

SERFF Tracking Number: GWSE-127893441 State: Arkansas
 Filing Company: Great-West Life & Annuity Insurance Company State Tracking Number: 50467
 Company Tracking Number: EP 11 FFII
 TOI: A02.1G Group Annuities - Deferred Non- Sub-TOI: A02.1G.002 Flexible Premium
 Variable and Variable
 Product Name: EP 11 FFII
 Project Name/Number: /

Filing at a Glance

Company: Great-West Life & Annuity Insurance Company

Product Name: EP 11 FFII

SERFF Tr Num: GWSE-127893441 State: Arkansas

TOI: A02.1G Group Annuities - Deferred Non-
 Variable and Variable

SERFF Status: Closed-Approved- State Tr Num: 50467
 Closed

Sub-TOI: A02.1G.002 Flexible Premium

Co Tr Num: EP 11 FFII

State Status: Approved-Closed

Filing Type: Form

Reviewer(s): Linda Bird

Authors: Keith Mancini, Camilia
 Nguyen

Disposition Date: 12/16/2011

Date Submitted: 12/13/2011

Disposition Status: Approved-
 Closed

Implementation Date Requested: On Approval

Implementation Date:

State Filing Description:

General Information

Project Name:

Status of Filing in Domicile: Not Filed

Project Number:

Date Approved in Domicile:

Requested Filing Mode: Review & Approval

Domicile Status Comments: Colorado provides an exemption to filing for group annuity contracts, as per CO Bulletin 5-92, (March 13, 1992) "...the filing of the annual Life Insurance and Annuity Form Exemption List is no longer required."

Explanation for Combination/Other:

Market Type: Group

Submission Type: New Submission

Group Market Size: Small and Large

Group Market Type: Employer

Overall Rate Impact:

Filing Status Changed: 12/16/2011

State Status Changed: 12/16/2011

Deemer Date:

Created By: Camilia Nguyen

Submitted By: Camilia Nguyen

Corresponding Filing Tracking Number: GWSE-126677504

Filing Description:

New Form Filing, Great-West Life & Annuity Insurance Company

FEIN# 84-0467907

SERFF Tracking Number: GWSE-127893441 State: Arkansas
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Variable and Variable
Product Name: EP 11 FFII
Project Name/Number: /
NAIC# 769-68322

RE: Group Annuity Submission:

- Endorsement to the Group Annuity Contract,
Form Number: EP 11 FFII

Dear Sir/Madam:

Great-West Life & Annuity Insurance Company (the "Great-West"), encloses the above captioned form for your review and approval. Additional documents in support of this submission are set forth below.

The above captioned forms are exempt from filing in Colorado, Great-West's state of domicile, pursuant to Regulation 5-92. Colorado requires a fee to be paid each February 28th based on Great-West's direct written premium. If appropriate, a retaliatory fee has been paid in your state in conjunction with your annual premium tax return.

The attached the Endorsement to the Group Annuity Contract ("Form") is new form submission and does not replace any previously submitted forms.

The Form will be issued with an unallocated group annuity contracts (GFVAC 10 FFII and GFAC 10 FFII), which will be used to funding retirement plans under sections 401(a); 401(k) and Government 457(b). The target market would be those entities eligible under the tax law to provide such plans. The plans also may be subject to the regulations of the Employee Retirement Income Security Act (ERISA).

The following is a description of the form to which this filing relates, and we have bracketed those elements that are being submitted as variable:

- Endorsement:

Endorsement to the Group Annuity Contract (EP 11 FFII): The Endorsement to the Group Annuity Contract is intended to be used with the GFVAC 10 FFII and GFAC 10 FFII (group annuity contracts), which was previously filed and approved by the Department with SERFF tracking number GWSE-126677504 and State tracking number 45987, and disposition date of 6/23/2010.

This Endorsement will allow Great-West to remit amounts to unaffiliated entities in return for their endorsement of Great-West's products and Plan recordkeeping services and services these entities provide to their members.

All bracketed material in the forms is variable. These forms are submitted in final print, but the Great-West reserves the right to change the spacing and font size of the type without re-filing.

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The Forms will be used with the contract identified in the letter that was marketed by our group sales force, which includes regular company employees, subsidiary company employees, agents and independent brokers.

To the best of our knowledge, this submission complies with your state laws and regulations. We look forward to your approval, but if you have any questions or need further information, kindly call me at our toll free number, 1-800-537-2033, extension 73822.

As always, we appreciate your diligence and courtesy.

Sincerely,

Camilia Nguyen,
Paralegal, Law Department
camilia.nguyen@gwl.com

Company and Contact

Filing Contact Information

Camilia Nguyen, camilia.nguyen@gwl.com
8525 E. Orchard Rd. 800-537-2033 [Phone] 73822 [Ext]
Ste. 2T3 303-801-6056 [FAX]
Greenwood Village, CO 80111

Filing Company Information

Great-West Life & Annuity Insurance Company CoCode: 68322 State of Domicile: Colorado
8515 E. Orchard Road Group Code: 769 Company Type:
Greenwood Village, CO 80111 Group Name: State ID Number:
(800) 537-2033 ext. 73819[Phone] FEIN Number: 84-0467907

Filing Fees

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

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COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
Great-West Life & Annuity Insurance Company	\$50.00	12/13/2011	54496730

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Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Approved- Closed	Linda Bird	12/16/2011	12/16/2011

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Schedule	Schedule Item	Schedule Item Status	Public Access
Supporting Document	Flesch Certification		Yes
Supporting Document	Application		No
Supporting Document	Life & Annuity - Acturial Memo		No
Supporting Document	Memorandum of Variable Material		Yes
Form	Endorsement to the Group Annuity Contract		Yes

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Form Schedule

Lead Form Number: EP 11 FFII

Schedule Item Status	Form Number	Form Type Form Name	Action	Action Specific Data	Readability	Attachment
	EP 11 FFII	Policy/Cont Endorsement to the ract/Fratern Group Annuity al Contract Certificate: Amendmen t, Insert Page, Endorseme nt or Rider	Initial		0.000	EP 11 FFII 12-13-11.pdf

Great-West Life & Annuity Insurance Company

A Stock Company

[8515 East Orchard Road

Greenwood Village, CO 80111]

For inquiries, information or resolution of complaints, call [1-800-537-2033 (extension 73343)]

ENDORSEMENT

Attached to and Forming Part of the
Group Annuity Contract

This Endorsement is issued by Great-West Life & Annuity Insurance Company ("Great-West") as a part of the Contract to which it is attached.

The conditions and provisions of the Contract continue to apply except as amended herein.

The provisions set forth in this Endorsement shall supersede and control any conflicting provisions in the Contract and related riders, booklets, amendments or endorsement, if any, attached thereto.

Non-defined terms shall have the meaning given to them in the Contract.

The Endorsement is effective on [the Contract Date][January 1, 2013].

The Contract, if applicable, is hereby endorsed as follows:

- Great-West remits payment amounts to unaffiliated entities in return for their endorsement of Great-West's products and Plan recordkeeping services and services these entities provide to their members. Great-West shall provide more information about this relationship upon request from Plan Sponsor.

[Signed for Great-West Life & Annuity Insurance Company on [January 1, 2013][the Effective Date of the Contract].

[
President]

[Signed and accepted by the Plan Sponsor as part of Contract Number [12345-01] on and attached to the Contract [January 1, 2013].

Plan Sponsor:

By: _____

Name: _____

Title: _____]]

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Supporting Document Schedules

	Item Status:	Status Date:
<p>Satisfied - Item: Flesch Certification Comments: Attachments: AR Certification - ACA 23-79-138.pdf AR Certification - Rule & Reg 19.pdf AR Certification - Rule & Reg 49.pdf AR Readability Exemption.pdf</p>		
<p>Bypassed - Item: Application Bypass Reason: Not applicable to this filing. Comments:</p>		
<p>Bypassed - Item: Life & Annuity - Acturial Memo Bypass Reason: Not applicable to this filing. Comments:</p>		
<p>Satisfied - Item: Memorandum of Variable Material Comments: Attachment: EP 11 FFII - SoV 12-13-11.pdf</p>		

TO THE INSURANCE DEPARTMENT
OF THE STATE OF ARKANSAS
CERTIFICATE OF COMPLIANCE WITH ACA 23-79-138

RE:

- EP 11 FFII

We hereby certify that the guidelines established in ACA 23-79-138 have been reviewed and the policy form designated above complies with these guidelines.

Great-West Life & Annuity Insurance Company



Beverly A. Byrne, Chief Compliance Officer

December 13, 2011

Date

TO THE INSURANCE DEPARTMENT
OF THE STATE OF ARKANSAS
CERTIFICATE OF COMPLIANCE WITH RULE AND REGULATION 19

RE:

- EP 11 FFII

We hereby certify that the guidelines established in Arkansas Rule and Regulation 19 have been reviewed and the policy forms designated above complies with these guidelines.

Great-West Life & Annuity Insurance Company



Beverly A. Byrne, Chief Compliance Officer

December 13, 2011

Date

TO THE INSURANCE DEPARTMENT
OF THE STATE OF ARKANSAS
CERTIFICATE OF COMPLIANCE WITH RULE AND REGULATION 49

RE:

- EP 11 FFII

We hereby certify that the guidelines established in Arkansas Rule and Regulation 49 have been reviewed and the policy form designated above complies with these guidelines.

Great-West Life & Annuity Insurance Company



Beverly A. Byrne, Chief Compliance Officer

December 13, 2011

Date

Readability Exemption

Arkansas:

This product is exempt, as per A.C.A. §23-80-204 "This subchapter shall apply to all policies delivered or issued for delivery in this state by any company on or after the date the forms must be approved under this subchapter....(3) Any **group annuity contract** which **serves as a funding vehicle** for **pension**, profit-sharing, or deferred compensation plans".

Memorandum of Variable Material

for form number:

EP 11 FFII

Endorsement to the Group Annuity Contract

The bracketed areas of the Form are designed to accommodate variability. Page numbers and may be modified to properly align the final printed document, and item number(s) under this amendment may be renumbered in final format. Punctuation may be corrected or added to clarify provision, but not to change their meaning. The Form, when issued, may vary in format.

- All amounts shown in square brackets represent the maximum or minimum that would be used in issuing contracts. If these amounts are to be exceeded, we will re-file the new maximum with the DOI for approval prior to such amount being used.
 - We will re-file this Memorandum of Variable Material prior to making any offering that goes beyond the ranges contained herein.
-

Page 1 of Document, header:

[8515 East Orchard Road

Greenwood Village, CO 80111]

Description: This material is bracketed because the address may change in the future. The nature of this material is to describe Great-West's home office location. The scope of the material will vary depending on the Great-West's home office location.

Page 1 of Document, header:

[1-800-537-2033 (extension 73343)]

Description: This material is bracketed because the appropriate phone number may change depending on Great-West's service number at the time of contract issuance. The nature of this material is to provide a service contact. The scope of the material will vary depending on the agreed upon phone number.

Page 1 of Document:

The Endorsement is effective on [the Contract Date][January 1, 2013].

Description: The bracketing is to allow the Endorsement to be issued simultaneously with the contract, or the Endorsement can also be issued at a later date, the effective date would apply.

Page 1 of Document:

[Signed for Great-West Life & Annuity Insurance Company on [January 1, 2013] [the Effective Date of the Contract].

[]
President

[Signed and accepted by the Plan Sponsor as part of Contract Number [12345-01] and attached to the Contract on [January 1, 2013].

Plan Sponsor name:

By: _____

Name: _____

Title: _____]]

Description: This endorsement may be attached to an existing contract and a new issue contract. Except if procedures as established in the Department of Labor *Aetna* opinion are used where only Great-West's signature would appear, if attached to existing contract, the signature block will appear and the Plan Sponsor would need to sign the endorsement. If attached to a new issue contract, the entire signature block would NOT appear or just Great-West signature would appear and signature of the Plan Sponsor is not required.