S Class	Neuberger Berman Advisers Management Trust – AMT Small Cap Growth Portfolio: S Class

**The BEST of AMERICA® TruAccord Variable Annuity®**

**NATIONWIDE LIFE INSURANCE COMPANY**

*Individual Flexible Purchase Payment Deferred Variable Annuity Contracts*

Issued by Nationwide Life Insurance Company through its Nationwide Variable Account-14

The date of this prospectus is May 1, 2008. 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 financial consultants and advisers, 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, especially other variable annuity and variable life insurance products offered by Nationwide and its affiliates. 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, 2008), which contains additional information about the contracts and the variable account, including the Condensed Financial Information for the various variable account charges applicable to the contracts, has been filed with the Securities and Exchange Commission ("SEC") and is incorporated herein by reference. (The Condensed Financial Information for the minimum and maximum variable account charges is available in Appendix B of this prospectus.) The table of contents for the Statement of Additional Information is on page 25 For general information or to obtain free copies of the Statement of Additional Information, call 1-800-848-6331 (TDD 1-800-238-3035) or write:

Nationwide Life Insurance Company  
5100 Rings Road, RR1-04-F4  
Dublin, Ohio 43017-1522

Information about this and other Nationwide products can be found at: [www.nationwide.com](http://www.nationwide.com).

Information about us and the product (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 SAI, material incorporated by reference, and other information.

**Before investing, understand that annuities and/or life insurance products are not insured by the FDIC 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. Annuities that involve investment risk 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 following is a list of the underlying mutual funds available under the contract.

**AIM Variable Insurance Funds**

- AIM V.I. Capital Development Fund: Series I Shares

**AllianceBernstein Variable Products Series Fund, Inc.**

- AllianceBernstein Growth and Income Portfolio: Class A

**American Century Variable Portfolios, Inc.**

- American Century VP Value Fund: Class I\*

**BlackRock**

- Large Cap Core V.I. Fund: Class II\*

**Dreyfus**

- Dreyfus Investment Portfolios – Small Cap Stock Index Portfolio: Service Shares
- Dreyfus Stock Index Fund, Inc.: Initial Shares
- Dreyfus Variable Investment Fund – Appreciation Portfolio: Initial Shares

**Fidelity Variable Insurance Products Fund**

- VIP Equity-Income Portfolio: Service Class\*
- VIP Growth Portfolio: Service Class
- VIP Investment Grade Bond Portfolio: Service Class\*
- VIP Mid Cap Portfolio: Service Class
- VIP Overseas Portfolio: Service Class R†

**Franklin Templeton Variable Insurance Products Trust**

- Franklin Small Cap Value Securities Fund: Class 2
- Templeton Foreign Securities Fund: Class 3†

**Goldman Sachs Variable Insurance Trust**

- Goldman Sachs VIT Mid Cap Value Fund: Institutional Shares

**Janus Aspen Series**

- Balanced Portfolio: Service Shares

**Lincoln Variable Insurance Products Trust**

- Baron Growth Opportunities Fund: Service Class

**Lord Abnett Series Fund, Inc.**

- Mid-Cap Value Portfolio: Class VC

**Nationwide Variable Insurance Trust ("NVIT")**

- Federated NVIT High Income Bond Fund: Class III\*†
- Gartmore NVIT Emerging Markets Fund: Class III†
- Gartmore NVIT International Equity Fund: Class VI
- NVIT Core Bond Fund: Class I
- NVIT Government Bond Fund: Class I (Formerly, Nationwide NVIT Government Bond Fund: Class I)
- NVIT Health Sciences Fund: Class III† (Formerly, Nationwide NVIT Global Health Sciences Fund: Class III†)
- NVIT Investor Destinations Funds: Class II (Formerly, Nationwide NVIT Investor Destinations Funds: Class II)
  - NVIT Investor Destinations Conservative Fund: Class II (Formerly, Nationwide NVIT Investor Destinations Conservative Fund: Class II)
  - NVIT Investor Destinations Moderately Conservative Fund: Class II (Formerly, Nationwide NVIT Investor Destinations Moderately Conservative Fund: Class II)
  - NVIT Investor Destinations Moderate Fund: Class II (Formerly, Nationwide NVIT Investor Destinations Moderate Fund: Class II)
  - NVIT Investor Destinations Moderately Aggressive Fund: Class II (Formerly, Nationwide NVIT Investor Destinations Moderately Aggressive Fund: Class II)
  - NVIT Investor Destinations Aggressive Fund: Class II (Formerly, Nationwide NVIT Investor Destinations Aggressive Fund: Class II)
- NVIT Mid Cap Index Fund: Class I
- NVIT Multi-Manager International Value Fund: Class VI†) (Formerly, NVIT International Value Fund: Class VI†)
- NVIT Multi-Manager International Growth Fund: Class III
- NVIT Multi-Manager Large Cap Growth Fund: Class I
- NVIT Multi-Manager Large Cap Value Fund: Class I
- NVIT Multi-Manager Small Cap Growth Fund: Class I (Formerly, Nationwide Multi-Manager NVIT Small Cap Growth Fund: Class I)
- NVIT Multi-Manager Small Cap Value Fund: Class I) (Formerly, Nationwide Multi-Manager NVIT Small Cap Value Fund: Class I)
- NVIT Multi-Manager Small Company Fund: Class I) (Formerly, Nationwide Multi-Manager NVIT Small Company Fund: Class I)
- NVIT Money Market Fund: Class V (Formerly, Nationwide NVIT Money Market Fund: Class V)
- NVIT Nationwide Fund: Class I
- NVIT Technology and Communications Fund: Class III†) (Formerly, Nationwide NVIT Global Technology and Communications Fund: Class III†)
- Van Kampen NVIT Multi Sector Bond Fund: Class I\*
- Van Kampen NVIT Real Estate Fund: Class I

**Oppenheimer Variable Account Funds**

- Oppenheimer Capital Appreciation Fund/VA: Non-Service Shares
- Oppenheimer Global Securities Fund/VA: Class 3†

**PIMCO Variable Insurance Trust**

- All Asset Portfolio: Administrative Class
- Low Duration Portfolio: Administrative Class
- Real Return Portfolio: Administrative Class
- Total Return Portfolio: Administrative Class

**Pioneer Variable Contracts Trust**

- Pioneer High Yield VCT Portfolio: Class 1 Shares

**Royce Capital Fund**

- Royce Micro-Cap Portfolio: Investment Class

**T. Rowe Price Equity Series, Inc.**

- T. Rowe Price Equity Income Portfolio: Class II
- T. Rowe Price New America Growth Portfolio

**W&R Target Funds, Inc.**

- Growth Portfolio
- Real Estate Securities Portfolio

**The following underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008:**

**AIM Variable Insurance Funds**

- AIM V.I. Basic Value Fund: Series I Shares

**American Century Variable Portfolios, Inc.**

- American Century VP International Fund: Class III†
- American Century VP Vista Fund: Class I

**Federated Insurance Series**

- Federated Quality Bond Fund II: Primary Shares

**Fidelity Variable Insurance Products Fund**

- VIP Contrafund® Portfolio: Service Class

**Neuberger Berman Advisers Management Trust**

- AMT International Portfolio: S Class†

**Van Kampen****The Universal Institutional Funds, Inc.**

- U.S. Real Estate Portfolio: Class I

**The following underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2007:**

**American Century Variable Portfolios, Inc.**

- American Century VP Ultra Fund: Class I

**The following underlying mutual funds are only available in contracts for which good order applications were received before May 1, 2005:**

**Dreyfus**

- Dreyfus Investment Portfolios – Mid Cap Stock Portfolio: Initial Shares

**JPMorgan Insurance Trust**

- JPMorgan Insurance Trust Diversified Mid Cap Growth Portfolio Class 1



**Neuberger Berman Advisers Management Trust**

- AMT Fasciano Portfolio: S Class

**The following underlying mutual funds are only available in contracts for which good order applications were received before May 1, 2004:**

**Calvert Variable Series, Inc.**

- CVS Social Equity Portfolio

**Janus Aspen Series**

- Forty Portfolio: Service Shares
- International Growth Portfolio: Service II Shares†

**Nationwide Variable Insurance Trust**

- Gartmore NVIT Global Utilities Fund: Class III†
- NVIT Global Financial Services Fund: Class III†  
(Formerly, Nationwide NVIT Global Financial Services Fund: Class III†)

**Neuberger Berman Advisers Management Trust**

- AMT Mid-Cap Growth Portfolio: I Class

**Oppenheimer Variable Account Funds**

- Oppenheimer Main Street Fund®/VA: Non-Service Shares

**T. Rowe Price Equity Series, Inc.**

- T. Rowe Price Mid-Cap Growth Portfolio: Class II

**Effective May 1, 2006, the following underlying mutual fund is no longer available to receive transfers or new purchase payments:**

**JPMorgan Insurance Trust**

- JPMorgan Insurance Trust Diversified MidCap Value Portfolio Class 1\*

**Effective May 1, 2004, the following underlying mutual funds are no longer available to receive transfers or new purchase payments:**

**American Century Variable Portfolios, Inc.**

- American Century VP International Fund: Class I

**Dreyfus**

- Dreyfus Variable Investment Fund – International Value Portfolio: Initial Shares

**Franklin Templeton Variable Insurance Products Trust**

- Templeton Foreign Securities Fund: Class 2

\*These underlying mutual funds invest in lower quality debt securities commonly referred to as junk bonds.

†These underlying mutual funds assess a short-term trading fee.

## 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.

**Annuitization date-** The date on which annuity payments begin.

**Annuity commencement date-** The date on which annuity payments are scheduled to begin. This date may be changed by the contract owner with Nationwide's consent.

**Annuity unit-** An accounting unit of measure used to calculate the variable annuity payments.

**Contract value-** The total value of all accumulation units in a contract.

**Contract year-** Each year the contract is in force beginning with the date the contract is issued.

**ERISA-** The Employee Retirement Income Security Act of 1974, as amended.

**FDIC-** Federal Deposit Insurance Corporation.

**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.

**Nationwide-** Nationwide Life Insurance Company.

**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, Individual Retirement Annuity, Roth IRA, SEP IRA, Simple IRA, or Tax Sheltered Annuity.

**SEC-** Securities and Exchange Commission.

**Sub-accounts-** Divisions of the variable account to which underlying mutual fund shares are allocated and for which accumulation units and annuity units are separately maintained – each sub-account corresponds to a single underlying mutual fund.

**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-14, 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 a contract owner will pay when buying, owning, or surrendering the contract.

The first table describes the fees and expenses a contract owner 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).....	1.00%

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>Maximum Annual Contract Maintenance Charge</b> .....	\$30 <sup>2</sup>
<b>Variable Account Annual Expenses</b> (annualized rate of total variable account charges as a percentage of the daily net assets) <sup>3</sup>	
<b>Variable Account Charge</b> .....	0.95%

## Underlying Mutual Fund Annual Expenses

The next table shows the minimum and maximum total operating expenses as of December 31, 2007 charged by the underlying mutual funds 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, including waivers and reimbursements, 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 average underlying mutual fund assets)	0.27%	1.89%

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. Refer to the underlying mutual fund prospectuses for specific expense information.

<sup>1</sup> Nationwide will charge between 0% and 5% of purchase payments for premium taxes levied by state or other government entities.

<sup>2</sup> The Contract Maintenance Charge is deducted proportionally from each sub-account on an annual basis from all contracts containing less than \$50,000 on each contract anniversary. This charge is permanently waived for any contract valued at \$50,000 or more on any contract anniversary.

<sup>3</sup> These charges apply only to sub-account allocations. They are charged on a daily basis at the annualized rate noted above.

## Example

This 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 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;
- a 5% return each year;
- a \$30 Contract Maintenance Charge expressed as a percentage of the average account size;
- the maximum and the minimum fees and expenses of any of the underlying mutual funds; and
- the total variable account charges associated with the contract (0.95%).

	If you surrender your contract at the end of the applicable time period				If you do not surrender your contract				If you annuitize your contract at the end of the applicable time period			
	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 (1.89%)	330	1,006	1,706	3,561	330	1,006	1,706	3,561	*	1,006	1,706	3,561
Minimum Total Underlying Mutual Fund Operating Expenses (0.27%)	160	495	854	1,864	160	495	854	1,864	*	495	854	1,864

\*The contracts sold under this prospectus do not permit annuitization during the first two contract years.

## Synopsis of the Contracts

The contracts described in this prospectus are flexible purchase payment deferred variable annuity contracts. The contracts are issued only as individual, Non-Qualified contracts. For more detailed information, please see "Types of Contracts" in Appendix C.

This contract is not designed for and does not support active trading strategies. In order to protect investors in this contract that do not utilize such strategies, Nationwide may initiate certain exchange offers intended to provide contract owners that meet certain criteria with an alternate variable annuity designed to accommodate active trading. If this contract is exchanged as part of an exchange offer, the exchange will be made on the basis of the relative Net asset values of the exchanged contract and no sales loads will be assessed on the new contract.

### Minimum Initial and Subsequent Purchase Payments

The minimum initial purchase payment is \$5,000. A contract owner can meet the minimum initial purchase payment requirement by making purchase payments equal to the required minimum over the course of the first contract year. Each purchase payment applied toward meeting the minimum purchase payment requirement must be at least \$200. Nationwide reserves the right to rescind the contract if the minimum initial purchase payment of \$5,000 is not met in the first contract year. Nationwide will refund the contract value, including deduction of any contract charges, unless otherwise required by state law.

Minimum subsequent purchase payments must be at least \$200. For subsequent purchase payments sent via electronic deposit, the minimum subsequent purchase payment is \$50.

## Charges and Expenses

### Variable Account Charge

Nationwide deducts a Variable Account Charge equal to an annualized rate of 0.95% of the daily net assets of the variable account. Nationwide assesses this charge to offset expenses incurred in the day to day business of distributing, issuing, and maintaining annuity contracts.

### Contract Maintenance Charge

A \$30 Contract Maintenance Charge is assessed on each contract anniversary and upon full surrender of the contract. If, on any contract anniversary (and on the date of a full surrender), the contract value is \$50,000 or more, Nationwide will waive the Contract Maintenance Charge from that point forward.

### Annuity Payments

Annuity payments begin on the annuitization date and will be based on the annuity payment option chosen prior to annuitization. Annuity payments will generally be received within 7 to 10 days after each annuity payment date.

### Taxation

How a contract is taxed depends on the type of contract issued and the purpose for which the contract is purchased. Nationwide will charge against the contract any premium taxes levied by any governmental authority (see "Federal Tax Considerations" in Appendix C and "Premium Taxes").

## Ten Day Free Look

Under state insurance laws, you have the right, during a limited period of time, to examine your contract and decide if you want to keep it or cancel it. This right is referred to as your "free look" right. The length of this time period depends on the law of your state, and may vary depending on whether your purchase is replacing another annuity contract you own. Check your contract for more details about the free look right in your state. See "Right To Examine And Cancel" later in this prospectus for more information.

## Financial Statements

Financial statements for the variable account and the consolidated financial statements for Nationwide are located in the Statement of Additional Information. A current Statement of Additional Information may be obtained without charge by contacting Nationwide's home office at the telephone number listed on page 1 of this prospectus.

## 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 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"). Please refer to Appendix B for information regarding accumulation unit values.

## Nationwide Life Insurance Company

Nationwide 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 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.

## Investing in the Contract

### The Variable Account and Underlying Mutual Funds

Nationwide Variable Account-14 is a variable account that invests in the underlying mutual funds listed in Appendix A. Nationwide established the variable account on August 8, 2002 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.

Contract owners receive underlying mutual fund prospectuses when they make their initial sub-account allocations and any time they change those allocations. Contract owners can obtain prospectuses for underlying funds at any other time by contacting Nationwide's home office at the telephone number listed on page 1 of this prospectus.

*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 the 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. Additionally, not all of the underlying mutual funds listed are available in every state.

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 on, 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, elimination, or combination 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.

In February 2008, Nationwide filed an application with the SEC for an order permitting it to substitute assets allocated to certain underlying mutual funds into other underlying mutual funds available under the contract that have similar investment objectives and strategies. If and when Nationwide receives SEC approval for these substitutions, affected contract owners will be notified in advance of the specific details relating to the substitutions and will be given an opportunity to make alternate investment allocations.

#### *Deregistration of the Separate Account*

Nationwide may deregister Nationwide Variable Account-14 under the 1940 Act in the event the separate 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 contract owners will be notified in the event Nationwide deregisters Variable Account-14.

### **The Contract in General**

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 financial consultants and advisers, 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, especially other variable annuity and variable life insurance products offered by Nationwide and its affiliates.*

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. Not all benefits, programs, features and investment options described in this prospectus are available or approved for use in every state.

If Nationwide discovers that the risk it intended to assume in issuing the contract has been altered by any of the following, then Nationwide reserves the right to take any action it deems necessary to mitigate or eliminate the altered risk including, but not limited to, rescinding the contract and returning the contract value:



- information provided by the contract owner(s) is materially false, misleading, incomplete or otherwise deficient;
- the contract is being used with other contracts issued by Nationwide to cover a single life;
- when a series of Nationwide contracts with different annuitants have the same unitary control or ownership;
- the contract is being used by an institutional investor.

Failure by Nationwide to detect, mitigate or eliminate such altered risk(s) does not act as a waiver of Nationwide's rights and does not stop Nationwide from asserting its rights at any future date.

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.

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.

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 the firms that sell the contracts. The maximum gross commission that Nationwide will pay on the sale of the contracts is 4% of purchase payments. Note that the individual registered representatives typically receive only a portion of this amount; the remainder is retained by the firm. 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.

In addition to or partially in lieu of commission, Nationwide may also pay the selling firms a marketing allowance, which is based on the firm's ability and demonstrated willingness to promote and market Nationwide's products. How any marketing allowance is spent is determined by the firm, but generally will be used to finance firm activities that may contribute to the promotion and marketing of Nationwide's products. For more information on the exact compensation arrangement associated with this contract, please consult your registered representative.

### **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 (and 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 adviser or subadviser 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 adviser or subadviser (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 us 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 subadviser (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 we 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, 2007, the underlying mutual fund payments Nationwide and its affiliates received from the underlying mutual funds did not exceed 0.65% (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 advisers or subadvisers 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).

For additional information related to amount of payments Nationwide receives, go to [www.nationwide.com](http://www.nationwide.com).

#### *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 adviser or subadviser is one of our affiliates or whether the underlying mutual fund, its adviser, its subadviser(s), or an affiliate will make payments to us or our affiliates.

There may be underlying mutual funds with lower fees, as well as other variable contracts that offer underlying mutual funds with lower fees. You should consider all of the fees and charges of the contract in relation to its features and benefits when making your decision to invest. Please note that higher contract and underlying mutual fund fees and charges have a direct effect on 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 annuity contracts, but no modification will affect the amount or term of any annuity contract unless a modification is required to conform the annuity contract to applicable federal or state law. No modification will affect the method by which the Contract Values are determined.

## **Standard Charges and Deductions**

### **Variable Account Charge**

Nationwide deducts a Variable Account Charge from the variable account. This amount is computed on a daily basis and is equal to an annualized rate of 0.95% of the daily net assets of the variable account. This fee compensates Nationwide for expenses of distributing and issuing annuity contracts, including:

- mortality and expense risks;
- acquisition and administration expenses; and
- compensation to selling agents.

If the Variable Account Charge is insufficient to cover actual expenses, the loss is borne by Nationwide. Nationwide may realize a profit from this charge.

### **Contract Maintenance Charge**

Nationwide deducts a Contract Maintenance Charge of \$30 on each contract anniversary that occurs before annuitization and upon full surrender of the contract. This charge reimburses Nationwide for administrative expenses involved in issuing and maintaining the contract.

If, on any contract anniversary (or on the date of a full surrender), the contract value is \$50,000 or more, Nationwide will waive the Contract Maintenance Charge from that point forward.

The deduction of the Contract Maintenance Charge will be taken proportionately from each sub-account based on the value in each option as compared to the total contract value.

Nationwide will not increase the Contract Maintenance Charge. Nationwide will not reduce or eliminate the Contract Maintenance Charge where it would be discriminatory or unlawful.

## 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 5.0%. This range is subject to change. The method used to assess premium tax will be determined by Nationwide at its sole discretion in compliance with state law.

If applicable, Nationwide will deduct premium taxes from the contract either at:

- 1) the time the contract is surrendered;
- 2) annuitization; or
- 3) such earlier date as Nationwide becomes subject to premium taxes.

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.

For a complete list of the underlying mutual funds offered under the contract that assess (or reserve the right to assess) a short-term trading fee, please see "Appendix A" later in this prospectus.

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;
- contract surrenders;
- surrenders of annuity units to make annuity payments;
- surrenders of accumulation units to pay a death benefit;
- surrenders of accumulation units to pay the contract maintenance charge; 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.

## Contract Ownership

The contract owner has all the rights under the contract.

*Purchasers who name someone other than themselves as the contract owner will have no rights under the contract.*

Contract owners 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.

A change in contract ownership must be submitted in writing and recorded at Nationwide's home office. Any request to change the contract owner may require a signature guarantee and must be signed by the contract owner and the person designated as the new contract owner.

The contract owner may also request a change in the joint owner, contingent owner, annuitant, beneficiary, or contingent beneficiary before the annuitization date. These changes must be:

- on a Nationwide form;
- signed by the contract owner; and
- received at Nationwide's home office before the annuitization date.

No change will be effective unless and until it is received and recorded at Nationwide's home office. Once recorded, the change will be effective as of the date signed. However, the change will not affect any payments made or actions taken by Nationwide before it was recorded.

Nationwide may reject changes to the parties named in the contract if the risk originally assumed by Nationwide in issuing the contract is materially altered. The risk originally assumed by Nationwide may have been materially altered if: information provided by the contract owner is materially false, misleading or incomplete; if the result of the change is to transfer rights or benefits to an institutional investor; the change results in the same owner attempting to use a series of Nationwide contracts and name different annuitants; or when the change results in the contract being used along with other Nationwide contracts to cover a single life. Should Nationwide discover that the changes are being used for such purposes, Nationwide may rescind the contract and return the contract value.

Nationwide must review and approve any change requests. In addition, any change to the annuitant is subject to underwriting by Nationwide. If the contract owner is not a natural person (e.g. a trust or corporation) and there is a change of the annuitant, distributions will be made as if the contract owner died at the time of the change.

### **Joint Ownership**

Joint owners each own an undivided interest in the contract.

Contract owners can name a joint owner at any time before annuitization subject to the following conditions:

- joint owners must be spouses at the time joint ownership is requested, unless state law requires Nationwide to allow non-spousal joint owners;
- the exercise of any ownership right in the contract will generally require a written request signed by both joint owners;
- Nationwide will not be liable for any loss, liability, cost, or expense for acting in accordance with the instructions of either joint owner; and
- an election in writing signed by both contract owners must be made to authorize Nationwide to allow the exercise of ownership rights independently by either joint owner.

### **Contingent Ownership**

The contingent owner is entitled to certain benefits under the contract if a contract owner who is **not** the annuitant dies before the annuitization date, and there is no surviving joint owner.

The contract owner may name or change a contingent owner at any time before the annuitization date. To change the contingent owner, a written request must be submitted to Nationwide. Once Nationwide has recorded the change, it will be effective as of the date it was signed, whether or not the contract owner was living at the time it was recorded. The change will not affect any action taken by Nationwide before the change was recorded.

### **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. The annuitant may be changed before the annuitization date with Nationwide's consent.

### **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.

The contract owner may change the beneficiary or contingent beneficiary during the annuitant's lifetime by submitting a written request to Nationwide. Once recorded, the change will be effective as of the date it was signed, whether or not the annuitant was living at the time it was recorded. The change will not affect any action taken by Nationwide before the change was recorded.

## **Operation of the Contract**

### **Minimum Initial and Subsequent Purchase Payments**

The minimum initial purchase payment is \$5,000. A contract owner can meet the minimum initial purchase payment requirement by making purchase payments equal to the required minimum over the course of the first contract year. Each purchase payment applied toward meeting the minimum purchase payment requirement must be at least \$200. Nationwide reserves the right to rescind the contract if the minimum initial purchase payment of \$5,000 is not met in the first contract year. Nationwide will refund the contract value, including deduction of any contract charges, unless otherwise required by state law.

Minimum subsequent purchase payments must be at least \$200. For subsequent purchase payments sent via automatic deposit, the minimum subsequent purchase payment is \$50.

### **Pricing**

Initial purchase payments allocated to sub-accounts will be priced at the accumulation unit value determined no later than 2 business days after receipt of an order to purchase if the application and all necessary information are complete. If the application is not complete, Nationwide may retain a purchase payment for up to 5 business days while attempting to complete it. If the application is not completed within 5 business days, the prospective purchaser will be informed of the reason for the delay. The purchase payment will be returned unless the prospective purchaser specifically allows Nationwide to hold the purchase payment until the application is completed.

Subsequent purchase payments will be priced based on the next available accumulation unit value after the payment is received.

Except on the days listed below and on weekends, purchase payments, transfers and surrenders are priced every day. Purchase payments will not be 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. If Nationwide is closed on days when the New York Stock Exchange is open, Contract value may change and contract owners will not have access to their accounts.

#### **Allocation of Purchase Payments**

Nationwide allocates purchase payments to sub-accounts as instructed by the contract owner. 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 request exchanges among the sub-accounts. However, no change may be made that would result in an amount less than 1% of the purchase payment being allocated to any sub-account. Certain transactions may be subject to conditions imposed by the underlying mutual funds, as well as those set forth in the contract.

#### **Determining the Contract Value**

The contract value is the sum of the value of amounts allocated to the sub-accounts of the variable account.

If part or all of the contract value is surrendered, or charges are assessed against the contract value, Nationwide will deduct a proportionate amount from each sub-account.

#### *Determining Variable Account Value – Valuing an Accumulation Unit*

Purchase payments or transfers allocated to the underlying mutual funds 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 fund 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 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); and

b) is the Net asset value of the underlying mutual fund determined as of the end of the preceding valuation period; and

c) is a factor representing the daily variable account charges. The factor is equal to an annualized rate of 0.95% of the daily net assets of the variable account.

Net asset value is computed by adding the value of all of an underlying mutual fund's holdings and other assets, deducting liabilities and then dividing the result by the number of shares outstanding.

Based on 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.

#### **Transfers Prior to Annuitization**

##### *Transfers Among the Sub-Accounts*

A contract owner may request to transfer allocations among the sub-accounts at any time.

##### **Transfers After Annuitization**

After annuitization, transfers may only be made on the anniversary of the annuitization date.

##### **Transfer Requests**

Contract owners may submit transfer requests in writing, over the telephone, or via the internet. Nationwide will use reasonable procedures to confirm that instructions received 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 computed after the transfer request is received. However, if a contract that is limited to submitting transfer

requests via U.S. mail submits a transfer request via the internet or telephone pursuant to Nationwide's one-day delay policy, the transfer will be executed on the next business day after the exchange request is received by Nationwide (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 Nationwide 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 this process 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 10 underlying mutual funds in one day, this counts 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
6 or more transfer events in one calendar quarter	Nationwide will mail a letter to the contract owner notifying them that: <ol style="list-style-type: none"> <li>(1) they have been identified as engaging in harmful trading practices; and</li> <li>(2) if their transfer events exceed 11 in 2 consecutive calendar quarters or 20 in one calendar year, the contract owner will be limited to submitting transfer requests via U.S. mail.</li> </ol>
More than 11 transfer events in 2 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.

Each January 1<sup>st</sup>, Nationwide will start the monitoring anew, so that each contract starts with 0 transfer events each January 1. See, however, the "Other Restrictions" provision below.

*Managers of Multiple Contracts*

Some investment advisers/representatives manage the assets of multiple Nationwide contracts pursuant to trading authority granted or conveyed by multiple contract owners. These multi-contract advisers 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 advisers, which they can use in addition to or in lieu of submitting transfer requests via U.S. mail or telephone. The one-day delay option permits multi-contract advisers to continue to submit transfer requests via the internet or telephone. However, transfer requests submitted by multi-contract advisers 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 advisers will receive advance notice of being subject to the one-day delay program.

### *Other Restrictions*

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 or exchanges 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 or exchange requests 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 or exchange requests. If an underlying mutual fund refuses to accept a purchase or exchange request submitted by Nationwide, Nationwide will keep any affected contract owner in their current underlying mutual fund allocation.

### **Right to Examine**

If the contract owner elects to cancel the contract, he/she may return it to Nationwide's home office 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 Nationwide's home office or postmarked within 30 days after the contract issue date. The contract issue date is the next business day after 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 applicable federal and state income tax withholding. Otherwise, Nationwide will return the contract value, less any applicable federal and state income tax withholding.

In some states, Nationwide will allocate initial purchase payments 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.

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 Annuity**

Contract owners may surrender some or all of their contract value before the earlier of the annuity date or the annuitant's death. Surrender requests must be in writing 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 7 days. However, Nationwide may suspend or postpone payment when it is unable to price a purchase payment or transfer (See "Pricing").

Surrenders from the contract may be subject to federal income tax and/or a penalty tax. See "Federal Income Taxes" in Appendix C.

### **Partial Surrenders (Partial Redemptions)**

If a contract owner requests a partial surrender, Nationwide will surrender accumulation units from the sub-accounts. 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 Investment Advisory Fees*

Some contract owners utilize an investment advisor(s) to manage their assets, for which the investment advisor assesses a fee. Investment advisors are not endorsed or affiliated with Nationwide and Nationwide makes no representation as to their qualifications. The fees for these investment advisory services are specified in the respective account agreements and are separate from and in addition to the contract fees and expenses described in this prospectus. Some contract owners authorize their investment advisor to take a partial surrender(s) from the contract in order to collect investment advisory fees. Surrenders taken from this contract to pay advisory or investment management fees are subject to the CDSC provisions of the contract and may be subject to income tax and/or tax penalties.

## Full Surrenders (Full Redemptions)

The contract value upon full surrender may be more or less than the total of all purchase payments made to the contract. The contract value will reflect:

- variable account charges;
- a \$30 Contract Maintenance Charge (this charge will be waived upon full surrender if the contract value is equal to or greater than \$50,000 at the time of the full surrender or on any contract anniversary prior to the full surrender);
- underlying mutual fund charges; and
- the investment performance of the underlying mutual funds.

## Assignment

Contract rights are personal to the contract owner and may not be assigned without Nationwide's written consent.

A contract owner may assign some or all rights under the contract. An assignment must occur before annuitization while the annuitant is alive. Assignments are not recognized by Nationwide until received and recorded by our home office. Nationwide may reject or not recognize assignments designed to alter the character of the risk Nationwide originally assumed in issuing the contract. Once proper notice of assignment is recorded, the assignment will become effective.

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. Each Asset Rebalancing reallocation is considered a transfer event. Requests for Asset Rebalancing must be on a Nationwide form. 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.

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.

Contract owners should consult a financial adviser to discuss the use of Asset Rebalancing.

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 you to make regular, level investments over time. It involves the automatic transfer of a specified amount from certain sub-accounts into other sub-accounts. 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 NVIT Money Market Fund: Class V to any other underlying mutual fund. Transfers may occur monthly or on another frequency if permitted by Nationwide.

Dollar Cost Averaging transfers are not considered transfer events. Nationwide will process transfers until either the value in the originating investment option is exhausted, or the contract owner instructs Nationwide in writing to stop the transfers.

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 in writing.

The withdrawals will be taken from the sub-accounts proportionately unless Nationwide is instructed otherwise.

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.

For example, assume a scenario whereby the Premium equals \$100,000 and the initial free withdrawal ("w/d") equals \$10,000.

Withdrawal in year 1 \$15,000  
Less free w/d \$10,000  
Premium w/d subject to CDSC \$5,000

Withdrawal in year 2 \$15,000  
Less free w/d \$9,500 = 0.10\* (\$100,000 - \$5,000)  
Premium w/d subject to CDSC \$5,500



Since the withdrawal exceeded the free withdrawal amount, the free withdrawal amount available decreases.

Nationwide reserves the right to stop establishing new Systematic Withdrawal programs. Systematic Withdrawals are not available before the end of the ten day free look period (see "Right to Examine").

## **Annuity Commencement Date**

The annuity commencement date is the date on which annuity payments are scheduled to begin. The contract owner may change the annuity commencement date before annuitization. This change must be in writing and approved by Nationwide. The change will become effective as of the date signed, but will not apply to any payment made or action taken by Nationwide before it is recorded at Nationwide's home office.

## **Annuitizing the Contract**

### **Annuitization Date**

The annuitization date is the date that annuity payments begin. The annuitization date will be the first day of a calendar month unless otherwise agreed. The annuitization date must be at least 2 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.

The Internal Revenue Code may require that distributions be made prior to the annuitization dates specified above (see "Required Distributions" in Appendix C).

### **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. There are no partial or full surrenders permitted after annuitization (except regularly scheduled annuity payments) (see "Annuity Payment Options").

For contracts with total purchase payments in excess of \$2,000,000, Nationwide will limit the amount that may be annuitized on any single life to \$5,000,000. If the amount to be annuitized exceeds \$5,000,000, Nationwide will allow additional individuals to be named as annuitants (for annuitization purposes only).

## **Fixed Payment Annuity**

A fixed payment annuity is an annuity where the amount of the annuity payments remains level.

The first payment under a fixed payment annuity is determined on the annuitization date based on the annuitant's age (in accordance with the contract) by:

- 1) deducting applicable premium taxes from the total contract value; then
- 2) applying the contract value amount specified by the contract owner to the fixed payment annuity table for the annuity payment option elected.

Subsequent payments will remain level unless the annuity payment option elected provides otherwise. Nationwide does not credit discretionary interest during annuitization.

## **Variable Payment Annuity**

A variable payment annuity is an annuity where the amount of the annuity payments will vary depending on the performance of the underlying mutual funds selected.

The first payment under a variable payment annuity is determined on the annuitization date based on the annuitant's age (in accordance with the contract) by:

- 1) deducting applicable premium taxes from the total contract value; then
- 2) applying the contract value amount specified by the contract owner to the variable payment annuity table for the annuity payment option elected.

The dollar amount of the first payment is converted into a set number of annuity units that will represent each monthly payment. This is done by dividing the dollar amount of the first payment by the value of an annuity unit as of the annuitization date. This number of annuity units remains fixed during annuitization. After annuitization, transfers among sub-accounts may only be made on the anniversary of the annuitization date.

The second and subsequent payments are determined by multiplying the fixed number of annuity units by the annuity unit value for the valuation period in which the payment is due. The amount of the second and subsequent payments will vary with the performance of the selected underlying mutual funds. Nationwide guarantees that variations in mortality experience from assumptions used to calculate the first payment will not affect the dollar amount of the second and subsequent payments.

### *Value of an Annuity Unit*

Annuity unit values for sub-accounts are determined by:

- 1) multiplying the annuity unit value for the immediately preceding valuation period by the net investment factor for the subsequent valuation period (see "Determining the Contract Value"); and then
- 2) multiplying the result from (1) by a factor to neutralize the assumed investment return factor.

### *Assumed Investment Rate*

An assumed investment rate is the percentage rate of return assumed to determine the amount of the first payment under a variable payment annuity. Nationwide uses the assumed investment rate of 3.5% to calculate the first annuity payment and to calculate the investment performance of an underlying mutual fund in order to determine subsequent payments under a variable payment annuity. An assumed investment rate is the percentage rate of return required to maintain level variable annuity payments. Subsequent variable annuity payments may be more or less than the first payment based on whether actual investment performance of the underlying mutual funds is higher or lower than the assumed investment rate of 3.5%.

### *Exchanges among Underlying Mutual Funds*

Exchanges among underlying mutual funds during annuitization must be requested in writing. Exchanges will occur on each anniversary of the annuitization date.

### **Frequency and Amount of Annuity Payments**

Payments are made based on the annuity payment option selected, unless:

- the amount to be distributed is less than \$2,000, in which case Nationwide may make one lump sum payment of the contract value; or
- an annuity payment would be less than \$20, in which case Nationwide can change the frequency of payments to intervals that will result in payments of at least \$20. Payments will be made at least annually.

Annuity payments will generally be received within 7 to 10 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.

### *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:

- Single Life;
- Standard Joint and Survivor; and
- Single Life with a 10 or 20 Year Term Certain.

Each of the annuity payment options is discussed more thoroughly below.

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.

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. As is the case of the Single Life annuity payment option, there is no guaranteed number of payments. Therefore, it is possible that if the annuitant dies before the second annuity payment date, the annuitant will receive only one annuity payment. No death benefit payment will be paid. 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.

Additionally, Nationwide will 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, then, for the purpose of annuitization only, Nationwide will permit additional annuitants to be named.

## **Death Benefits**

### **Death of Contract Owner**

If a contract owner (including a joint owner) who is not the annuitant dies before the annuitization date, no death benefit is 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.

If the contract owner and annuitant are the same, and the contract owner/annuitant dies before the annuitization date, the contingent owner will not have any rights in the contract unless the contingent owner is also the beneficiary.

Distributions under the contracts will be made pursuant to the "Required Distributions" provision in Appendix C.

### **Death of Annuitant**

If the annuitant who is not a contract owner dies before the annuitization date, a death benefit is payable to the beneficiary. Multiple beneficiaries will share the death benefit equally unless otherwise specified.

The beneficiary may elect to receive the death benefit:

- 1) in a lump sum;
- 2) as an annuity; 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.

If no beneficiary survives the annuitant, the contingent beneficiary receives the death benefit. Multiple contingent beneficiaries will share the death benefit equally, unless otherwise specified.

If no beneficiary(ies) or contingent beneficiary(ies) survive the annuitant, the contract owner or the last surviving contract owner's estate will receive the death benefit.

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**

Contract value will continue to be allocated according to the most recent allocation instructions until the death benefit is paid. The death benefit value is determined as of the date Nationwide receives:

- 1) proper proof of the annuitant's death;
- 2) an election specifying the distribution method; and
- 3) any state required form(s).

#### *Death Benefit*

If the annuitant dies prior to the annuitization date, the death benefit will be equal to the contract value. Nationwide will pay (or begin to pay) the death benefit upon receiving proof of death and the instructions as to the payment of the death benefit.

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 is paid. After the first beneficiary is paid, the remaining contract value will be allocated to the available money market sub-account until instructions are received from the remaining beneficiary(ies).

## **Statements and Reports**

Nationwide will mail contract owners statements and reports. Therefore, contract owners should promptly notify Nationwide 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 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 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. Please call 1-866-223-0303 to resume regular delivery. Please allow 30 days for regular delivery to resume.

### **Legal Proceedings**

Nationwide is a party to litigation and arbitration proceedings in the ordinary course of its business. It is often not possible to determine the ultimate outcome of the pending 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 Nationwide 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. Nationwide does not believe, based on information currently known by management, that the outcomes of such pending investigations and legal proceedings are likely to have a material adverse effect on Nationwide's consolidated financial position. However, given the large and/or indeterminate amounts sought in certain of these matters and inherent unpredictability of litigation, it is possible that an adverse outcome in certain matters could have a material adverse effect on Nationwide's consolidated financial results in a particular quarterly or annual period.

In recent years, life insurance companies have been named as defendants in lawsuits, including class action lawsuits relating to life insurance and annuity pricing and sales practices. A number of these lawsuits have resulted in substantial jury awards or settlements against life insurers other than Nationwide.

The financial services industry, including mutual fund, variable annuity, retirement plan, life insurance and distribution companies, has also been the subject of increasing scrutiny by regulators, legislators and the media over the past few years. Numerous regulatory agencies, including the SEC, the Financial Industry Regulatory Authority and the New

York State Attorney General, have commenced industry-wide investigations regarding late trading and market timing in connection with mutual funds and variable insurance contracts, and have commenced enforcement actions against some mutual fund and life insurance companies on those issues. Nationwide has been contacted by or received subpoenas from the SEC and the New York State Attorney General, who are investigating market timing in certain mutual funds offered in insurance products sponsored by Nationwide. Nationwide has cooperated with these investigations. Information requests from the New York State Attorney General and the SEC with respect to investigations into late trading and market timing were last responded to by Nationwide and its affiliates in December 2003 and June 2005, respectively, and no further information requests have been received with respect to these matters.

In addition, state and federal regulators and other governmental bodies have commenced investigations, proceedings or inquiries relating to compensation and bidding arrangements and possible anti-competitive activities between insurance producers and brokers and issuers of insurance products, and unsuitable sales and replacements by producers on behalf of the issuer. Also under investigation are compensation and revenue sharing arrangements between the issuers of variable insurance contracts and mutual funds or their affiliates, fee arrangements in retirement plans, the use of side agreements and finite reinsurance agreements, funding agreements issued to back medium-term note (MTN) programs, recordkeeping and retention compliance by broker/dealers, and supervision of former registered representatives. Related investigations, proceedings or inquiries may be commenced in the future. Nationwide and/or its affiliates have been contacted by or received subpoenas from state and federal regulatory agencies and other governmental bodies, state securities law regulators and state attorneys general for information relating to certain of these investigations, including those relating to compensation, revenue sharing and bidding arrangements, anti-competitive activities, unsuitable sales or replacement practices, fee arrangements in retirement plans, the use of side agreements and finite reinsurance agreements, and funding agreements backing the Nationwide MTN program. Nationwide is cooperating with 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.

These proceedings are expected to continue in the future and could result in legal precedents and new industry-wide legislation, rules and regulations that could significantly affect the financial services industry, including mutual fund, retirement plan, life insurance and annuity companies. These proceedings also could affect the outcome of one or more of Nationwide's litigation matters. There can be no assurance that any such litigation or regulatory actions will not have a material adverse effect on Nationwide in the future.

On November 20, 2007, Nationwide and Nationwide Retirement Solutions, Inc. (NRS) 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 NLIC, NRS, Alabama State Employees Association, PEBCO, Inc. and Fictitious Defendants A to Z*. The plaintiffs purport to represent a class of all participants in the Alabama State Employees Association (ASEA) plan, excluding members of the Board of Control during the Class Period and excluding ASEA's directors, officers and board members during the class period. The class period is the date from which Nationwide and/or NRS first made a payment to ASEA or PEBCO arising out of the funding agreement dated March 24, 2004 to the date class notice is provided. The plaintiffs allege that the defendants breached their fiduciary duties, converted plan participants' properties, and breached their contract when payments were made and the plan was administered under the funding agreement. The complaint seeks a declaratory judgment, an injunction, disgorgement of amounts paid, compensatory and punitive damages, interest, attorneys' fees and costs, and such other equitable and legal relief to which the plaintiffs and class members may be entitled. On January 9, 2008, Nationwide and NRS filed a Notice of Removal to the United States District Court Northern District of Alabama, Southern Division. On January 16, 2008, Nationwide and NRS filed a motion to dismiss. On January 24, 2008, the plaintiffs filed a motion to remand. The motions have been fully briefed. Nationwide and NRS intend to defend this case vigorously.

On July 11, 2007, Nationwide was named in a lawsuit filed in the United States District Court for the Western District of Washington at Tacoma entitled *Jerre Daniels-Hall and David Hamblen, Individually and on behalf of All Others Similarly Situated v. National Education Association, NEA Member Benefits Corporation, Nationwide Life Insurance Company, Security Benefit Life Insurance Company, Security Benefit Group, Inc., Security Distributors, Inc., et. al.* The plaintiffs seek to represent a class of all current or former National Education Association (NEA) members who participated in the NEA Valuebuilder 403(b) program at any time between January 1, 1991 and the present (and their heirs and/or beneficiaries). The plaintiffs allege that the defendants violated the Employee Retirement Income Security Act of 1974, as amended (ERISA) by failing to prudently and loyally manage plan assets, by failing to provide complete and accurate information, by engaging in prohibited transactions, and by breaching their fiduciary duties when they failed to prevent other fiduciaries from breaching their fiduciary duties. The complaint seeks to have the defendants restore all losses to the plan, restoration of plan assets and profits to participants, disgorgement of endorsement fees, disgorgement of service fee payments, disgorgement of excessive fees charged to plan participants, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys' fees. On October 12, 2007, Nationwide filed a motion to dismiss. The motion has been fully briefed. Nationwide intends to defend this lawsuit vigorously.

On November 15, 2006, Nationwide Financial Services, Inc. (NFS), Nationwide and NRS were named in a lawsuit filed in the United States District Court for the Southern District of Ohio entitled *Kevin Beary, Sheriff of Orange County, Florida, In His Official Capacity, Individually and On Behalf of All Others Similarly Situated v. Nationwide Life Insurance Co., Nationwide Retirement Solutions, Inc. and Nationwide Financial Services, Inc.* The plaintiff seeks to represent a class of all sponsors of 457(b) deferred compensation plans in the United States that had variable annuity contracts with the defendants at any time during the class period, or in the alternative, all sponsors of 457(b) deferred compensation plans in Florida that had variable annuity contracts with the defendants during the class period. The class period is from January 1, 1996 until the class notice is provided. The plaintiff alleges that the defendants breached their fiduciary duties by arranging for and retaining service payments from certain mutual funds. The complaint seeks an accounting, a declaratory judgment, a permanent injunction and disgorgement or restitution of the service fee payments allegedly received by the defendants, including interest. On January 25, 2007, NFS, Nationwide and NRS filed a motion to dismiss. On September 17, 2007, the Court granted the motion to dismiss. On October 1, 2007, the plaintiff filed a motion to vacate judgment and for leave to file an amended complaint. On October 25, 2007, NFS, Nationwide and NRS filed their opposition to the plaintiff's motion. NFS, Nationwide and NRS continue to defend this lawsuit vigorously.

On February 11, 2005, Nationwide was named in a class action lawsuit filed in Common Pleas Court, Franklin County, Ohio entitled *Michael Carr v. Nationwide Life Insurance Company*. The plaintiff claims that the total of modal payments that policyholders paid per year exceeded the guaranteed maximum premium provided for in the policy. The complaint seeks recovery for breach of contract, fraud by omission, violation of the Ohio Deceptive Trade Practices Act and unjust enrichment. The complaint also seeks unspecified compensatory damages, disgorgement of all amounts in excess of the guaranteed maximum premium and attorneys' fees. On February 2, 2006, the court granted the plaintiff's motion for class certification on the breach of contract and unjust enrichment claims. The court certified a class consisting of all residents of the United States and the Virgin Islands who, during the class period, paid premiums on a modal basis to Nationwide for term life insurance policies issued by Nationwide during the class period that provide for guaranteed maximum premiums, excluding certain specified products. Excluded from the class are Nationwide; any parent, subsidiary or affiliate of Nationwide; all employees, officers and directors of Nationwide; and any justice, judge or magistrate judge of the State of Ohio who may hear the case. The class period is from February 10, 1990 through February 2, 2006, the date the class was certified. On January 26, 2007, the plaintiff filed a motion for summary judgment. On April 30, 2007, Nationwide filed a motion for summary judgment. On February 4, 2008, the Court entered its ruling on the parties' pending motions for summary judgment. The Court granted Nationwide's motion for summary judgment for some

of the plaintiffs' causes of action, including breach of contract claims on all decreasing term policies, plaintiff Carr's individual claims for fraud by omission, violation of the Ohio Deceptive Trade Practices Act and all unjust enrichment claims. However, several claims against Nationwide remain, including plaintiff Carr's individual claim for breach of contract and the plaintiff Class' claims for breach of contract for the term life policies in 43 of 51 jurisdictions. The Court has requested additional briefing on Nationwide's affirmative defense that the doctrine of voluntary payment acts as a defense to the breach of contract claims. Nationwide continues to defend this lawsuit vigorously.

On April 13, 2004, Nationwide was named in a class action lawsuit filed in Circuit Court, Third Judicial Circuit, Madison County, Illinois, entitled *Woodbury v. Nationwide Life Insurance Company*. Nationwide removed this case to the United States District Court for the Southern District of Illinois on June 1, 2004. On December 27, 2004, the case was transferred to the United States District Court for the District of Maryland and included in the multi-district proceeding entitled *In Re Mutual Funds Investment Litigation*. In response, on May 13, 2005, the plaintiff filed the first amended complaint purporting to represent, with certain exceptions, a class of all persons who held (through their ownership of an Nationwide annuity or insurance product) units of any Nationwide sub-account invested in mutual funds that included foreign securities in their portfolios and that experienced market timing or stale price trading activity. The first amended complaint purports to disclaim, with respect to market timing or stale price trading in Nationwide's annuities sub-accounts, any allegation based on Nationwide's untrue statement, failure to disclose any material fact, or usage of any manipulative or deceptive device or contrivance in connection with any class member's purchases or sales of Nationwide annuities or units in annuities sub-accounts. The plaintiff claims, in the alternative, that if Nationwide is found with respect to market timing or stale price trading in its annuities sub-accounts, to have made any untrue statement, to have failed to disclose any material fact or to have used or employed any manipulative or deceptive device or contrivance, then the plaintiff purports to represent a class, with certain exceptions, of all persons who, prior to Nationwide's untrue statement, omission of material fact, use or employment of any manipulative or deceptive device or contrivance, held (through their ownership of an Nationwide annuity or insurance product) units of any Nationwide sub-

account invested in mutual funds that included foreign securities in their portfolios and that experienced market timing activity. The first amended complaint alleges common law negligence and seeks to recover damages not to exceed \$75,000 per plaintiff or class member, including all compensatory damages and costs. On June 1, 2006, the District Court granted Nationwide's motion to dismiss the plaintiff's complaint. The plaintiff appealed the District Court's decision, and the issues have been fully briefed. Nationwide continues to defend this lawsuit vigorously.

On August 15, 2001, NFS and Nationwide 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*. Currently, the plaintiffs' fifth amended complaint, filed March 21, 2006, purports to represent a class of qualified retirement plans under ERISA that purchased variable annuities from Nationwide. The plaintiffs allege that they invested ERISA plan assets in their variable annuity contracts and that Nationwide 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 Nationwide, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys' fees. To date, the District Court has rejected the plaintiffs' request for certification of the alleged class. On September 25, 2007, NFS' and Nationwide's motion to dismiss the plaintiffs' fifth amended complaint was denied. On October 12, 2007, NFS and Nationwide filed their answer to the plaintiffs' fifth amended complaint and amended counterclaims. On November 1, 2007, the plaintiffs filed a motion to dismiss NFS' and Nationwide's amended counterclaims. On November 15, 2007, the plaintiffs filed a motion for class certification. On February 8, 2008, the Court denied the plaintiffs' motion to dismiss the amended counterclaim, with the exception that it was tentatively granting the plaintiffs' motion to dismiss with respect to the Companies' claim that it could recover any "disgorgement remedy" from plan sponsors. NFS and Nationwide continue to defend this lawsuit vigorously.

The general distributor, NISC, is not engaged in any litigation of any material nature.

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To learn more about this product, you should read the Statement of Additional Information (the "SAI") dated the same date as this prospectus. For a free copy of the SAI and to request other information about this product please call our Service Center at 1-800-848-6331 (TDD 1-800-238-3035) or write to us at Nationwide Life Insurance Company, 5100 Rings Road, RR1-04-F4, Dublin, Ohio 43017-1522.

The SAI has been filed with the SEC and is incorporated by reference into this prospectus. The SEC maintains an Internet website (<http://www.sec.gov>) that contains the SAI and other information about us and the product. Information about us and the product (including the SAI) 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.

Investment Company Act of 1940 Registration File No. 811- 21205  
Securities Act of 1933 Registration File No. 333-104339

## Appendix A: Underlying Mutual Funds

The underlying mutual funds listed below 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.*

### **AIM Variable Insurance Funds - AIM V.I. Basic Value Fund: Series I Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Adviser: Invesco Aim Advisors, Inc.  
Sub-adviser: Invesco Trimark Investment Management, Inc.; Invesco Global Asset Management (N.A.), Inc.; Invesco Institutional (N.A.), Inc.; Invesco Senior Secured Management, Inc.; Invesco Hong Kong Limited; Invesco Asset Management Limited; Invesco Asset Management (Japan) Limited; Invesco Asset Management Deutschland, GmbH; and Invesco Australia Limited

Investment Objective: Long-term growth of capital.

### **AIM Variable Insurance Funds - AIM V.I. Capital Development Fund: Series I Shares**

Investment Adviser: Invesco Aim Advisors, Inc.  
Sub-adviser: Invesco Trimark Investment Management, Inc.; Invesco Global Asset Management (N.A.), Inc.; Invesco Institutional (N.A.), Inc.; Invesco Senior Secured Management, Inc.; Invesco Hong Kong Limited; Invesco Asset Management Limited; Invesco Asset Management (Japan) Limited; Invesco Asset Management Deutschland, GmbH; and Invesco Australia Limited

Investment Objective: Long-term capital growth.

### **AllianceBernstein Variable Products Series Fund, Inc. - AllianceBernstein Growth and Income Portfolio: Class A**

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

### **American Century Variable Portfolios, Inc. - American Century VP International Fund: Class I**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Adviser: American Century Global Investment Management, Inc.  
Investment Objective: Capital growth.

### **American Century Variable Portfolios, Inc. - American Century VP International Fund: Class III**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Adviser: American Century Global Investment Management, Inc.  
Investment Objective: Capital growth.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

### **American Century Variable Portfolios, Inc. - American Century VP Ultra Fund: Class I**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2007*

Investment Adviser: American Century Investment Management, Inc.  
Investment Objective: Long-term capital growth.

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

Investment Adviser: 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 Vista Fund: Class I**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Adviser: American Century Investment Management, Inc.  
Investment Objective: Long-term capital growth.



**BlackRock Large Cap Core V.I. Fund: Class II**

Investment Adviser: BlackRock Advisors, LLC  
Sub-adviser: BlackRock Investment Management International Limited  
Investment Objective: The fund seeks its investment objective of long-term capital growth through investment primarily in a diversified portfolio of equity securities of large-cap companies located in the United States.

**Calvert Variable Series, Inc. - CVS Social Equity Portfolio**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

Investment Adviser: Calvert Asset Management Company, Inc.  
Sub-adviser: Atlanta Capital Management Company, L.L.C.  
Investment Objective: Growth of capital through investment in stocks of issuers in industries believed to offer opportunities for potential capital appreciation and which meet Portfolio's investment and social criteria.

**Dreyfus Investment Portfolios - Mid Cap Stock Portfolio: Initial Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2005*

Investment Adviser: The Dreyfus Corporation  
Sub-adviser: Mellon Capital Management  
Investment Objective: The portfolio seeks capital appreciation.

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

Investment Adviser: The Dreyfus Corporation  
Sub-adviser: Mellon Capital Management  
Investment Objective: To match performance of the S&P SmallCap 600 Index®.

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

Investment Adviser: The Dreyfus Corporation  
Sub-adviser: Mellon Capital Management  
Investment Objective: To match performance of the S&P 500.

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

Investment Adviser: The Dreyfus Corporation  
Sub-adviser: Fayez Sarofim  
Investment Objective: Long-term capital growth consistent with the preservation of capital.

**Dreyfus Variable Investment Fund - International Value Portfolio: Initial Shares**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Adviser: The Dreyfus Corporation  
Sub-adviser: Boston Company Asset Management  
Investment Objective: Long-term capital growth.

**Federated Insurance Series - Federated Quality Bond Fund II: Primary Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Adviser: Federated Investment Management Company  
Investment Objective: Current income.

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

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Adviser: Fidelity Management & Research Company  
Sub-adviser: Fidelity Research & Analysis Company  
Investment Objective: Long-term capital appreciation.

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

Investment Adviser: Fidelity Management & Research Company  
Sub-adviser: Fidelity Research & Analysis Company  
Investment Objective: Reasonable income.

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

Investment Adviser: Fidelity Management & Research Company  
Sub-adviser: FMR Co., Inc.  
Investment Objective: Capital appreciation.

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

Investment Adviser: Fidelity Management & Research Company  
Sub-adviser: Fidelity Investments Money Management, Inc.  
Investment Objective: High level of current income.

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

Investment Adviser: Fidelity Management & Research Company  
Sub-adviser: Fidelity Research & Analysis Company  
Investment Objective: Long-term growth of capital.

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

Investment Adviser: Fidelity Management & Research Company  
Sub-adviser: FMR Co., Inc.  
Investment Objective: Long-term capital growth.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

Investment Adviser: Franklin Advisory Services, LLC  
Investment Objective: Long-term total return.

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

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2004*

Investment Adviser: Templeton Investment Counsel, LLC  
Investment Objective: Long-term capital growth.

**Franklin Templeton Variable Insurance Products Trust - Templeton Foreign Securities Fund: Class 3**

Investment Adviser: Templeton Investment Counsel, LLC  
Investment Objective: Long-term capital growth.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

**Goldman Sachs Variable Insurance Trust - Goldman Sachs VIT Mid Cap Value Fund: Institutional Shares**

Investment Adviser: Goldman Sachs Asset Management, L.P.  
Investment Objective: Long-term capital appreciation.

**J.P. Morgan Insurance Trust - JPMorgan Insurance Trust Diversified Mid Cap Growth Portfolio Class 1**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2005*

Investment Adviser: JPMorgan Investment Advisors Inc.  
Investment Objective: Growth of capital and secondarily, current income by investing primarily in equity securities.

**J.P. Morgan Insurance Trust - JPMorgan Insurance Trust Diversified Mid Cap Value Portfolio Class 1**

*This underlying mutual fund is no longer available to receive transfers or new purchase payments effective May 1, 2006*

Investment Adviser: JPMorgan Investment Advisors Inc.  
Investment Objective: Capital appreciation with the secondary goal of achieving current income by investing primarily in equity securities.

**Janus Aspen Series - Balanced Portfolio: Service Shares**

Investment Adviser: Janus Capital Management LLC  
Investment Objective: Long-term growth of capital, consistent with preservation of capital and balanced by current income.

**Janus Aspen Series - Forty Portfolio: Service Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

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

**Janus Aspen Series - International Growth Portfolio: Service II Shares**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

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

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

**Lincoln Variable Insurance Products Trust – Baron Growth Opportunities Fund: Service Class**

Investment Adviser: Lincoln Investment Advisors Corporation  
Sub-adviser: BAMCO, Inc.  
Investment Objective: Capital appreciation.

**Lord Abbett Series Fund, Inc. - Mid-Cap Value Portfolio: Class VC**

Investment Adviser: Lord, Abbett & Co. LLC  
Investment Objective: Capital appreciation through investments, primarily in equity securities, which are believed to be undervalued in the market place.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Federated Investment Management Company  
Investment Objective: High current income.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Gartmore Global Partners  
Investment Objective: Long-term capital growth by investing primarily in equity securities of companies located in emerging market countries.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

**Nationwide Variable Insurance Trust - Gartmore NVIT Global Utilities Fund: Class III**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Gartmore Global Partners  
Investment Objective: Long-term capital growth.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Gartmore Global Partners  
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.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Nationwide Asset Management, LLC  
Investment Objective: The Fund seeks a high level of current income.

**Nationwide Variable Insurance Trust - NVIT Global Financial Services Fund: Class III**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Gartmore Global Partners  
Investment Objective: Long-term capital growth.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Nationwide Asset Management, LLC  
Investment Objective: To provide a high level of income as is consistent with the preservation of capital.

**Nationwide Variable Insurance Trust - NVIT Health Sciences Fund: Class III**

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Aberdeen Asset Management, Inc.  
Investment Objective: Long-term capital appreciation.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

Investment Adviser: Nationwide Fund Advisors  
Investment Objective: To maximize growth of capital consistent with a more aggressive level of risk as compared to the other Investor Destinations Funds.

The Nationwide NVIT Investor Destinations Funds are designed to provide diversification and asset allocation across several types of investments and asset classes, primarily by investing in underlying funds. Therefore, a proportionate share of the fees and expenses of the underlying funds are indirectly borne by investors. Please refer to the prospectus for Nationwide NVIT Investor Destinations Funds for more information.

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

Investment Adviser: Nationwide Fund Advisors  
Investment Objective: High level of return consistent with a conservative level of risk compared to the other Investor Destinations Funds.

The Nationwide NVIT Investor Destinations Funds are designed to provide diversification and asset allocation across several types of investments and asset classes, primarily by investing in underlying funds. Therefore, a proportionate share of the fees and expenses of the underlying funds are indirectly borne by investors. Please refer to the prospectus for Nationwide NVIT Investor Destinations Funds for more information.

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

Investment Adviser: Nationwide Fund Advisors  
Investment Objective: High level of total return consistent with a moderate level of risk as compared to other Investor Destinations Funds.

The Nationwide NVIT Investor Destinations Funds are designed to provide diversification and asset allocation across several types of investments and asset classes, primarily by investing in underlying funds. Therefore, a proportionate share of the fees and expenses of the underlying funds are indirectly borne by investors. Please refer to the prospectus for Nationwide NVIT Investor Destinations Funds for more information.

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

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

The Nationwide NVIT Investor Destinations Funds are designed to provide diversification and asset allocation across several types of investments and asset classes, primarily by investing in underlying funds. Therefore, a proportionate share of the fees and expenses of the underlying funds are indirectly borne by investors. Please refer to the prospectus for Nationwide NVIT Investor Destinations Funds for more information.

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

Investment Adviser: Nationwide Fund Advisors  
Investment Objective: High level of total return consistent with a moderately conservative level of risk.

The Nationwide NVIT Investor Destinations Funds are designed to provide diversification and asset allocation across several types of investments and asset classes, primarily by investing in underlying funds. Therefore, a proportionate share of the fees and expenses of the underlying funds are indirectly borne by investors. Please refer to the prospectus for Nationwide NVIT Investor Destinations Funds for more information.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: BlackRock Investment Management, LLC  
Investment Objective: Capital appreciation.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Nationwide Asset Management, LLC  
Investment Objective: High level of current income as is consistent with the preservation of capital and maintenance of liquidity.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: AIM Capital Management, Inc. and American Century Global Investment Management Inc.

Investment Objective: The fund seeks long-term capital growth.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: AllianceBernstein Management; JP Morgan Investment Management, Inc.  
Investment Objective: Long-term capital appreciation.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Goldman Sachs Asset Management; Neuberger Berman Management Inc. and Wells Fargo Investment Management

Investment Objective: The fund seeks long-term capital growth.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Goldman Sachs Asset Management, L.P., Wellington Management Company, LLP, and Deutsche Investment Management Americas Inc., doing business as Deutsche Asset Management

Investment Objective: The fund seeks long-term capital growth.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Oberweis Asset Management, Inc.; Waddell & Reed Investment Management Company

Investment Objective: Capital growth.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Aberdeen Asset Management, Inc.; Epoch Investment Partners, Inc.; J.P. Morgan Investment Management Inc.  
Investment Objective: Capital appreciation.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Aberdeen Asset Management, Inc.; American Century Investment Management Inc.; Gartmore Global Partners; Morgan Stanley Investment Management; Neuberger Berman Management, Inc.; Putnam Investment Management, LLC; Waddell & Reed Investment Management Company  
Investment Objective: Long-term growth of capital.

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Aberdeen Asset Management, Inc.  
Investment Objective: Total return through a flexible combination of capital appreciation and current income.

**Nationwide Variable Insurance Trust - NVIT Technology and Communications Fund: Class III**

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Aberdeen Asset Management, Inc.  
Investment Objective: Long-term capital appreciation.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Van Kampen Asset Management  
Investment Objective: Above average total return over a market cycle of three to five years.

**Nationwide Variable Insurance Trust - Van Kampen NVIT Real Estate Fund: Class I**

Investment Adviser: Nationwide Fund Advisors  
Sub-adviser: Van Kampen Asset Management  
Investment Objective: The fund seeks current income and long-term capital appreciation.

**Neuberger Berman Advisers Management Trust - AMT Fasciano Portfolio: S Class**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2005*

Investment Adviser: Neuberger Berman Management Inc.  
Sub-adviser: Neuberger Berman, LLC  
Investment Objective: Long-term capital growth.

**Neuberger Berman Advisers Management Trust - AMT International Portfolio: S Class**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Adviser: Neuberger Berman Management Inc.  
Sub-adviser: Neuberger Berman, LLC  
Investment Objective: Long-term growth of capital by investing primarily in common stocks of foreign companies.

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

**Neuberger Berman Advisers Management Trust - AMT Mid-Cap Growth Portfolio: I Class**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

Investment Adviser: Neuberger Berman Management Inc.  
Sub-adviser: Neuberger Berman, LLC  
Investment Objective: Capital growth.

**Oppenheimer Variable Account Funds - Oppenheimer Capital Appreciation Fund/VA: Non-Service Shares**

Investment Adviser: OppenheimerFunds, Inc.  
Investment Objective: Capital appreciation by investing in securities of well-known, established companies.

**Oppenheimer Variable Account Funds - Oppenheimer Global Securities Fund/VA: Class 3**

Investment Adviser: 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

This underlying mutual fund assesses a short-term trading fee (please see "Short-Term Trading Fees" earlier in this prospectus).

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

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

Investment Adviser: 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.

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

Investment Adviser: Pacific Investment Management Company LLC  
Investment Objective: Maximum total return consistent with preservation of capital and prudent investment management.

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

Investment Adviser: Pacific Investment Management Company LLC  
Investment Objective: Maximum total return consistent with preservation of capital and prudent investment management.

**PIMCO Variable Insurance Trust - Real Return Portfolio: Administrative Class**

Investment Adviser: Pacific Investment Management Company LLC  
Investment Objective: Maximum real return consistent with preservation of real capital and prudent investment management.

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

Investment Adviser: Pacific Investment Management Company LLC  
Investment Objective: Maximum total return consistent with preservation of capital and prudent investment management.

**Pioneer Variable Contracts Trust - Pioneer High Yield VCT Portfolio: Class I Shares**

Investment Adviser: Pioneer Investment Management, Inc.  
Investment Objective: Maximize total return through a combination of income and capital appreciation.

**Royce Capital Fund - Royce Micro-Cap Portfolio: Investment Class**

Investment Adviser: Royce & Associates, LLC  
Investment Objective: Long-term capital growth.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Equity Income Portfolio: Class II**

Investment Adviser: T. Rowe Price Investment Services  
Investment Objective: Substantial dividend income as well as long-term growth of capital through investments in the common stocks of established companies.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price Mid-Cap Growth Portfolio: Class II**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2004*

Investment Adviser: T. Rowe Price Investment Services  
Investment Objective: Long-term capital appreciation by investing in medium-sized growth companies.

**T. Rowe Price Equity Series, Inc. - T. Rowe Price New America Growth Portfolio**

Investment Adviser: T. Rowe Price Investment Services  
Investment Objective: Long-term growth of capital primarily in the common stocks of companies operating in sectors T. Rowe Price believes will be the fastest growing in the United States.

**The Universal Institutional Funds, Inc. - U.S. Real Estate Portfolio: Class I**

*This underlying mutual fund is only available in contracts for which good order applications were received before May 1, 2008*

Investment Adviser: Morgan Stanley Investment Management Inc.  
Investment Objective: Above average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts.

**W&R Target Funds, Inc. - Growth Portfolio**

Investment Adviser: Waddell & Reed Investment Management Company  
Investment Objective: Capital growth with a secondary objective of current income.

**W&R Target Funds, Inc. - Real Estate Securities Portfolio**

Investment Adviser: Waddell & Reed Investment Management Company  
Sub-adviser: Advantus Capital Management, Inc.  
Investment Objective: Total return through a combination of capital appreciation and current



## Appendix B: Condensed Financial Information

The following tables reflect accumulation unit values for the units of the sub-accounts. As used in this appendix, 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.

The following funds were added to the variable account effective May 1, 2008, therefore, no Condensed Financial Information is available:

- **Gartmore NVIT International Equity Fund: Class VI**
- **NVIT Core Bond Fund: Class I**
- **NVIT Multi-Manager International Growth Fund: Class III**
- **NVIT Multi-Manager Large Cap Growth Fund: Class I**
- **NVIT Multi-Manager Large Cap Value Fund: Class I**
- **Van Kampen NVIT Real Estate Fund: Class I**

Sub-Account	Accumulation Unit Value at Beginning of Period	Accumulation Unit Value at End of Period	Percent Change in Accumulation Unit Value	Number of Accumulation Units at End of Period	Period
AIM Variable Insurance Funds - AIM V.I. Basic Value Fund: Series I Shares - Q/NQ	15.134215	15.221090	0.57%	0	2007
	13.496808	15.134215	12.13%	0	2006
	12.886668	13.496808	4.73%	0	2005
	11.713617	12.886668	10.01%	0	2004
	10.000000	11.713617	17.14%	0	2003*
AIM Variable Insurance Funds - AIM V.I. Capital Development Fund: Series I Shares - Q/NQ	16.805451	18.450008	9.79%	295	2007
	14.560755	16.805451	15.42%	296	2006
	13.411767	14.560755	8.57%	0	2005
	11.723298	13.411767	14.40%	0	2004
	10.000000	11.723298	17.23%	0	2003*
AllianceBernstein Variable Products Series Fund, Inc. - AllianceBernstein Growth and Income Portfolio: Class A - Q/NQ	15.125959	15.748305	4.11%	15,184	2007
	13.019908	15.125959	16.18%	14,723	2006
	12.534409	13.019908	3.87%	10,058	2005
	11.353280	12.534409	10.40%	10,058	2004
	10.000000	11.353280	13.53%	5,165	2003*
American Century Variable Portfolios, Inc. - American Century VP International Fund: Class I - Q/NQ	18.741089	21.913826	16.93%	1,990	2007
	15.133145	18.741089	23.84%	1,990	2006
	13.489889	15.133145	12.18%	1,990	2005
	11.850660	13.489889	13.83%	1,990	2004
	10.000000	11.850660	18.51%	1,990	2003*
American Century Variable Portfolios, Inc. - American Century VP International Fund: Class III - Q/NQ	15.682979	18.337988	16.93%	646	2007
	12.663770	15.682979	23.84%	646	2006
	11.304004	12.663770	12.03%	646	2005
	10.000000	11.304004	13.04%	646	2004*

<b>Sub-Account</b>	<b>Accumulation Unit Value at Beginning of Period</b>	<b>Accumulation Unit Value at End of Period</b>	<b>Percent Change in Accumulation Unit Value</b>	<b>Number of Accumulation Units at End of Period</b>	<b>Period</b>
American Century Variable Portfolios, Inc. - American Century VP Ultra Fund: Class I - Q/NQ	11.770437	14.108113	19.86%	18,428	2007
	12.285484	11.770437	-4.19%	18,428	2006
	12.140075	12.285484	1.20%	18,428	2005
	11.074252	12.140075	9.62%	18,428	2004
	10.000000	11.074252	10.74%	4,363	2003*
American Century Variable Portfolios, Inc. - American Century VP Value Fund: Class I - Q/NQ	16.119722	15.145377	-6.04%	563	2007
	13.715487	16.119722	17.53%	290	2006
	13.183059	13.715487	4.04%	0	2005
	11.640954	13.183059	13.25%	0	2004
	10.000000	11.640954	16.41%	0	2003*
American Century Variable Portfolios, Inc. - American Century VP Vista Fund: Class I - Q/NQ	12.299852	17.027639	38.44%	0	2007
	11.391391	12.299852	7.97%	0	2006
	10.000000	11.391391	13.91%	0	2005*
BlackRock Large Cap Core V. I. Fund: Class II - Q/NQ	13.083061	14.011166	7.09%	0	2007
	11.524036	13.083061	13.53%	0	2006
	10.000000	11.524036	15.24%	0	2005*
Calvert Variable Series, Inc. - CVS Social Equity Portfolio - Q/NQ	13.286801	14.474547	8.94%	0	2007
	12.188168	13.286801	9.01%	0	2006
	11.769952	12.188168	3.55%	0	2005
	11.089079	11.769952	6.14%	0	2004
	10.000000	11.089079	10.89%	0	2003*
Dreyfus Investment Portfolios - Mid Cap Stock Portfolio: Initial Shares - Q/NQ	15.219827	15.300151	0.53%	0	2007
	14.260372	15.219827	6.73%	0	2006
	13.187285	14.260372	8.14%	0	2005
	11.630293	13.187285	13.39%	14,810	2004
	10.000000	11.630293	16.30%	7,418	2003*
Dreyfus Investment Portfolios - Small Cap Stock Index Portfolio: Service Shares - Q/NQ	17.642984	17.360048	-1.60%	4,191	2007
	15.568198	17.642984	13.33%	3,742	2006
	14.656944	15.568198	6.22%	2,017	2005
	12.140548	14.656944	20.73%	2,017	2004
	10.000000	12.140548	21.41%	2,017	2003*
Dreyfus Stock Index Fund, Inc.: Initial Shares - Q/NQ	14.753341	15.380362	4.25%	48,096	2007
	12.895853	14.753341	14.40%	47,601	2006
	12.435774	12.895853	3.70%	87,403	2005
	11.347588	12.435774	9.59%	141,053	2004
	10.000000	11.347588	13.48%	141,271	2003*

<b>Sub-Account</b>	<b>Accumulation Unit Value at Beginning of Period</b>	<b>Accumulation Unit Value at End of Period</b>	<b>Percent Change in Accumulation Unit Value</b>	<b>Number of Accumulation Units at End of Period</b>	<b>Period</b>
Dreyfus Variable Investment Fund - Appreciation Portfolio: Initial Shares - Q/NQ	13.684478	14.520506	6.11%	46,753	2007
	11.860999	13.684478	15.37%	47,087	2006
	11.472201	11.860999	3.39%	13,189	2005
	11.025857	11.472201	4.05%	13,189	2004
	10.000000	11.025857	10.26%	6,699	2003*
Dreyfus Variable Investment Fund - International Value Portfolio: Initial Shares - Q/NQ	20.299101	20.940324	3.16%	537	2007
	16.715881	20.299101	21.44%	537	2006
	15.082465	16.715881	10.83%	537	2005
	12.686840	15.082465	18.88%	537	2004
	10.000000	12.686840	26.87%	537	2003*
Federated Insurance Series - Federated Quality Bond Fund II: Primary Shares - Q/NQ	10.564731	11.027146	4.38%	1,100	2007
	10.240381	10.564731	3.17%	1,102	2006
	10.205913	10.240381	0.34%	0	2005
	9.943836	10.205913	2.64%	0	2004
	10.000000	9.943836	-0.56%	0	2003*
Fidelity Variable Insurance Products Fund - VIP Contrafund® Portfolio: Service Class - Q/NQ	16.940595	19.716460	16.39%	35,588	2007
	15.326374	16.940595	10.53%	35,590	2006
	13.241977	15.326374	15.74%	22,679	2005
	11.590970	13.241977	14.24%	26,115	2004
	10.000000	11.590970	15.91%	13,402	2003*
Fidelity Variable Insurance Products Fund - VIP Equity-Income Portfolio: Service Class - Q/NQ	16.008276	16.080137	0.45%	18,924	2007
	13.458867	16.008276	18.94%	18,916	2006
	12.847842	13.458867	4.76%	18,640	2005
	11.645506	12.847842	10.32%	23,570	2004
	10.000000	11.645506	16.46%	7,289	2003*
Fidelity Variable Insurance Products Fund - VIP Growth Portfolio: Service Class - Q/NQ	13.059759	16.410737	25.66%	4,663	2007
	12.353070	13.059759	5.72%	4,655	2006
	11.801694	12.353070	4.67%	4,228	2005
	11.538318	11.801694	2.28%	4,228	2004
	10.000000	11.538318	15.38%	2,113	2003*
Fidelity Variable Insurance Products Fund - VIP Investment Grade Bond Portfolio: Service Class - Q/NQ	10.413829	10.748753	3.22%	307	2007
	10.080003	10.413829	3.31%	309	2006
	10.000000	10.080003	0.80%	0	2005*
Fidelity Variable Insurance Products Fund - VIP Mid Cap Portfolio: Service Class - Q/NQ	13.443925	15.377686	14.38%	2,014	2007
	12.054780	13.443925	11.52%	2,332	2006
	10.000000	12.054780	20.55%	0	2005*

<b>Sub-Account</b>	<b>Accumulation Unit Value at Beginning of Period</b>	<b>Accumulation Unit Value at End of Period</b>	<b>Percent Change in Accumulation Unit Value</b>	<b>Number of Accumulation Units at End of Period</b>	<b>Period</b>
Fidelity Variable Insurance Products Fund - VIP Overseas Portfolio: Service Class R - Q/NQ	15.251016	17.707294	16.11%	324	2007
	13.053761	15.251016	16.83%	309	2006
	11.081467	13.053761	17.80%	0	2005
	10.000000	11.081467	10.81%	0	2004*
Franklin Templeton Variable Insurance Products Trust - Franklin Small Cap Value Securities Fund: Class 2 - Q/NQ	13.092490	12.658835	-3.31%	437	2007
	11.299016	13.092490	15.87%	435	2006
	10.000000	11.299016	12.99%	0	2005*
Franklin Templeton Variable Insurance Products Trust - Templeton Foreign Securities Fund: Class 2 - Q/NQ	18.906338	21.620261	14.35%	1,356	2007
	15.716674	18.906338	20.29%	1,356	2006
	14.402435	15.716674	9.13%	1,356	2005
	12.267546	14.402435	17.40%	3,443	2004
	10.000000	12.267546	22.68%	3,443	2003*
Franklin Templeton Variable Insurance Products Trust - Templeton Foreign Securities Fund: Class 3 - Q/NQ	15.161349	17.336028	14.34%	3,095	2007
	12.601840	15.161349	20.31%	2,898	2006
	11.551866	12.601840	9.09%	1,617	2005
	10.000000	11.551866	15.52%	4,106	2004*
Goldman Sachs Variable Insurance Trust - Goldman Sachs VIT Mid Cap Value Fund: Institutional Shares - Q/NQ	18.788110	19.204811	2.22%	8,165	2007
	16.328478	18.788110	15.06%	7,936	2006
	14.610663	16.328478	11.76%	0	2005
	11.717627	14.610663	24.69%	0	2004
	10.000000	11.717627	17.18%	0	2003*
Janus Aspen Series - Balanced Portfolio: Service Shares - Q/NQ	13.320560	14.550581	9.23%	5,056	2007
	12.179496	13.320560	9.37%	5,377	2006
	11.421045	12.179496	6.64%	5,697	2005
	10.647559	11.421045	7.26%	0	2004
	10.000000	10.647559	6.48%	0	2003*
Janus Aspen Series - Forty Portfolio: Service Shares - Q/NQ	15.403626	20.845752	35.33%	0	2007
	14.251728	15.403626	8.08%	0	2006
	12.782935	14.251728	11.49%	0	2005
	10.939845	12.782935	16.85%	0	2004
	10.000000	10.939845	9.40%	0	2003*
Janus Aspen Series - International Growth Portfolio: Service Shares - Q/NQ	28.190759	35.744828	26.80%	0	2007
	19.409705	28.190759	45.24%	0	2006
	14.851671	19.409705	30.69%	0	2005
	12.633344	14.851671	17.56%	0	2004*

<b>Sub-Account</b>	<b>Accumulation Unit Value at Beginning of Period</b>	<b>Accumulation Unit Value at End of Period</b>	<b>Percent Change in Accumulation Unit Value</b>	<b>Number of Accumulation Units at End of Period</b>	<b>Period</b>
Janus Aspen Series - International Growth Portfolio: Service II Shares - Q/NQ	21.707408	27.535901	26.85%	652	2007
	14.939016	21.707408	45.31%	652	2006
	11.424142	14.939016	30.77%	0	2005
	10.000000	11.424142	14.24%	0	2004*
JPMorgan Insurance Trust - JPMorgan Insurance Trust Diversified Mid Cap Growth Portfolio 1 - Q/NQ	15.347195	17.821046	16.12%	0	2007
	13.909795	15.347195	10.33%	0	2006
	12.640620	13.909795	10.04%	0	2005
	11.331812	12.640620	11.55%	0	2004
	10.000000	11.331812	13.32%	1,830	2003*
JPMorgan Insurance Trust - JPMorgan Insurance Trust Diversified Mid Cap Value Portfolio 1 - Q/NQ	17.298454	17.290328	-0.05%	0	2007
	14.962097	17.298454	15.62%	0	2006
	13.762690	14.962097	8.71%	0	2005
	12.040696	13.762690	14.30%	0	2004
	10.000000	12.040696	20.41%	1,735	2003*
Lincoln Variable Insurance Products Trust - Baron Growth Opportunities Fund: Service Class - Q/NQ	16.715191	17.121844	2.43%	5,501	2007
	14.607599	16.715191	14.43%	5,249	2006
	14.267256	14.607599	2.39%	3,426	2005
	11.464622	14.267256	24.45%	4,787	2004
	10.000000	11.464622	14.65%	1,411	2003*
Lord Abnett Series - Mid-Cap Value Fund: Class VC - Q/NQ	12.470722	12.423321	-0.38%	63	2007
	11.217947	12.470722	11.17%	58	2006
	10.000000	11.217947	12.18%	0	2005*
Neuberger Berman Advisers Management Trust - AMT Fasciano Portfolio: S Class - Q/NQ	13.574965	13.514533	-0.45%	0	2007
	13.020928	13.574965	4.25%	0	2006
	12.775315	13.020928	1.92%	0	2005
	11.528598	12.775315	10.81%	0	2004
	10.000000	11.528598	15.29%	0	2003*
Neuberger Berman Advisers Management Trust - AMT International Portfolio: S Class - Q/NQ	14.278164	14.596206	2.23%	2,363	2007
	11.676214	14.278164	22.28%	2,359	2006
	10.000000	11.676214	16.76%	0	2005*
Neuberger Berman Advisers Management Trust - AMT Mid-Cap Growth Portfolio: I Class - Q/NQ	16.664466	20.223689	21.36%	0	2007
	14.668454	16.664466	13.61%	0	2006
	13.019640	14.668454	12.66%	0	2005
	11.301460	13.019640	15.20%	0	2004
	10.000000	11.301460	13.01%	0	2003*

<b>Sub-Account</b>	<b>Accumulation Unit Value at Beginning of Period</b>	<b>Accumulation Unit Value at End of Period</b>	<b>Percent Change in Accumulation Unit Value</b>	<b>Number of Accumulation Units at End of Period</b>	<b>Period</b>
NVIT Federated NVIT High Income Bond Fund: Class III - Q/NQ	11.474698	11.725142	2.18%	0	2007
	10.474309	11.474698	9.55%	0	2006
	10.000000	10.474309	4.74%	0	2005*
NVIT Gartmore NVIT Emerging Markets Fund: Class III - Q/NQ	20.980892	30.245878	44.16%	1,152	2007
	15.501142	20.980892	35.35%	941	2006
	11.797031	15.501142	31.40%	0	2005
	10.000000	11.797031	17.97%	0	2004*
NVIT Gartmore NVIT Global Utilities Fund: Class III - Q/NQ	18.185742	21.685091	19.24%	2,093	2007
	13.343492	18.185742	36.29%	2,093	2006
	12.651496	13.343492	5.47%	0	2005
	10.000000	12.651496	26.51%	0	2004*
NVIT NVIT Global Financial Services Fund: Class III - Q/NQ	15.393204	15.075165	-2.07%	1,423	2007
	12.914147	15.393204	19.20%	1,423	2006
	11.727591	12.914147	10.12%	0	2005
	10.000000	11.727591	17.28%	0	2004*
NVIT NVIT Health Sciences Fund: Class III - Q/NQ	10.796109	12.107403	12.15%	0	2007
	10.612584	10.796109	1.73%	0	2006
	9.881684	10.612584	7.40%	0	2005
	10.000000	9.881684	-1.18%	0	2004*
NVIT NVIT Government Bond Fund: Class I - Q/NQ	10.549743	11.196960	6.13%	0	2007
	10.306290	10.549743	2.36%	0	2006
	10.076030	10.306290	2.29%	0	2005
	9.851305	10.076030	2.28%	0	2004
	10.000000	9.851305	-1.49%	0	2003*
NVIT NVIT International Fund: Class VI - Q/NQ	15.460731	15.726260	1.72%	2,108	2007
	12.751487	15.460731	21.25%	1,915	2006
	11.514633	12.751487	10.74%	0	2005
	10.000000	11.514633	15.15%	0	2004*
NVIT NVIT Investor Destinations Conservative Fund: Class II - Q/NQ	11.510947	12.014504	4.37%	0	2007
	10.946325	11.510947	5.16%	0	2006
	10.697290	10.946325	2.33%	0	2005
	10.319775	10.697290	3.66%	0	2004
	10.000000	10.319775	3.20%	0	2003*

<b>Sub-Account</b>	<b>Accumulation Unit Value at Beginning of Period</b>	<b>Accumulation Unit Value at End of Period</b>	<b>Percent Change in Accumulation Unit Value</b>	<b>Number of Accumulation Units at End of Period</b>	<b>Period</b>
NVIT NVIT Investor Destinations Moderately Conservative Fund: Class II - Q/NQ	12.582417	13.192449	4.85%	0	2007
	11.715958	12.582417	7.40%	0	2006
	11.320216	11.715958	3.50%	0	2005
	10.665260	11.320216	6.14%	0	2004
	10.000000	10.665260	6.65%	0	2003*
NVIT NVIT Investor Destinations Moderate Fund: Class II - Q/NQ	13.785950	14.427043	4.65%	21,294	2007
	12.498817	13.785950	10.30%	21,614	2006
	11.978229	12.498817	4.35%	21,294	2005
	11.040312	11.978229	8.50%	0	2004
	10.000000	11.040312	10.40%	0	2003*
NVIT NVIT Investor Destinations Moderately Aggressive Fund: Class II - Q/NQ	15.308416	16.094732	5.14%	0	2007
	13.492893	15.308416	13.46%	0	2006
	12.722215	13.492893	6.06%	0	2005
	11.458549	12.722215	11.03%	0	2004
	10.000000	11.458549	14.59%	0	2003*
NVIT NVIT Investor Destinations Aggressive Fund: Class II - Q/NQ	16.471118	17.285822	4.95%	47	2007
	14.228552	16.471118	15.76%	43	2006
	13.309041	14.228552	6.91%	0	2005
	11.783840	13.309041	12.94%	0	2004
	10.000000	11.783840	17.84%	0	2003*
NVIT NVIT Mid Cap Index Fund: Class I - Q/NQ	16.489574	17.566718	6.53%	0	2007
	15.149148	16.489574	8.85%	0	2006
	13.643342	15.149148	11.04%	0	2005
	11.901798	13.643342	14.63%	0	2004
	10.000000	11.901798	19.02%	0	2003*
NVIT NVIT Money Market Fund: Class V - Q/NQ	10.519572	10.926084	3.86%	2,634	2007
	10.151834	10.519572	3.62%	34,511	2006
	9.974527	10.151834	1.78%	45,280	2005
	9.981270	9.974527	-0.07%	52,146	2004
	10.000000	9.981270	-0.19%	64,589	2003*
NVIT NVIT Multi-Manager Small Cap Growth Fund: Class I - Q/NQ	14.133306	15.363178	8.70%	3,329	2007
	13.825112	14.133306	2.23%	3,372	2006
	12.912628	13.825112	7.07%	3,324	2005
	11.494399	12.912628	12.34%	3,324	2004
	10.000000	11.494399	14.94%	1,652	2003*

<b>Sub-Account</b>	<b>Accumulation Unit Value at Beginning of Period</b>	<b>Accumulation Unit Value at End of Period</b>	<b>Percent Change in Accumulation Unit Value</b>	<b>Number of Accumulation Units at End of Period</b>	<b>Period</b>
NVIT NVIT Multi-Manager Small Cap Value Fund: Class I - Q/NQ	17.997357	16.596528	-7.78%	3,272	2007
	15.490603	17.997357	16.18%	3,269	2006
	15.172526	15.490603	2.10%	3,230	2005
	13.059000	15.172526	16.18%	3,230	2004
	10.000000	13.059000	30.59%	1,668	2003*
NVIT NVIT Multi-Manager Small Company Fund: Class I - Q/NQ	17.654869	17.859082	1.16%	42	2007
	15.908588	17.654869	10.98%	39	2006
	14.299449	15.908588	11.25%	0	2005
	12.129287	14.299449	17.89%	0	2004
	10.000000	12.129287	21.29%	0	2003*
NVIT NVIT Nationwide® Fund: Class I - Q/NQ	14.620885	15.665998	7.15%	0	2007
	12.990409	14.620885	12.55%	0	2006
	12.206304	12.990409	6.42%	0	2005
	11.228455	12.206304	8.71%	0	2004
	10.000000	11.228455	12.28%	0	2003*
NVIT NVIT Technology and Communications Fund: Class III - Q/NQ	11.803710	14.050898	19.04%	0	2007
	10.727725	11.803710	10.03%	0	2006
	10.886142	10.727725	-1.46%	0	2005
	10.000000	10.886142	8.86%	0	2004*
NVIT Van Kampen NVIT Multi Sector Bond Fund: Class I - Q/NQ	11.477385	11.893497	3.63%	0	2007
	11.052439	11.477385	3.84%	0	2006
	10.920080	11.052439	1.21%	0	2005
	10.348646	10.920080	5.52%	0	2004
	10.000000	10.348646	3.49%	0	2003*
Oppenheimer Variable Account Funds - Oppenheimer Capital Appreciation Fund/VA: Non-Service Shares - Q/NQ	13.595132	15.370519	13.06%	0	2007
	12.714574	13.595132	6.93%	0	2006
	12.213456	12.714574	4.10%	7,039	2005
	11.530780	12.213456	5.92%	7,039	2004
	10.000000	11.530780	15.31%	3,581	2003*
Oppenheimer Variable Account Funds - Oppenheimer Global Securities Fund/VA: Class 3 - Q/NQ	15.296548	16.110628	5.32%	296	2007
	13.121814	15.296548	16.57%	245	2006
	11.586130	13.121814	13.25%	0	2005
	10.000000	11.586130	15.86%	0	2004*



<b>Sub-Account</b>	<b>Accumulation Unit Value at Beginning of Period</b>	<b>Accumulation Unit Value at End of Period</b>	<b>Percent Change in Accumulation Unit Value</b>	<b>Number of Accumulation Units at End of Period</b>	<b>Period</b>
Oppenheimer Variable Account Funds - Oppenheimer Main Street Fund®/VA: Non-Service Shares - Q/NQ	14.687646	15.190918	3.43%	0	2007
	12.891207	14.687646	13.94%	0	2006
	12.280590	12.891207	4.97%	0	2005
	11.326917	12.280590	8.42%	0	2004
	10.000000	11.326917	13.27%	0	2003*
PIMCO Variable Insurance Trust - All Asset Portfolio: Administrative Class - Q/NQ	12.169765	13.057320	7.29%	738	2007
	11.739217	12.169765	3.67%	739	2006
	11.156548	11.739217	5.22%	0	2005
	10.000000	11.156548	11.57%	0	2004*
PIMCO Variable Insurance Trust - Low Duration Portfolio: Administrative Class - Q/NQ	10.334531	10.990673	6.35%	38,666	2007
	10.035783	10.334531	2.98%	38,666	2006
	10.031104	10.035783	0.05%	46,445	2005
	9.944386	10.031104	0.87%	46,445	2004
	10.000000	9.944386	-0.56%	1,406	2003*
PIMCO Variable Insurance Trust - Real Return Portfolio: Administrative Class - Q/NQ	11.036906	12.095237	9.59%	1,554	2007
	11.060398	11.036906	-0.21%	1,554	2006
	10.939407	11.060398	1.11%	13,516	2005
	10.142635	10.939407	7.86%	15,060	2004
	10.000000	10.142635	1.43%	7,385	2003*
PIMCO Variable Insurance Trust - Total Return Portfolio: Administrative Class - Q/NQ	10.845296	11.680853	7.70%	95,151	2007
	10.543451	10.845296	2.86%	94,291	2006
	10.392162	10.543451	1.46%	91,514	2005
	10.003498	10.392162	3.89%	91,514	2004
	10.000000	10.003498	0.03%	31,863	2003*
Pioneer Variable Contracts Trust - Pioneer High Yield VCT Portfolio: Class 1 - Q/NQ	12.662441	13.284091	4.91%	164	2007
	11.781866	12.662441	7.47%	165	2006
	11.667577	11.781866	0.98%	5,680	2005
	10.900590	11.667577	7.04%	5,680	2004
	10.000000	10.900590	9.01%	0	2003*
Royce Capital Fund - Royce Micro-Cap Portfolio: Investment Class - Q/NQ	18.825238	19.387108	2.98%	2,601	2007
	15.697700	18.825238	19.92%	2,598	2006
	14.199290	15.697700	10.55%	1,270	2005
	12.591999	14.199290	12.76%	16,220	2004
	10.000000	12.591999	25.92%	10,860	2003*

<b>Sub-Account</b>	<b>Accumulation Unit Value at Beginning of Period</b>	<b>Accumulation Unit Value at End of Period</b>	<b>Percent Change in Accumulation Unit Value</b>	<b>Number of Accumulation Units at End of Period</b>	<b>Period</b>
T. Rowe Price Equity Series, Inc. - T. Rowe Price Equity Income Portfolio: Class II - Q/NQ	15.509191	15.826462	2.05%	1,609	2007
	13.196649	15.509191	17.52%	1,610	2006
	12.848110	13.196649	2.71%	0	2005
	11.317128	12.848110	13.53%	0	2004
	10.000000	11.317128	13.17%	0	2003*
T. Rowe Price Equity Series, Inc. - T. Rowe Price Mid-Cap Growth Portfolio: Class II - Q/NQ	16.214301	18.825676	16.11%	2,596	2007
	15.387465	16.214301	5.37%	2,596	2006
	13.574827	15.387465	13.35%	1,360	2005
	11.609127	13.574827	16.93%	2,720	2004
	10.000000	11.609127	16.09%	1,398	2003*
T. Rowe Price Equity Series, Inc. - T. Rowe Price New America Growth Portfolio - Q/NQ	11.832539	13.334499	12.69%	691	2007
	11.129769	11.832539	6.31%	693	2006
	10.755117	11.129769	3.48%	0	2005
	10.000000	10.755117	7.55%	0	2004*
Van Kampen - The Universal Institutional Funds, Inc. - U.S. Real Estate Portfolio: Class I - Q/NQ	25.429614	20.887057	-17.86%	5,109	2007
	18.597278	25.429614	36.74%	4,979	2006
	16.040021	18.597278	15.94%	0	2005
	11.872716	16.040021	35.10%	0	2004
	10.000000	11.872716	18.73%	0	2003*
Waddell & Reed Target Funds, Inc. - Growth Portfolio - Q/NQ	12.131694	14.769946	21.75%	0	2007
	11.660381	12.131694	4.04%	0	2006
	10.000000	11.660381	16.60%	0	2005*
Waddell & Reed Target Funds, Inc. - Real Estate Securities Portfolio - Q/NQ	14.733926	12.248650	-16.87%	0	2007
	11.434619	14.733926	28.85%	0	2006
	10.000000	11.434619	14.35%	0	2005*

## Appendix C: Contract Types and Tax Information

### Types of Contracts

The contracts described in this prospectus are individual, non-qualified annuity contracts. They are classified according to the tax treatment to which they are subject under the Internal Revenue Code.

A Non-Qualified Contract is a contract that does not qualify for certain tax benefits under the Internal Revenue Code, and which is not an IRA, a Roth IRA, a SEP IRA, or a Tax Sheltered Annuity.

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 for 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 nonnatural persons, such as trusts, corporations and partnerships are generally subject to current income tax on the income earned inside the contract, unless the nonnatural person owns the contract as an “agent” of a natural person.

### 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 Internal Revenue Code, Nationwide will take whatever steps are available to remain in compliance.

The following is a brief summary of some of the federal income tax considerations related to the contracts. 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. Contract owners and prospective contract owners should consult a financial consultant, tax adviser or legal counsel to discuss the taxation and use of the contracts.

#### *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 payment made with after-tax dollars. 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 ratio which is 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.

In determining the taxable amount of a distribution, 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 a 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 Internal Revenue 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 Internal Revenue 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 under the Internal Revenue 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 that 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 Internal Revenue 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 Internal Revenue 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.

#### **Withholding**

- Pre-death distributions from the contracts are subject to federal income tax. Nationwide will withhold the tax from the distributions unless the contract owner requests otherwise.

In addition, under some circumstances, the Internal Revenue 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 Internal Revenue 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 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.

### **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 Internal Revenue 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 Internal Revenue Code (generally, trusts that have no beneficiaries who are not 2 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 will 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**

Internal Revenue 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 fine is paid to the Internal Revenue Service.

The amount of the fine 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 adviser for more information.

In 2001, the Economic Growth and Tax Relief Reconciliation Act (EGTRRA) was enacted. EGTRRA made numerous changes to the Internal Revenue Code, including the following:

- generally lowering federal income tax rates;
- 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. If changes resulting from EGTRRA are not extended, beginning January 1, 2011, the Internal Revenue Code will be restored to its pre-EGTRRA form.

This creates uncertainty as to future tax requirements and implications. Please consult a qualified tax or financial adviser for further information relating to EGTRRA and other tax issues.

## Required Distributions

Any distribution paid that is NOT due to payment of the death benefit may be subject to a CDSC.

The Internal Revenue 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 Internal Revenue 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 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

Internal Revenue 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 5 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 Internal Revenue Code by reason of Section 72(s)(5) or any other law or rule.





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