

SERFF Tracking Number: NWFA-126769793 State: Arkansas
 Filing Company: Nationwide Life Insurance Company State Tracking Number: 46512
 Company Tracking Number: AAZ-0104AO
 TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
 Variable and Variable
 Product Name: Group Variable & Fixed Annuity Assignment (12h-7) Endorsement - Informational Filing (8-2010)
 Project Name/Number: /

Filing at a Glance

Company: Nationwide Life Insurance Company

Product Name: Group Variable & Fixed Annuity SERFF Tr Num: NWFA-126769793 State: Arkansas

Assignment (12h-7) Endorsement -

Informational Filing (8-2010)

TOI: A02.1G Group Annuities - Deferred Non- SERFF Status: Closed-Accepted State Tr Num: 46512
 Variable and Variable For Informational Purposes

Sub-TOI: A02.1G.002 Flexible Premium Co Tr Num: AAZ-0104AO State Status: Filed-Closed

Filing Type: Form Reviewer(s): Linda Bird

Authors: Todd Beshara, Amy Disposition Date: 08/18/2010

Burchette, Angela D. Cox, Jenny

Christiansen, Sandra Davies, Julie

Eaton, Dan Gallion, Grace Holland,

Cindy Malloy, Leonja Merritt, Kristin

Nixon, Clara Pollard, Carrie Ruhlen,

Georgia Sollars, Darcy Spangler,

Gayla Pace, Natalie Walden,

Drema Wallace, Leslie Hernandez,

Lissa Emery

Date Submitted: 08/16/2010 Disposition Status: Accepted For
 Informational Purposes

Implementation Date Requested: On Approval

State Filing Description:

Implementation Date:

General Information

Project Name:

Project Number:

Requested Filing Mode: Informational

Explanation for Combination/Other:

Submission Type: New Submission

Overall Rate Impact:

Filing Status Changed: 08/18/2010

Status of Filing in Domicile: Pending

Date Approved in Domicile:

Domicile Status Comments: Concurrently being
 filed in Nationwide's state of domicile, Ohio.

Market Type: Group

Group Market Size: Small and Large

Group Market Type: Discretionary

Explanation for Other Group Market Type:

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State Status Changed: 08/18/2010
Created By: Clara Pollard
Corresponding Filing Tracking Number:

Deemer Date:
Submitted By: Clara Pollard
Filing Description:
RE: Nationwide Life Insurance Company
NAIC # 66869 FEIN 31-4156830 NAIC Group # 140

Group Variable & Fixed Annuity Endorsement Informational Filing

Group Variable & Fixed Endorsement: AAZ-0104AO

Nationwide Life Insurance Company ("Nationwide") recently realized that the filing description language of the above-referenced previously approved form filing (approved 01/6/2010, SERFF Tracking # NWFA-126429932, DOI # 44442) may not have clearly conveyed Nationwide's intent to issue the approved endorsement to existing certificate owners as well as with new issues of the certificates. We are writing the Department of Insurance ("the Department") to confirm that your approval of this filing includes the use of the endorsement with existing certificates as well as new issues. Upon acknowledgement from the Department, Nationwide will begin issuing the endorsement to existing certificate owners as well as with new certificates.

Nationwide filed this endorsement for the Department's approval solely to comply with SEC Rule 12h-7, which exempts an issuer of certain annuity and life insurance certificates (such as Nationwide) from the duty under Section 15(d) of the Securities Exchange Act of 1934 (the "Exchange Act") to file reports required by Section 13(a) of the Exchange Act with respect to certain securities registered under the Securities Act of 1933 (in this instance, the Guaranteed Term Options). The issuer must be a corporation subject to the supervision of the insurance commissioner, bank commissioner, or any agency or officer performing like functions of any State. Among other things, in order to take advantage of Rule 12h-7, an issuer must take steps reasonably designed to ensure that a trading market in the securities does not develop including, except to the extent prohibited by the law of any State or by action of the insurance commissioner, bank commissioner, or any agency or officer performing like functions of any State, requiring written notice to, and acceptance by, the issuer prior to any assignment or other transfer of the securities and reserving the right to refuse assignments or other transfers of the securities at any time on a non-discriminatory basis.

In order to comply with the requirements of Rule 12h-7, Nationwide has gained approval of restrictive language regarding assignments with your Department and will issue the approved endorsement with existing certificates as well as with new issues of certificates in the future. Please confirm that the Department's approval of this endorsement allows for the use of the endorsement with both in-force and future certificate issues. If the Department does not approve of this endorsement for use with in-force certificates, kindly provide written confirmation that the content of the endorsement is prohibited by the laws of your State. I have attached a copy of SEC Rule 12h-7 for your reference.

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Thank you for your consideration.

Company and Contact

Filing Contact Information

Clara Pollard, Sr. Compliance Analyst, pollarc@nationwide.com
 Corporate Compliance
 PO Box 182455 800-691-0023 [Phone] 94507 [Ext]
 1-33-102 614-249-2112 [FAX]
 Columbus, OH 43272-8921

Filing Company Information

Nationwide Life Insurance Company CoCode: 66869 State of Domicile: Ohio
 PO Box 182455 Group Code: 140 Company Type:
 1-33-102 Group Name: State ID Number:
 Columbus, OH 43272-8921 FEIN Number: 31-4156830
 (800) 691-0023 ext. [Phone]

Filing Fees

Fee Required? Yes
 Fee Amount: \$50.00
 Retaliatory? No
 Fee Explanation:
 Per Company: No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
Nationwide Life Insurance Company	\$50.00	08/16/2010	38800346

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Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Accepted For Informational Purposes	Linda Bird	08/18/2010	08/18/2010

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Disposition

Disposition Date: 08/18/2010

Implementation Date:

Status: Accepted For Informational Purposes

Comment:

Rate data does NOT apply to filing.

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Schedule	Schedule Item	Schedule Item Status	Public Access
Supporting Document	Flesch Certification		No
Supporting Document	Application		No
Supporting Document	Life & Annuity - Acturial Memo		No
Supporting Document	Copy of Rule 12h-7		Yes

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Supporting Document Schedules

	Item Status:	Status Date:
Bypassed - Item: Flesch Certification Bypass Reason: N/A This is a group informational filing. Comments:		
Bypassed - Item: Application Bypass Reason: N/A This filing is an endorsement informational filing. Comments:		
Bypassed - Item: Life & Annuity - Acturial Memo Bypass Reason: N/A This informational filing of an endorsement does not affect the pricing or reserving of the annuity product. Comments:		
Satisfied - Item: Copy of Rule 12h-7 Comments: Attachment: Rule 12h-7.pdf		



1 of 1 DOCUMENT

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*** THIS SECTION IS CURRENT THROUGH THE AUGUST 5, 2010 ISSUE OF ***
*** THE FEDERAL REGISTER ***

TITLE 17 -- COMMODITY AND SECURITIES EXCHANGES
CHAPTER II -- SECURITIES AND EXCHANGE COMMISSION
PART 240 -- GENERAL RULES AND REGULATIONS, SECURITIES EXCHANGE ACT OF 1934
SUBPART A -- RULES AND REGULATIONS UNDER THE SECURITIES EXCHANGE ACT OF 1934
EXTENSIONS AND TEMPORARY EXEMPTIONS; DEFINITIONS

Go to the CFR Archive Directory

17 CFR 240.12h-7

§ 240.12h-7 Exemption for issuers of securities that are subject to insurance regulation.

An issuer shall be exempt from the duty under section 15(d) of the Act (15 U.S.C. 78o(d)) to file reports required by section 13(a) of the Act (15 U.S.C. 78m(a)) with respect to securities registered under the Securities Act of 1933 (15 U.S.C. 77a et seq.), provided that:

(a) The issuer is a corporation subject to the supervision of the insurance commissioner, bank commissioner, or any agency or officer performing like functions, of any State;

(b) The securities do not constitute an equity interest in the issuer and are either subject to regulation under the insurance laws of the domiciliary State of the issuer or are guarantees of securities that are subject to regulation under the insurance laws of that jurisdiction;

(c) The issuer files an annual statement of its financial condition with, and is supervised and its financial condition examined periodically by, the insurance commissioner, bank commissioner, or any agency or officer performing like functions, of the issuer's domiciliary State;

(d) The securities are not listed, traded, or quoted on an exchange, alternative trading system (as defined in § 242.300(a) of this chapter), inter-dealer quotation system (as defined in § 240.15c2-11(e)(2)), electronic communications network, or any other similar system, network, or publication for trading or quoting;

(e) The issuer takes steps reasonably designed to ensure that a trading market for the securities does not develop, including, except to the extent prohibited by the law of any State or by action of the insurance commissioner, bank commissioner, or any agency or officer performing like functions of any State, requiring written notice to, and acceptance by, the issuer prior to any assignment or other transfer of the securities and reserving the right to refuse assignments or other transfers at any time on a non-discriminatory basis; and

(f) The prospectus for the securities contains a statement indicating that the issuer is relying on the exemption provided by this rule.

HISTORY: [74 FR 3138, 3175, Jan. 16, 2009