Filing at a Glance

Company: United of Omaha Life Insurance Company

Product Name: 401(k) Table B
SERFF Tr Num: UNTD-126224444
State: Arkansas

TOI: A03G Group Annuities - Deferred Variable
SERFF Status: Closed-Accepted For Informational Purposes
State Tr Num: 42911

Sub-TOI: A03G.002 Flexible Premium
Co Tr Num: FORM 616-GAQR-09
State Status: Filed-Closed

Filing Type: Form
Reviewer(s): Linda Bird

Authors: Phyllis Gunter, Jake Curtiss, Lisa Lehan, Amy Lawrenson, Shannon Taylor, Kyle Smith
Disposition Date: 07/22/2009

Date Submitted: 07/10/2009
Disposition Status: Accepted For Informational Purposes

Implementation Date Requested: 07/13/2009
Implementation Date:

State Filing Description:

General Information

Project Name: 401(k) Table B
Project Number: Form 616-GAQR-09
Requested Filing Mode: Informational

Explanation for Combination/Other:
Submission Type: New Submission
Overall Rate Impact:
Filing Status Changed: 07/22/2009

Deemer Date:
Submitted By: Amy Lawrenson
Filing Description:
July 10, 2009

Re: Filing Type: For Informational Purposes
NAIC ID No. 261-69868

Status of Filing in Domicile: Pending
Date Approved in Domicile:
Domicile Status Comments: Filed in the State of Nebraska on July 10, 2009.
Market Type: Group
Group Market Size: Small and Large
Group Market Type: Employer
Explanation for Other Group Market Type:
State Status Changed: 07/22/2009
Created By: Amy Lawrenson
Corresponding Filing Tracking Number:

Form Number: 616-GAQR-09

Dear Filing Analyst:

Enclosed and submitted for informational purposes is United of Omaha Life Insurance Company's ("United") Rider, Form 616-GAQR-09. This form will replace Form 620-GAQC-09, which was filed for informational purposes and acknowledged by your Department on Janaury 6, 2009. Form 616-GAQR-09 was filed with the Nebraska Department of Insurance on July 10, 2009 and is pending approval at this time. Form 616-GAQR-09 will be used in conjunction with Form 901-GAQC-07, United's Unallocated Group Annuity Contract ("Contract") which was approved by your Department on September 6, 2007.

We are filing Form 616-GAQR-09 to indicate the changes made to investment options (subaccounts) offered under the separate account. These changes include the addition of the following investment options to the fund line-up: Mid Cap Stock Index Fund, Mutual GlidePath 2050 and Mutual GlidePath 2055. In addition, the following investment options will be removed from the fund line-up due to performance issues: Vanguard Growth and Income Fund, Vanguard Mid-Cap Index Fund and Western Asset Bond Portfolio.

Pursuant to the terms of the Contract, the Contractholder will be notified of changes to the subaccount options and any changes in fund-related expenses. The Contractholder will be given the right to terminate the Contract should it object to such changes.

The shaded text indicates variable material that is subject to change. The Rider number, contract number, and dates will vary based on the specifications of the Contractholder. All possible ranges for fee percentages are shown. The [bracketed] text indicates optional material that will either be included or removed. This language is denoted as optional because it will only be included if the Plan Sponsor selects the subaccount for the plan's investment options. As the brackets indicate, entire funds will either be included or removed. Once subaccounts are selected by the Plan Sponsor, the subaccounts will only change upon further direction of the Plan Sponsor. These forms are in final printed form and may be subject to change regarding paper stock, print style, corporate secretary signature and corporate logo. These forms do not contain any provisions that we know to be controversial by industry or company standards.

Your rapid response would be greatly appreciated. If you have any questions regarding this filing, please contact me as follows:

Amy Lawrenson
Retirement Plans Division
United of Omaha Insurance Company
Mutual of Omaha Plaza

Omaha, Nebraska 68175
Phone: (800) 843-2455, ext. 6927
Fax: (402) 351-6927
Email: amy.lawrenson@mutualofomaha.com

Sincerely,

Amy L. Lawrenson
Compliance Consultant
Retirement Plans Division

Company and Contact

Filing Contact Information

Amy Lawrenson, Compliance Consultant	amy.lawrenson@mutualofomaha.com
Mutual of Omaha	402-351-6927 [Phone]
Mutual of Omaha Plaza	402-997-1901 [FAX]
Omaha, NE 68175-0001	

Filing Company Information

United of Omaha Life Insurance Company	CoCode: 69868	State of Domicile: Nebraska
S-4, Retirement Plans Division	Group Code: 261	Company Type:
Mutual of Omaha Plaza	Group Name:	State ID Number:
Omaha, NE 68175	FEIN Number: 47-0322111	
(402) 351-6926 ext. [Phone]		

Filing Fees

Fee Required?	Yes
Fee Amount:	$20.00
Retaliatory?	No
Fee Explanation:	1 Form
Per Company:	No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
United of Omaha Life Insurance Company	$20.00	07/10/2009	29117355

Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Accepted For Informational Purposes	Linda Bird	07/22/2009	07/22/2009

Amendments

Schedule	Schedule Item Name	Created By	Created On	Date Submitted
Form	401(k) Table B	Amy Lawrenson	07/10/2009	07/10/2009

Disposition

Disposition Date: 07/22/2009
Implementation Date:
Status: Accepted For Informational Purposes
Comment:

Rate data does NOT apply to filing.

Schedule	**Schedule Item**	**Schedule Item Status**	**Public Access**
Supporting Document	Flesch Certification		No
Supporting Document	Application		No
Supporting Document	Life & Annuity - Acturial Memo		No
Form *(revised)*	401(k) Table B		No
Form	401(k) Table B		No

Amendment Letter

Submitted Date: 07/10/2009

Comments:

Please note that an amendment was created to the Product form. Originally, an incorrect attachment (cover letter) was placed in the product form. The correct form (Form 616-GAQR-09) is now attached. I appologize for any inconvenience. Please let me know if you have any questions.

Amy L. Lawrenson

Changed Items:

Form Schedule Item Changes:

Form Schedule Item Changes:

Form Number	Form Type	Form Name	Action	Form Action Other	Previous Filing #	Replaced Form #	Readability Score	Attachments
616-GAQR-09	Policy/Contract/Fraternal Certificate: Amendment, Insert Page, Endorsement or Rider	401(k) Table B	Initial					Form 616-GAQR-09.pdf

Form Schedule

Lead Form Number: Form 616-GAQR-09

Schedule Item Status	Form Number	Form Type	Form Name	Action	Action Specific Data	Readability	Attachment
	616-GAQR-09	Policy/Contract/Fraternal Certificate: Amendment, Insert Page, Endorsement or Rider	401(k) Table B	Initial			Form 616-GAQR-09.pdf

CONTRACT AMENDMENT RIDER ONE

This Rider, effective August 1, 2009, amends Group Annuity Contract No. 12345 and is subject to all provisions of the Contract, which are not in conflict with this Rider. NOTE: Important information regarding this Rider is contained in the endnotes at the end of this Rider.

TABLE B

MUTUAL FUNDS[1]

Subaccount[2]	Investment Manager	Investment Objective[3]	Investment Fee[4]			Shareholder Service Fee[5]
			Expense Ratio	Product Charge	Total (Expense Ratio + Product Charge)	
AllianceBernstein Small/Mid Cap Value Fund	AllianceBernstein L.P.	Long-term growth of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Allianz NFJ Dividend Value Fund	NFJ Investment Group, LP	Long-term growth of capital and income	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Artio International Equity Fund II	Artio Global Management LLC	Long-term growth of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
BlackRock Capital Appreciation Portfolio	BlackRock Advisors, LLC	Long-term of growth of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
BlackRock High Yield Bond Portfolio	BlackRock Advisors, LLC	Maximize total return, consistent with income generation and prudent investment management	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Causeway International Value Fund	Causeway Capital Management, LLC	Long-term growth of capital and income	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
CCM Capital Appreciation Fund	Cadence Capital Management	Growth of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Cohen & Steers Institutional Realty Shares	Cohen & Steers Capital Management, Inc.	Maximum total return	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Dreyfus/The Boston Company Small/Mid Cap Growth Portfolio	The Boston Company Asset Management, LLC	Long-term growth of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Evergreen Small-Mid Growth Fund	Evergreen Investment Management Company, LLC	Long-term growth of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Franklin Growth Fund	Franklin Advisors, Inc.	Capital appreciation	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%

Subaccount[2]	Investment Manager	Investment Objective[3]	Investment Fee[4]			Shareholder Service Fee[5]
			Expense Ratio	Product Charge	Total (Expense Ratio + Product Charge)	
Goldman Sachs High Yield Fund	Goldman Sachs Asset Management, LP	High level of current income and may also consider potential for capital appreciation	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Harbor Capital Appreciation Fund	Harbor Capital Advisors	Long-term growth of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
International Emerging Markets Fund	State Street Global Advisors	Maximize total return, generally through capital appreciation	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Lord Abbett Fundamental Equity Fund	Lord, Abbett & Co., LLC	Long-term growth of capital and income	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Metropolitan West Total Return Bond Fund	Metropolitan West Asset Management, LLC	Maximize long-term total return	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Oppenheimer Global Fund	OppenheimerFunds, Inc.	Capital appreciation	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
PIMCO Total Return Fund	Pacific Investment Management Company, LLC	Maximize total return, consistent with preservation of capital and prudent investment management	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Rainier Small/Mid Cap Equity Portfolio	Rainier Investment Management	Maximize long-term appreciation	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Royce Total Return Fund	Royce & Associates	Long-term growth of capital and current income	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Target Small Capitalization Value Portfolio	Prudential Investments LLC	Above-average capital appreciation	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
T. Rowe Price Growth Stock Fund	T. Rowe Price Associates, Inc.	Long-term growth of capital and, secondary, dividend income	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Vanguard® Global Equity Fund	Appointed by the Trustees of The Vanguard Group	Long-term appreciation of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Vanguard® Morgan Growth Fund	Appointed by the Trustees of The Vanguard Group	Long-term appreciation of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
Vanguard® Windsor II Fund	Appointed by the Trustees of The Vanguard Group	Long-term growth of capital and, secondarily, some dividend income	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%
William Blair Small-Mid Cap Growth I Fund	William Blair & Company, L.L.C.	Long-term appreciation of capital	0.00 - 1.50%	0.00 – 0.70%	0.00 – 2.20%	0.00 – 0.50%

MANAGED PORTFOLIOS

Subaccount[2]	Investment Manager	Investment Objective[3]	Investment Fee[4]		
			Management Fee	Product Charge	Total (Manager Service Fee + Product Charge)
Growth Fund	RCM Capital Management LLC	Long-term capital appreciation	0.00 – 0.65%	0.00 – 0.75%	0.00 – 1.40%
Small Company Fund	Wellington Management Company, LLP	Capital appreciation	0.00 – 0.65%	0.00 – 0.75%	0.00 – 1.40%
Strategic Value Fund	Goldman Sachs Asset Management	Long-term growth of capital	0.00 – 0.65%	0.00 – 0.75%	0.00 – 1.40%
Stadion Managed Growth Fund[6]	Stadion Money Management, Inc.	Long-term capital appreciation, while maintaining a degree of emphasis on capital preservation	0.00%	0.00 – 0.75%	0.00 – 0.75%
Stadion Managed Moderate Fund[6]	Stadion Money Management, Inc.	Long-term capital appreciation, while maintaining a secondary emphasis on capital preservation	0.00%	0.00 – 0.75%	0.00 – 0.75%
Stadion Managed Conservative Fund[6]	Stadion Money Management, Inc.	Long-term capital appreciation and capital preservation	0.00%	0.00 – 0.75%	0.00 – 0.75%

COLLECTIVE/COMMINGLED FUNDS

Subaccount[2]	Investment Manager	Investment Objective[3]	Investment Fee[4]		
			Management Fee	Product Charge	Total (Manager Service Fee + Product Charge)
Bond Index Fund	State Street Global Advisors – SSgA Passive Government Credit Bond Index Securities Lending Fund Series A	Match the total return of the Barclays Capital Government/Credit Bond Index, gross of fees	0.00 – 0.40%	0.00 – 0.50%	0.00 – 0.90%
Emerging Markets Index Fund	State Street Global Advisors	Match closely the returns of the cap weighted MSCI Emerging Markets Index	0.00 – 0.40%	0.00 – 0.50%	0.00 – 0.90%
Growth Stock Index Fund	State Street Global Advisors	Track the performance, gross of fees, of an index that measures investment return of domestic large cap growth stocks	0.00 – 0.40%	0.00 – 0.50%	0.00 – 0.90%

Subaccount[2]	Investment Manager	Investment Objective[3]	Investment Fee[4]		
			Management Fee	Product Charge	Total (Manager Service Fee + Product Charge)
International Stock Index Fund	State Street Global Advisors	Track the performance of an index that measures investment return of stocks from developed markets outside North America	0.00 – 0.40%	0.00 – 0.50%	0.00 – 0.90%
Mid Cap Stock Index Fund	State Street Global Advisors	Track the performance, gross of fees, of an index that measures investment return of domestic mid cap stocks	0.00 – 0.40%	0.00 – 0.50%	0.00 – 0.90%
Mutual GlidePath 2005[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.75%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2010[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.75%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2015[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.75%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2020[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.75%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2025[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.75%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2030[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.75%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2035[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.75%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2040[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.75%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2045[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.75%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2050[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.50%	0.00 – 0.50%	0.00 – 1.25%
Mutual GlidePath 2055[7]	Wilmington Trust RISC	Long-term capital growth	0.00 – 0.50%	0.00 – 0.50%	0.00 – 1.25%
Small Cap Stock Index Fund	State Street Global Advisors	Track the performance, gross of fees, of an index that measures investment return of domestic small cap stocks	0.00 – 0.40%	0.00 – 0.50%	0.00 – 0.90%
Stable Value Fund[6]	Ameriprise Trust Company – RiverSource Trust Income Fund IV	Preserve principal and income while maximizing current income	0.00 – 0.40%	0.00 – 0.50%	0.00 – 0.90%
Stock Market Index Fund	State Street Global Advisors – S&P 500 Flagship Fund Series A	Match, as closely as possible, the return of the S&P 500 Stock Index	0.00 – 0.40%	0.00 – 0.50%	0.00 – 0.90%

Subaccount[2]	Investment Manager	Investment Objective[3]	Investment Fee[4]		
			Management Fee	Product Charge	Total (Manager Service Fee + Product Charge)
Value Stock Index Fund	State Street Global Advisors	Track the performance, gross of fees, of an index that measures return of domestic large cap value stocks	0.00 – 0.40%	0.00 – 0.50%	0.00 – 0.90%

ASSET ALLOCATION MODELS

Subaccount[2]	Subaccount Allocation	Portfolio Expense[8]
International Developed Countries Fund	50% Causeway International Value Fund 50% Artio International Equity Fund II	0.00 – 0.10%
Mutual Directions 1 (Conservative)	50% Stable Value Fund[6] 30% Bond Index Fund 20% Stock Market Index Fund	0.00 – 0.10%
Mutual Directions 2 (Moderately Conservative)	30% Stable Value Fund[6] 30% Bond Index Fund 15% Stock Market Index Fund 10% International Developed Countries Fund 5% Strategic Value Fund 5% Growth Fund 5% Small Company Fund	0.00 – 0.10%
Mutual Directions 3 (Moderate)	40% Bond Index Fund 15% Stock Market Index Fund 10% Strategic Value Fund 10% Growth Fund 15% International Developed Countries Fund 10% Small Company Fund	0.00 – 0.10%
Mutual Directions 4 (Moderately Aggressive)	20% Bond Index Fund 15% Stock Market Index Fund 15% Strategic Value Fund 15% Growth Fund 15% International Developed Countries Fund 15% Small Company Fund 5% Emerging Markets Index Fund	0.00 – 0.10%

Subaccount[2]	Subaccount Allocation	Portfolio Expense[8]
Mutual Directions 5 (Aggressive)	20% Strategic Value Fund 20% Growth Fund 20% Small Company Fund 20% International Developed Countries Fund 15% Stock Market Index Fund 5% Emerging Markets Index Fund	0.00 – 0.10%

UNITED OF OMAHA LIFE INSURANCE COMPANY

Corporate Secretary

August 1, 2009

1. Any special provisions, if applicable, will be stated in the mutual fund's fund profiles available at http://www.getretirementright.com/fund_profiles (e.g., trading restrictions).
2. Fund availability varies by Plan. Table B lists all of the Subaccounts available under the Contract.
3. A full description of the investment objective is provided in each fund's investment profile, available at http://www.getretirementright.com/fund_profiles.
4. The investment fees shown in Table B are in addition to the administrative fees set forth in the Contract. Investment fees are charged based on the fund's average daily net assets, and include the expense ratio charged by mutual funds (which is stated in the fund's prospectus and may change as indicated in the prospectus), or a management fee paid to the investment manager of the managed portfolios or collective/commingled funds, and a product charge by United for investment services under the Contract. The total investment fees will reduce the Net Asset Value as specified in Sections 1.19 and 3.04 of the Contract. In addition to the expense ratio, mutual funds may charge redemption fees in certain circumstances as stated in the mutual fund's prospectus.
5. United of Omaha establishes omnibus accounts with fund companies by accumulating the assets of multiple plans into one account with each fund. Some fund companies reimburse United for individual plan and participant level accounting that United performs on the funds' behalf.
6. Subaccount not available for Participant directed investment on a stand alone basis.
7. The average Investment Fee for the Mutual GlidePath Subaccounts is for illustrative purposes only and has been constructed according to the target allocations for each Subaccount. Actual Investment Fees accrue according to each underlying offering's position each day and are subject to change. The average Investment Fee includes a 0.20% charge by the trustee for services provided.
8. A portfolio expense is charged by United for the Asset Allocation Models for additional services relating to these Subaccounts. The Asset Allocation Subaccount portfolio expense is in addition to the total investment fees charged for the Subaccount Allocations within the model.

*Call 1-800-679-6019 to present inquiries, obtain information about coverage and resolve complaints.

Supporting Document Schedules

Item Status: **Status Date:**

Bypassed - Item: Flesch Certification
Bypass Reason: Not applicable to group annuities and/or this informational filing.
Comments:

Item Status: **Status Date:**

Bypassed - Item: Application
Bypass Reason: Not applicable to group annuities and/or this informational filing.
Comments:

Superseded Schedule Items

Please note that all items on the following pages are items, which have been replaced by a newer version. The newest version is located with the appropriate schedule on previous pages. These items are in date order with most recent first.

Creation Date:	Schedule	Schedule Item Name	Replacement Creation Date	Attached Document(s)
07/10/2009	Form	401(k) Table B	07/10/2009	616-GAQR-09 ltr - SD.pdf (Superceded)

UNITED of OMAHA LIFE INSURANCE COMPANY
Mutual of Omaha Plaza
Omaha, NE 68175
402 342 7600
mutualofomaha.com

July 10, 2009

Re:	Filing Type:	For Informational Purposes
	NAIC ID No.	261-69868
	Form Number:	616-GAQR-09

Dear Filing Analyst:

Enclosed and submitted for informational purposes is United of Omaha Life Insurance Company's ("United") Rider, Form 616-GAQR-09. This form will replace Form 620-GAQC-09, which was filed for informational purposes and acknowledged by your Department on December 29, 2008. Form 616-GAQR-09 was filed with the Nebraska Department of Insurance on July 10, 2009 and is pending approval at this time. Form 616-GAQR-09 will be used in conjunction with Form 901-GAQC-07, United's Unallocated Group Annuity Contract ("Contract") which was approved by your Department on August 30, 2007.

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Your rapid response would be greatly appreciated. If you have any questions regarding this filing, please contact me as follows:

Amy Lawrenson
Retirement Plans Division
United of Omaha Insurance Company
Mutual of Omaha Plaza
Omaha, Nebraska 68175
Phone: (800) 843-2455, ext. 6927
Fax: (402) 351-6927
Email: amy.lawrenson@mutualofomaha.com

Sincerely,

Amy L. Lawrenson
Compliance Consultant
Retirement Plans Division