

SERFF Tracking Number: MASS-128198682 State: Arkansas
Filing Company: Massachusetts Mutual Life Insurance Company State Tracking Number:
Company Tracking Number:
TOI: LTC03I Individual Long Term Care Sub-TOI: LTC03I.001 Qualified
Product Name: WL/LTC Marketing Materials
Project Name/Number: WL/LTC Marketing Materials/WL/LTC Marketing Materials

Filing at a Glance

Company: Massachusetts Mutual Life Insurance Company

Product Name: WL/LTC Marketing Materials SERFF Tr Num: MASS-128198682 State: Arkansas
TOI: LTC03I Individual Long Term Care SERFF Status: Closed-Filed State Tr Num:
Sub-TOI: LTC03I.001 Qualified Co Tr Num: State Status: Filed-Closed
Filing Type: Advertisement Reviewer(s): Donna Lambert
Disposition Date: 04/16/2012
Authors: Robin Perez, Jennifer Dube, Nick Sheehan
Date Submitted: 03/26/2012 Disposition Status: Filed
Implementation Date: Implementation Date:

Implementation Date Requested: On Approval

State Filing Description:

Forms marked "filed" cannot be used until the entire filing receives a disposition.

General Information

Project Name: WL/LTC Marketing Materials Status of Filing in Domicile: Not Filed
Project Number: WL/LTC Marketing Materials Date Approved in Domicile:
Requested Filing Mode: Review & Approval Domicile Status Comments:
Explanation for Combination/Other: Market Type: Individual
Submission Type: New Submission Individual Market Type:
Overall Rate Impact: Filing Status Changed: 04/16/2012
State Status Changed: 04/16/2012
Deemer Date: Created By: Jennifer Dube
Submitted By: Jennifer Dube Corresponding Filing Tracking Number:
Filing Description:
Massachusetts Mutual Life Insurance Company
NAIC#: 435-65935
FEIN #: 04-1590850

LI6035 LTCAccessSM Rider Client Guide - Invitation to Inquire
LI6036 Illustration Invitation to Contract

The above-captioned forms are being submitted for your department's review and approval. Each form is described below. The forms are in final print format and variable material has been bracketed. Final print copies of each form,

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along with any required certifications and filing fee, are also enclosed.

The material enclosed in this filing will be used with Accelerated Death Benefit For Long Term Care Services Rider form ALTCR-2011 which was approved by your Department on 02/23/2012 (SERFF Tracking # MASS-128093922) and, Whole Life Policy forms WL-AR-2011 and WL-AR-2011U as well as Accelerated Death Benefit For Terminal Illness Rider form ABR-2011 which were approved by your Department on 01/03/12 (SERFF Tracking # MASS-127896260).

LI6035

The client guide provides a brief description of our Whole Life Policy combined with the Accelerated Death Benefit For Long Term Care Services Rider product. The brochure describes how the product may help a client address both their life insurance protection and long term care needs with a single policy.

LI6036

The illustration will be used in the sale of our Whole Life Policy combined with the Accelerated Death Benefit For Long Term Care Services Rider product. The illustration describes the important features of the product and shows values over time on a guaranteed and non-guaranteed basis.

A Statement of Variability for the forms mentioned above is attached for informational purposes. We certify that any change or modification to a variable item shall be administered in accordance with the requirements in the Variability of Information section, including any requirements for prior approval of a change or modification.

State Narrative:

Company and Contact

Filing Contact Information

Jennifer Dube, Compliance Assistant JenniferDube@massmutual.com
1295 State Street 860-562-3685 [Phone] 23685 [Ext]
MIP: M381 860-562-6109 [FAX]
Springfield, MA 01111-0001

Filing Company Information

Massachusetts Mutual Life Insurance Company CoCode: 65935 State of Domicile: Massachusetts
1295 State Street Group Code: 435 Company Type:
MIP: M381 Group Name: State ID Number:
Springfield, MA 01111 FEIN Number: 04-1590850
(800) 767-1000 ext. [Phone]

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Filing Fees

Fee Required? Yes
Fee Amount: \$150.00
Retaliatory? Yes
Fee Explanation:
Per Company: No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
Massachusetts Mutual Life Insurance Company	\$150.00	03/26/2012	57449487

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Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Filed	Donna Lambert	04/16/2012	04/16/2012
Filed	Donna Lambert	03/26/2012	03/27/2012

Amendments

Schedule	Schedule Item Name	Created By	Created On	Date Submitted
Form	LTCAccess Rider	Robin Perez	04/13/2012	04/13/2012
Form	Illustration	Robin Perez	04/13/2012	04/13/2012

Filing Notes

Subject	Note Type	Created By	Created On	Date Submitted
Request to re-open	Note To Reviewer	Robin Perez	04/12/2012	04/12/2012

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Schedule	Schedule Item	Schedule Item Status	Public Access
Supporting Document	Statement of Variability	Filed	Yes
Form (revised)	LTCAccess Rider	Filed	Yes
Form	LTCAccess Rider	Replaced	Yes
Form (revised)	Illustration	Filed	Yes
Form	Illustration	Replaced	Yes

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Supporting Document	Statement of Variability	Filed	Yes
Form (revised)	LTCAccess Rider	Filed	Yes
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Form (revised)	Illustration	Filed	Yes
Form	Illustration	Replaced	Yes

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Amendment Letter

Submitted Date: 04/13/2012

Comments:

Ms. Lambert,

We are changing the material to ensure consistency with the wording in the rider. The specific section we are revising is the "Non-Duplication of Benefits" section in both the Client Guide and the Illustration.

Thank you,

Robin
 860-562-4409

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
LI6035	Advertising	LTCAccess Rider	Initial				0.000	LI6035 Non Compact rev 4.13.12.pdf
LI6036	Advertising	Illustration	Initial				0.000	LI6036 rev 4.13.12.pdf

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Note To Reviewer

Created By:

Robin Perez on 04/12/2012 10:46 AM

Last Edited By:

Robin Perez

Submitted On:

04/12/2012 10:46 AM

Subject:

Reqeust to re-open

Comments:

Ms. Lambert,

I am requesting that you re-open this fing.

We are changing the material to ensure consistency with the wording in the rider. The specific section we are revising is the "Non-Duplication of Benefits" section in both the Client Guide and the Illustration.

Please call me with any questions at 860-562-4409.

Robin

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Form Schedule

Lead Form Number: LI6035

Schedule Item	Form Number	Form Type	Form Name	Action	Action Specific Data	Readability	Attachment
Filed 04/16/2012	LI6035	Advertising	LTCAccess Rider	Initial		0.000	LI6035 Non Compact rev 4.13.12.pdf
Filed 04/16/2012	LI6036	Advertising	Illustration	Initial		0.000	LI6036 rev 4.13.12.pdf

An **Overview Guide**
for Individuals

LTCAccessSM Rider



A death benefit acceleration option for long term care services

The LTCAccess Rider is only available with a Massachusetts Mutual Life Insurance Company (MassMutual) Whole Life Legacy [100SM][Series] insurance policy.

Insurance Strategies



We'll help you get there.®

LI6035

**Massachusetts Mutual
Life Insurance Company**



Adding the LTCAccessSM Rider to a MassMutual Whole Life Legacy [100SM (Legacy 100)][Series (Legacy Series)] insurance policy can help you address both your life insurance protection and long term care needs with a single policy.

Contents

- 3 | Preparing for your long term care needs
- 5 | MassMutual's LTCAccess Rider
- 9 | Addressing your future long term care needs today
- 10 | Important information concerning eligibility and coverage

The information provided is not written or intended as specific tax or legal advice and may not be relied on for purposes of avoiding any federal tax penalties. MassMutual, its employees and representatives are not authorized to give tax or legal advice. Individuals are encouraged to seek advice from their own tax or legal counsel.

The decision to purchase life insurance should be based upon long term financial goals and the need for death benefit. Life Insurance is not an appropriate vehicle for short-term savings or short-term investment strategies. While the policy allows for loans, you should know that there may be little to no cash value available for loans in the policy's early years.

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Preparing for your long term care needs

Americans are living longer today than ever before¹, and as our population ages, long term care is becoming an important social issue. Long term care refers to a variety of services to help meet personal care needs over an extended period of time. This often involves non-skilled personal care assistance performing what are called the Activities of Daily Living².

The need for long term care is often the result of an injury, illness, or a severe cognitive impairment. Long term care may take place in a nursing home or assisted living facility. However, people may choose to receive care at home for as long as possible, enabling them to remain connected to their family and their community.

The cost of long term care

Long term care is expensive and the costs continue to rise. The rates for services vary from one region of the country to another. However, the national average annual cost in 2010 for a private room in a nursing home was \$82,125, and the rate for a full-time home health aide was \$21 per hour.³ If the demand for these services continues to increase, the costs may increase as well.

The impact of long term care

If you need long term care during your lifetime, it could have a significant financial impact on both you and your family. It is important for you to prepare for the possibility that you will need long term care at some point in your life. This may give you peace of mind in knowing that you have taken steps to help secure your future.

The advantages of planning ahead

You may be planning to wait until you are at or near retirement to address your long term care needs. However, putting plans in place earlier in life may have significant advantages. Planning ahead may help you be financially prepared so that you are able to receive the quality of care you want, and in the setting of your choice.

For a male and female couple who are both age 65 and in good health, there is an 80% chance that at least one of them will survive beyond age 85.⁴



¹ National Vital Statics Reports - Volume 59, Number 4, Centers for Disease Control and Prevention, March 16, 2011.

² Activities of Daily Living include: bathing, dressing, using the toilet, transferring (to or from bed or a chair), caring for incontinence and eating.

³ 2011 Cost of Care Survey, American Association for Long Term Care Insurance.

⁴ Source: 2001 CSO, Non-Smoker, Select & Ultimate Mortality Table.



If you need long term care at some point in your life, you may need to rely on multiple sources of funds to help pay for the cost of these services.

Paying for long term care

There are several different ways to pay for the cost of long term care. Traditional sources of funding include:

- **Personal savings** – Accumulating additional funds may be the simplest way to provide for the cost of long term care. However, you may find it difficult to save enough to provide for a period of extended care that could end up costing hundreds of thousands of dollars.
- **Long term care insurance** – Traditional long term care insurance offers a cost-effective way to ensure that a reliable source of funds will be available to help pay long term care expenses. You may decide to address your long term care needs, in whole or in part, by purchasing long term care insurance coverage.
- **Medicare or Medicaid** – You may plan to rely on government programs like Medicare or Medicaid to help provide for your long term care needs. However, Medicare generally only provides for long term care if it is part of a rehabilitative plan or skilled care. Medicaid will pay for care only after you meet eligibility requirements, including significant restrictions on income and assets.

MassMutual's LTCAccessSM Rider

The LTCAccess Rider available with a MassMutual Whole Life Legacy [100SM][Series] policy offers an additional way to help you prepare for your future long term care needs. This rider is available for an additional premium. It allows you to accelerate the payment of a portion of your policy death benefit during your lifetime to help pay for the cost of covered long term care services. These benefits are typically received income tax-free if you are the owner of the policy covering your life.⁵

A Legacy [100][Series] policy with the LTCAccess Rider may provide additional benefits to help meet your future long term care needs. This may help ease the financial strain that often accompanies the need for care, and may help:

- Give you more control over how and where you receive care;
- Relieve your family and friends of the burden of your care by providing an additional source of funds to help pay long term care expenses;
- Maintain your spouse or partner's standard of living;
- Preserve your other assets and help provide a legacy for your family.

Including the LTCAccess Rider as part of your overall long term care planning may help you maintain your independence and dignity by giving you additional care options at a time when you are not able to care for yourself.



The benefits of the LTCAccess Rider available through a Legacy [100][Series] policy could be appropriate for a policy owner who needs life insurance protection and is also looking for flexibility to access the policy's death benefit to pay for long term care needs. If your only purpose for purchasing the policy with LTCAccess Rider is to pay for long term care expenses, you may wish to consider other options.

⁵ The income taxation of benefits paid under the LTCAccess Rider may vary depending on how the policy is owned. If you or your spouse is not the owner of the policy on your life, the benefits may be taxable as income. See the Taxation section for additional information.

MassMutual's LTCAccessSM Rider (continued)

How the LTCAccess Rider works

Underwriting is necessary for both the life insurance policy and the LTCAccess Rider. Coverage for whole life insurance and the rider may also require a medical examination.

When you apply for a Whole Life Legacy [100SM][Series] policy with the LTCAccess Rider you elect:

- 1 | How much of your policy *Face Amount* (within certain limits) that you want to make available for accelerated payment under the rider to help pay for the cost of covered long term care services. This is called your *Base Benefit Pool*.
- 2 | A *Selected Benefit Period* of 2, 3, 4, 5, 6 or 10 years.

Your initial *Maximum Monthly Benefit* is determined by dividing your *Base Benefit Pool* by your *Selected Benefit Period* (in months). The *Maximum Monthly Benefit*⁶ specified when you apply for your policy represents the maximum amount that you can accelerate to help pay expenses for covered long term care services in any month, once you have satisfied the 90-day *Elimination Period*. The actual benefit amount that you will be eligible to receive in any month will be based upon the actual cost of covered long term care services that you incur during that month, up to your *Maximum Monthly Benefit*. You may continue to receive monthly benefits until your *Base Benefit Pool* has been exhausted. Any portion of your *Base Benefit Pool* that you do not accelerate as benefits under the rider will remain part of your policy death benefit.

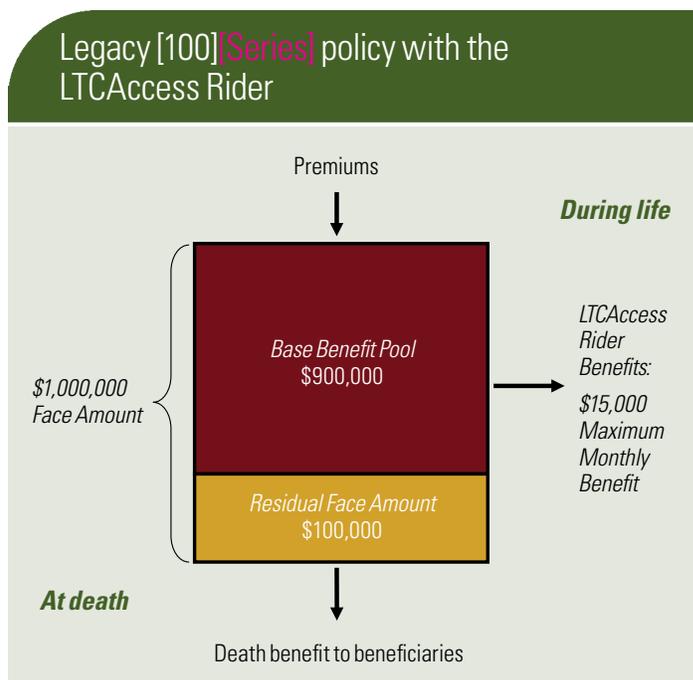
Your *Residual Face Amount* is the portion of your policy *Face Amount* that is not available for accelerated payment under the rider. This is the minimum death benefit that will be paid to your policy beneficiaries, even if you accelerate the payment of your entire *Base Benefit Pool*. Your *Residual Face Amount* must be at least 10% of your policy *Face Amount* or \$25,000, whichever is greater.

The following example illustrates this process:

Assume you purchase a Legacy [100][Series] policy with a \$1,000,000 *Face Amount* that includes the LTCAccess Rider and:

- 1 | You elect to make the maximum amount of \$900,000 of your *Face Amount* available for accelerated payment as your *Base Benefit Pool*. The remaining \$100,000 that is not available for acceleration is your *Residual Face Amount*.
- 2 | You choose a 5-year *Selected Benefit Period* (60 months).

Your initial *Maximum Monthly Benefit* will be \$15,000 (\$900,000/60 months). The following diagram illustrates your policy at issue:

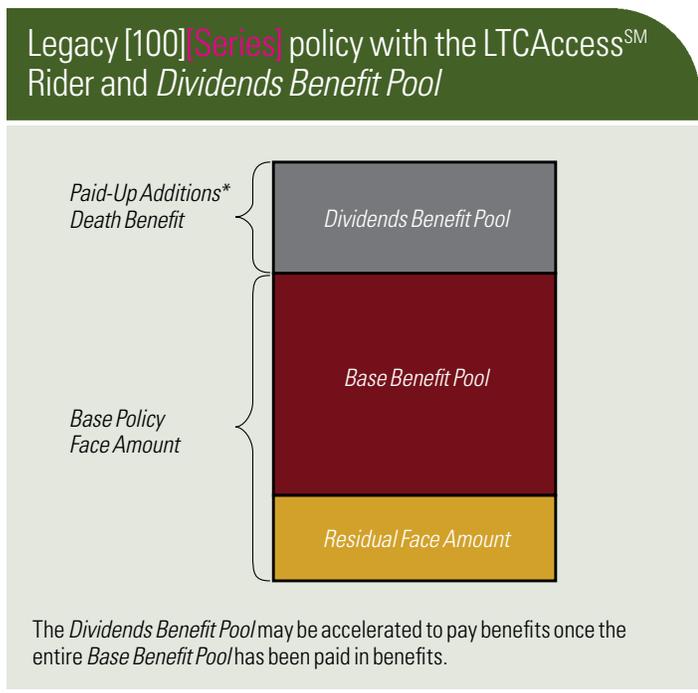


⁶ The minimum *Maximum Monthly Benefit* you can elect at application is \$3,000 and the maximum is \$30,000.

Using policy dividends to increase your benefit pool

[Whole Life Legacy 100SM is a participating policy][The Whole Life Legacy Series policies are participating]. This means that your policy is eligible to receive dividends, which are not guaranteed. If you use your policy dividends to purchase additional paid-up life insurance, also called *Paid-Up Additions*, this will increase your policy death benefit.

You may elect to make the death benefit of these *Paid-Up Additions* available for acceleration in addition to your *Base Benefit Pool*. This is called your *Dividends Benefit Pool*, and it will become available to continue your benefit payments once you have exhausted your *Base Benefit Pool*. Only *Paid-Up Additions* purchased with policy dividends (excluding dividends paid under any rider) may be included in your *Dividends Benefit Pool*.



* Includes *Paid-Up Additions* purchased with policy dividends, excluding dividends paid under any other rider.

If you elect this option, dividends used to purchase *Paid-Up Additions* that are included in your *Dividends Benefit Pool* will be reduced by a charge that is equal to a percentage of each dividend amount applied in this manner. Once you begin accelerating the payment of your *Dividends Benefit Pool*, no additional *Paid-Up Additions* will be added to it.

Your Maximum Lifetime Rider Benefit

Your *Base Benefit Pool* combined with your *Dividends Benefit Pool* (if elected) represents your *Total Benefit Pool*. This is also called your *Maximum Lifetime Rider Benefit*, and it is the total amount that is available to be accelerated to pay benefits under the rider.

Premiums and charges for the LTCAccess Rider

The LTCAccess Rider premiums for the *Base Benefit Pool* are payable for the same number of years as the premiums for your basic Legacy [100][Series] policy. The rider premiums are not guaranteed and may increase after the first policy year. However, they will never be greater than the guaranteed maximum.

The percentage charge deducted from dividends used to purchase *Paid-Up Additions* that are included in your *Dividends Benefit Pool* is payable to age 100. These charges are not guaranteed and may increase after the first policy year, but will never be greater than the maximum charge (percentage).

Increasing your Maximum Monthly Benefit in the future

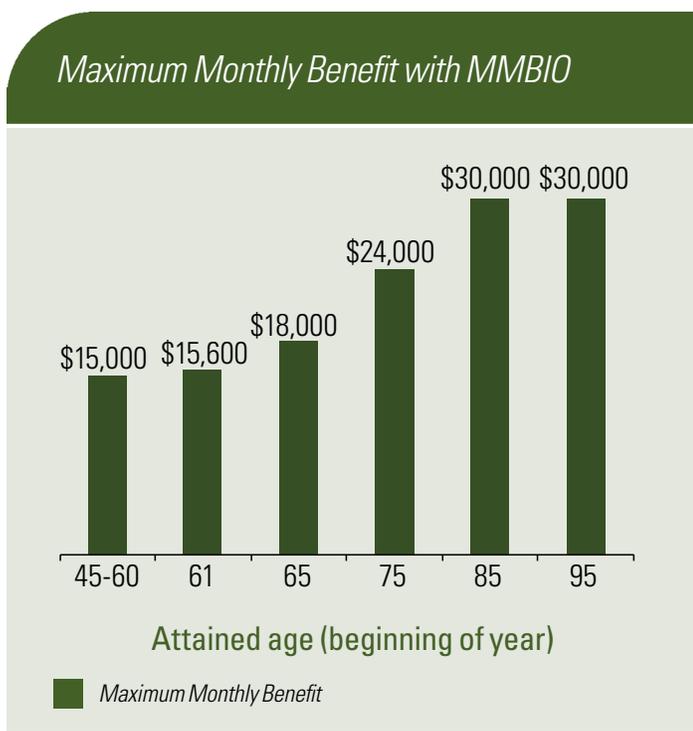
When you apply for a policy with the LTCAccess Rider, and choose a *Selected Benefit Period* of 4, 5, 6, or 10 years, you may also elect the *Maximum Monthly Benefit Increase Option (MMBIO)*. This option increases your *Maximum Monthly Benefit* each year beginning at your attained age 61 and continuing for 25 years. The annual increase in your *Maximum Monthly Benefit* will be a fixed amount equal to 4% of your initial *Maximum Monthly Benefit*. If your policy is issued at age 61 or later, the increases will begin on your first policy anniversary.

MassMutual's LTCAccessSM Rider (continued)

The *MMBIO* is available at an additional cost and will increase both your *Base Benefit Pool* premiums and, if elected, your *Dividends Benefit Pool* charges.

The *MMBIO* is not inflation protection and increases in your *Maximum Monthly Benefit* will not increase your *Total Benefit Pool*. Rather, the *MMBIO* increases allow you to access your *Total Benefit Pool* more rapidly by increasing the maximum amount that you can accelerate each month. As a result, your rider benefits may not last as long as the *Selected Benefit Period* that you chose when you applied for your policy.

The following example illustrates the *MMBIO* increases for a Legacy [100][Series] policy with the LTCAccess Rider purchased at age 45, with a *Face Amount* of \$1,000,000, *Base Benefit Pool* of \$900,000, and an initial *Maximum Monthly Benefit* of \$15,000. The amount of each annual *MMBIO* increase beginning at age 61 will be 4% of \$15,000, or \$600.



How benefit payments impact your policy

Policy death benefit – Each monthly benefit payment that you receive under the LTCAccess Rider will reduce your policy death benefit, dollar for dollar. This reduction is made by establishing a lien against your policy death benefit equal to the total amount that has been accelerated as benefits. The *Face Amount* of your policy will not be reduced. However, if you die while your policy is in force, the death proceeds would then be reduced by the amount of the lien.

Policy cash value – If you surrender your policy or it lapses, the cash value that you receive will be reduced by the portion of the cash value attributable to the *Face Amount* that has been accelerated as benefits.

Premium credit – Your full policy premium (including the LTCAccess Rider premium) will continue to be due while you are receiving benefits under the rider. However, when an accelerated benefit payment is made, there will be a premium credit which will reduce the amount of premium that you will need to pay. The premium credit will offset the portions of your standard risk policy premium⁷, LTCAccess Rider premium, and Waiver of Premium rider premium (if any) that are attributable to the *Face Amount* that has been accelerated.

Policy dividends – The payment of benefits under the LTCAccess Rider will not impact your policy dividends, which will continue to be based on the full *Face Amount* of your policy. Dividends are not guaranteed.

⁷ The standard risk policy premium is the basic Legacy [100][Series] policy premium excluding any additional premium as a result of a substandard risk rating on the policy. If your policy is issued with a substandard risk rating, the premium credit that you receive will not cover any substandard premium associated with the *Face Amount* accelerated under the LTCAccess Rider.

Addressing your future long term care needs today

Preparing for the possibility that you may need long term care at some point in your life is important. Long term care services are expensive and the costs continue to rise. A Legacy [100] [Series] policy with the LTCAccessSM Rider is one way that you can begin addressing your future long term care needs today, and it offers the following advantages:

Convenience – A Legacy [100] [Series] policy with the LTCAccess Rider provides permanent life insurance with benefits to help pay long term care expenses under one policy.

Cost efficiency – The LTCAccess Rider is an affordable additional benefit option.

Asset preservation – LTCAccess Rider benefits may help you preserve your other assets by providing an additional source of funds to help pay for your long term care expenses.

Control – You decide how much of your policy death benefit will be available to help pay your long term care expenses, and whether or not to accelerate the payment of any portion of your policy death benefit if you become eligible to receive benefits.

Flexibility – Any portion of your policy death benefit that is not accelerated to help pay long term care expenses will be paid to your beneficiaries as a death benefit.



If whole life insurance that also provides benefits to help pay for long term care expenses makes sense for you, purchasing a MassMutual Legacy [100] [Series] life insurance policy with the LTCAccess Rider may be good way for you to provide additional financial security for both you and your family.

Important information concerning eligibility and coverage

Eligibility

Provided all other eligibility requirements have been met, accelerated benefits will be payable under the LTCAccessSM Rider if, within the last twelve months, a licensed health care practitioner has certified that you are chronically ill.

Where chronically ill is defined as:

- Due to a loss of functional capacity, you are unable to perform without substantial assistance at least two of the six Activities of Daily Living, and this condition is expected to last for at least 90 days; or
- You have a severe cognitive impairment that requires continual supervision due to a deterioration or loss of intellectual capacity (such as Alzheimer's disease or irreversible dementia).

Payment of benefits

After a 90-day *Elimination Period*, MassMutual will pay an amount equal to the expenses for covered long term care services received by the insured, up to the *Maximum Monthly Benefit* amount for each month. The sum of all amounts paid under the LTCAccess Rider cannot exceed the *Maximum Lifetime Rider Benefit* at the time of payment.

Covered long term care services

The LTCAccess Rider provides benefits for certain covered long term care services provided pursuant to a plan of care prescribed by a licensed health care practitioner. *Long term care services* are those "qualified long term care services" as defined under Section 101(g) of the Internal Revenue Code. These services are generally those necessary for the care and treatment of a chronically ill individual, and include facility, home, and community based care.

You will be covered for skilled, intermediate, or custodial care in the setting of your choice; at home, in an assisted living facility, nursing facility, adult day care center, or a hospice facility.

A facility bed reservation benefit is also provided which will reserve a bed in a facility in the event of a temporary absence from the facility.

Extension of benefits

Benefits may be available under the LTCAccess Rider for long term care services received in a nursing facility, assisted living facility, or hospice facility even if the rider is terminated, provided that the policy itself remains in force. In order for the Extension of Benefits provision to apply, the insured's confinement in such facility must have begun while the rider coverage was in force, accelerated benefits would otherwise have been payable under the rider and the confinement in such facility has continued uninterrupted after the rider coverage was terminated. Accelerated benefit payments under the rider's Extension of Benefits provision are subject to the *Maximum Lifetime Rider Benefit*, any *Elimination Period*, and all limitations and exclusions.

Limitations and exclusions

The LTCAccess Rider has certain limitations and exclusions. Benefits are not payable under the rider and the *Elimination Period* will not be satisfied for any services:

- provided to the insured by a member of the insured's family;
- provided outside of the United States;
- for which the insured has no financial liability or that are provided at no charge;

- provided in facilities operated primarily for the treatment of alcoholism or drug addiction;
- provided in facilities operated primarily for the treatment of mental or nervous disorders other than Alzheimer's or other organic diseases such as dementia;
- required as a result of participation in a felony, riot, or insurrection or involvement in an illegal occupation.

Non-duplication of benefits

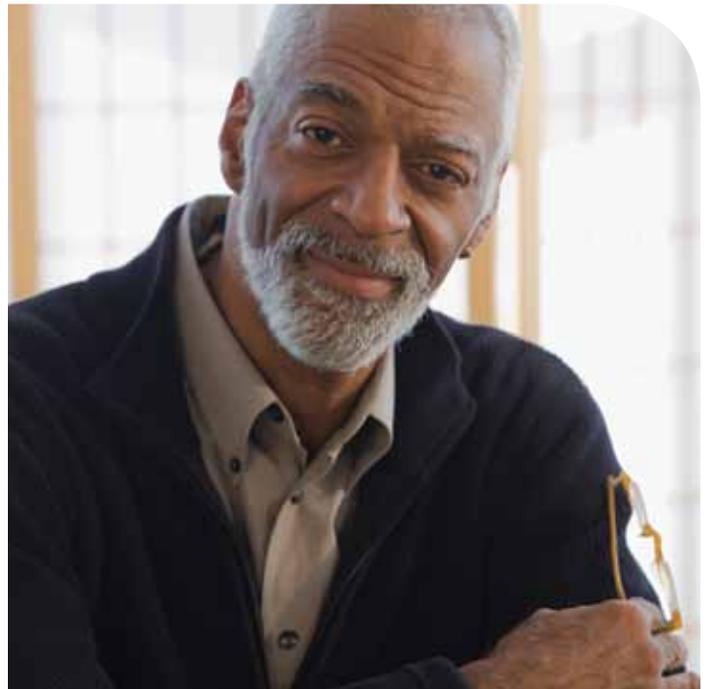
Benefits are not payable under the LTCAccessSM Rider to the extent that expenses for services received by the insured are reimbursable (i) under Medicare or would be so reimbursable but for the application of a deductible or coinsurance amount; or (ii) under any other state or federal workers' compensation plan or other governmental program (except Medicaid); or (iii) under another long term care insurance policy or health insurance policy; or (iv) under another long term care rider, provided that the rider in question was issued prior to the issue date for the LTCAccess Rider.

Taxation

The LTCAccess Rider is not intended to be a federally tax-qualified long term care insurance contract under Section 7702B of the Internal Revenue Code (IRC), as amended. Therefore, the premiums payable for the rider are not deductible from gross income for federal income tax purposes.

The benefits provided by the LTCAccess Rider are intended to be excludable from federal gross income under Section 101(g) of the IRC. However to receive tax-free treatment, IRC section 101(g) requires that the payment of benefits be for costs incurred by the payee for covered long term care services.

Since we pay the LTCAccess Rider benefits to the policy owner, the benefits may be subject to federal income tax and reportable if the owner of the policy is not the insured or the insured's spouse who incurred the covered long term care expenses. In addition, if the policy is not owned by the insured and the LTCAccess Rider benefits are used to pay costs incurred by the insured, depending on the facts and circumstances, all or a portion of the whole life policy's death benefit may be includible in the insured's federal gross estate. If you are considering purchasing the LTCAccess Rider on a policy with an owner who is other than the insured, such as a life insurance trust, you should consult with your attorney, accountant or tax advisor regarding any income and estate tax implications.



MassMutual. We'll help you get there.®

There are many reasons to choose a life insurance company to help meet your financial needs: protection for your family or business, products to provide supplemental income and the confidence of knowing you will be prepared for the future.

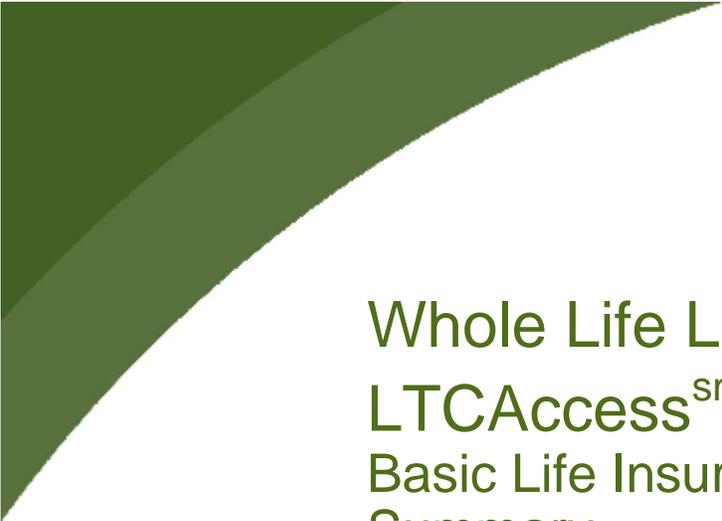
At Massachusetts Mutual Life Insurance Company (MassMutual), we operate for the benefit of our participating policy owners. We stand strong in the fundamental belief that every secure future begins with a good decision. And when choosing a life insurance company – ownership, strength and stability matter.

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Whole Life Legacy [100] [Series] (WL-2011, ICC11WL, and ICC11WL in North Carolina) [is a] [are] level-premium, participating, permanent life insurance [policy] [policies] issued by Massachusetts Mutual Life Insurance Company, Springfield, MA 01111-0001.

The purpose of this material is the solicitation of insurance and an agent may contact you.





Whole Life Legacy [100sm] with LTCAccesssm Rider (LTCR) Basic Life Insurance Illustration and LTCR Summary

The LTCAccess Rider is an Accelerated Death Benefit for Long
Term Care Services Rider

Prepared for:

Valued Client
Male, Age 50

Presented by:

SI Team
MassMutual
1295 State St
Springfield, MA 01111
Agent License Number: 1111

October 24, 2011

CRN: 201403-150132



**Massachusetts Mutual
Life Insurance Company**

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Illustration Summary

Client Information

Prepared for:	[Valued Client], [Male], [Age 50]
Underwriting Class:	Select Preferred Non-Tobacco
LTCR Underwriting Class	[Non-Tobacco]

All underwriting classes are subject to approval.

Policy Information

Issuing Company:	Massachusetts Mutual Life Insurance Company
Policy:	Whole Life Legacy [100 with Premiums Payable to Age 100]
Generic Policy Name:	Whole Life Policy
Policy Form Number:	WL-2011
Generic Rider Name:	Accelerated Death Benefit for Long Term Care Services Rider
LTCR Form Number	ALTCR-2011

Initial Coverage Information

Base Policy Face Amount (BPFA):	[\$1,000,000.00]
<hr/>	
Total Initial Death Benefit:	\$1,000,000.00

LTCR Benefit Options

Base Benefit Pool	[\$900,000]
Residual Face Amount	[\$100,000]
Initial Maximum Monthly Benefit	[\$15,000]
Selected Benefit Period	[5 Years]
Maximum Monthly Benefit Increase Option (MMBIO)	[Yes]
Base Paid-Up Additions (PUA) Available for Acceleration	[Yes]

Initial Premium Information

Premium Payment Mode:	[Annual]
Annual Base Premium:	\$23,010.00
Annual LTCR Premium	[\$ 711.00]
Accelerated Death Benefit for Terminal Illness Rider:	No Premium Charge
<hr/>	
Total Initial Premium:	[\$23,721.00]

Illustration Summary

Initial Dividend Option

Dividends used to purchase Paid-Up Additions. **Dividends are not guaranteed** and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.

Base Policy Face Amount Increases

Face Amount increases are not allowed.

Important Information

This illustration assumes that the currently illustrated non-guaranteed elements will continue unchanged for all years shown. This is not likely to occur, and actual results may be more or less favorable than those shown.

Changing the premium payment mode may increase the overall cost of the policy. Please see Premium Payment Options in the Narrative Summary for more information.

As illustrated, this policy would not become a Modified Endowment Contract (MEC) under the Internal Revenue Code based on the assumptions in this illustration. Please see the IMPORTANT TAX INFORMATION section of the Narrative Summary for more information.

Policy Changes

Your Illustration may show Policy Changes such as dividend option changes, the Alternate Payment Option (APO) strategy, loans, surrenders or changes to certain Rider premiums. *Policy changes are not automatic.* You must submit a request to our Home Office.

Important Information about the LTCR

Any changes you make to your policy may impact the benefits under the LTCR. Acceleration of benefits payments made under the LTCR will impact your policy's death benefit and cash values. Please carefully review the LTCR Summary in this illustration.

Coverage for whole life insurance and the rider may require a medical examination.

The benefits of the LTCR are available through the Whole Life Legacy [100] policy. The policy and the LTCR could be appropriate for a policy owner who needs life insurance protection and is also looking for flexibility to access the policy's death benefit to pay for long term care needs. If your only purpose for purchasing the Whole Life Legacy [100] with LTCR is to pay for long term care expenses, you may wish to consider other options.

Narrative Summary

What This Illustration Shows This illustration describes the important features of this MassMutual Whole Life Legacy [100] life insurance policy with LTCR (also known as LTCAccessSM Rider) and shows values over time on a guaranteed and non-guaranteed basis. It is designed to help you understand how this policy works. It is not a projection of how it will perform.

The following pages provide a summary (and year-by-year figures) for required premiums, cash surrender values and death benefits, anticipated out-of-pocket premium payments, and other values for this policy. **Many of the current values contained in this illustration depend on non-guaranteed dividends.**

This illustration also includes an LTCR Summary that describes how the LTCR interacts with the Whole Life Legacy [100] policy. Refer to the LTCR Summary and the illustrated values thereafter to see the benefits provided by the LTCR and how the payment of those benefits will impact the premium, cash surrender values and death benefits of the Whole Life Legacy [100] policy.

What is Whole Life Legacy [100]? Whole Life Legacy [100] is a permanent life insurance policy providing a guaranteed face amount. Premiums are payable to [Age 100]. The duration of premiums for riders varies according to the terms of the rider. The policy provides for cash value accumulation and for the payment of dividends as may be determined by the Company.

What is LTCR? LTCR is a rider that provides for payment of expenses for certain long term care services received by the insured through the acceleration of the life insurance policy's death benefit. The Rider must be applied for and attached at the time the Whole Life Legacy [100] policy is applied for and issued. A benefit pool, benefit period and maximum monthly benefit will be selected at time of application. These terms as well as other terms, benefits, exclusions, limitations and other features of the LTCR are described in more detail in the LTCR Summary that is included with this Illustration.

IMPORTANT INFORMATION ABOUT DIVIDENDS As a MassMutual participating policy owner, you are eligible to receive an equitable portion of the Company's earnings, known as "divisible surplus", in the form of policy dividends. The surplus from which dividends are paid comes primarily from three sources:

1. Mortality Savings - The favorable margin between actual death claim experience and the amount expected based on the mortality table used to determine the premium.
2. Investment Earnings - Earnings on Company investments that exceed the guaranteed interest required to build up death benefit reserves and meet contractual obligations. The guaranteed interest rate for a particular policy or rider is set at issue and does not change over the life of the policy. The guaranteed interest rate is reflected in the policy's guaranteed cash value increases.
3. Expenses - The difference between actual expenses incurred and the expenses assumed in determining the premium.

Narrative Summary

This illustration assumes that the dividend option is Paid-Up Additions for all years shown. The annual dividend, if any, is used to purchase additional level paid-up life insurance, adding to the policy's death benefit and total cash value. "Paid up" means that no further premiums are required on the additional life insurance. This additional insurance is also eligible to receive dividends. Paid-up additions may be surrendered for their cash value as long as they are not being used as collateral for policy debt.

Non-guaranteed values are based on the 2011 dividend scale. This illustration assumes a policy with an adjustable policy loan interest rate provision. **It is important to understand that the payment of dividends is not guaranteed; dividends are a reflection of conditions that affect the Company and the cost of insurance. Dividend performance may, and most likely will, change over time. For this reason we strongly recommend that you look at an illustration showing a lower dividend scale to see the impact that this would have on policy values.** This illustration is neither a projection nor an estimate of future results. Transfer of policy ownership to a qualified pension or profit sharing plan could result in different dividends.

IMPORTANT TAX INFORMATION

As Illustrated, this policy would not become a Modified Endowment Contract (MEC) under the Internal Revenue Code based on the assumptions in this illustration. As illustrated, this policy would not become a Modified Endowment Contract (MEC) under the Internal Revenue Codes based on LTCR assumptions.

Changes to the policy could cause the policy to become a MEC or change the year that the policy is illustrated to become a MEC.

A Modified Endowment Contract (MEC) distinguishes between a policy purchased primarily for death protection and a policy purchased primarily for the tax advantages afforded to life insurance cash values. Once a policy is classified as a MEC, it receives less advantageous federal income tax treatment (see below). To determine if a contract is a MEC, a premium limit (the MEC limit) is established for the maximum amount of premium allowed during the first seven years, based upon rules set by the Internal Revenue Code. Under the MEC test, a MEC results if the cumulative amount paid at any time in the first seven years exceeds the cumulative MEC limit applicable in that policy year. Certain changes to the policy can subject the policy to MEC testing beyond the first seven years or can cause premiums already paid to be re-tested.

Surrenders and distributions are subject to income tax to the extent they exceed the policy's cost basis. If the policy is a MEC, distributions and loans are taxable to the extent of gain and are subject to a 10% tax penalty.

Death benefit proceeds from this policy are generally excludable from the beneficiary's gross income for income tax purposes (IRC Section 101(a)(1)). Policy loans on non-MEC policies are not treated as distributions or subject to income tax when taken (IRC Section 72). However, if the policy is not held until death, taxes are generally due on surrender or lapse and may in fact exceed the policy's Net Surrender Value if prior loans and surrenders were extensive.

Narrative Summary

There may be other income tax consequences if this policy is not owned by the insured. These may include income and/or gift tax liability of the amounts received for payment of the insured's expenses for long term care services, and the potential for the inclusion of the policy's death benefit in the insured's estate for estate tax purposes. Since benefits under the LTCR may be taxable, you should seek assistance from a tax advisor before accelerating benefits under the LTCR.

The information provided above is not written or intended as specific tax advice and may not be relied on for purposes of avoiding any federal tax penalty. Individuals are strongly encouraged to seek advice from their own personal tax or legal counsel, in particular if the policy will be owned by a person other than the insured or by an entity, such as an irrevocable life insurance trust

Additional Riders Illustrated

*Accelerated Death
Benefit for Terminal
Illness Rider
(ABR)*

The Accelerated Death Benefit for Terminal Illness Rider allows the policy owner to receive an advance of policy death benefits when MassMutual receives satisfactory proof the insured has a terminal illness, expected to result in death within twelve months. The funds may be used for any purpose. This rider terminates upon acceleration or if benefits are accelerated under the LTCR. There is no cost for the addition of this rider however there is a fee if the rider is exercised.

Interest Adjusted Cost (IAC) Comparison Index

	Policy Year	
	10	20
Life Insurance Surrender Cost Index Life	\$6.38	\$5.70
Insurance Net Payment Cost Index	\$19.94	\$17.22
Equivalent Level Annual Dividend at 5%	\$3.07	\$5.79

The Interest Adjusted Cost Comparison Indices provide two means of comparing the relative cost of similar plans of insurance issued by the same company or by different companies. A low index number represents a lower cost than a higher one. These indices reflect the time value of money by applying a 5% interest factor to policy premiums, dividends, and for the surrender cost index, the 10 and 20 year cash values. The dividends used in calculating these indices are based on the current year's scale and are neither guarantees nor estimates of future dividends.

The indices do not consider: (1) the value of the services of an agent or company; (2) the relative strength and reputation of the Company and its actual dividend performance; or (3) differences in the policy provisions.

Additional Information About This Illustration

The fully allocated expense method is used to allocate overhead expenses for all illustrations.

This illustration does not recognize the time value of money and should not be used to compare policy costs. See IAC section of the Narrative Summary page for policy cost information.

Narrative Summary

Column Heading Definitions

<i>Age End Year</i>	The age of the insured at the end of the policy year.
<i>Annual Outlay Beg Year</i>	The annual outlay at the beginning of the policy year. This is the out-of-pocket cost, which is comprised of the Contract Premium adjusted for any dividends, Paid-Up Additions surrendered, cash value released, loans taken and loan repayments made. This amount will be adjusted by the Annual Premium Credit if benefits are accelerated under the LTCR. This amount does not include the LTCR Annual Benefit amount or any policy loan repayment that would be made under the LTCR.
<i>Annual Premium Credit Beg Year</i>	The annual amount credited at the beginning of the policy year that will reduce the payment of the Contract Premium when accelerated benefit payment is made under the LTCR.
<i>Basic Policy Cash Value End Year</i>	The guaranteed cash value of the base policy as of the end of the policy year. This does not include the cash value from Paid-Up Additions (PUA) or any other policy riders.
<i>Cash Surrender Value End Year</i>	The Net Cash Value End Year less the LTCR Cash Value Lien End Year. This is the amount payable if the policy was surrendered at the end of the policy year.
<i>Cash Value of Additions End Year</i>	The total cash value as of the end of the policy year of the Paid-Up Additions purchased by dividends earned on the base policy. These values are based on the illustrated dividend scale and are not guaranteed.
<i>Contract Premium Beg Year</i>	The gross premium that is required to be paid at the beginning of the policy year for the benefits shown in this illustration.
<i>Contract Prem for Gtd Values Beg Year</i>	The gross premium that is required to be paid at the beginning of the policy year for the guaranteed values and benefits shown in this illustration including the Maximum LTCR premium.
<i>Guaranteed Cash Value End Year</i>	The cash value which is guaranteed under this policy based upon the illustrated Contract Premium for Guaranteed Values as of the end of the policy year.
<i>Guaranteed Death Benefit End Year</i>	The amount of death benefit which is guaranteed to be payable for this policy at death based upon the illustrated Contract Premium for Guaranteed Values as of the end of the policy year.
<i>LTCR Annual Benefit</i>	The amount of the policy's death benefit that has been accelerated for the year under the LTCR. This assumes payment of the LTCR Maximum Monthly Benefit for the illustrated claim, limited by the LTCR Remaining Benefit Pool.

Narrative Summary

<i>LTCR Base Benefit Pool Beg Year</i>	The amount of base policy Face Amount available for acceleration under the LTCR at the beginning of the policy year.
<i>LTCR Cash Value Lien End Year</i>	The cash value as of the end of the year for the portion of the policy's Face Amount and any Paid-Up Additions that have been accelerated under the LTCR.
<i>LTCR Current Premium Beg Year</i>	The non-guaranteed premium that will be charged at the beginning of the policy year for the LTCR. This premium may increase after the first policy year but will never be greater than the Maximum LTCR Premium Beg Year.
<i>LTCR Death Benefit (DB) Lien End Year</i>	The lien against the policy's total death benefit amount as of the end of the policy year for the amount of accelerated benefit payments under the LTCR. This amount reduces the death benefit that is payable on the death of the insured.
<i>LTCR Dividends Benefit Pool Beg Year</i>	The amount of Paid-Up Additions purchased by the base policy dividends that are available for acceleration at the beginning of the year. These values are based on the illustrated dividend scale and are not guaranteed.
<i>LTCR Maximum Monthly Benefit Beg Year</i>	The maximum monthly amount available for acceleration under the LTCR at the beginning of the policy year including any increase in the maximum amount available for payment each month under the Maximum Monthly Benefit Increase Option, if chosen.
<i>LTCR Maximum Premium Beg Year</i>	The guaranteed maximum LTCR Premium
<i>LTCR Min Payout Period (in Months) Beg Year</i>	The minimum period (in months) under the LTCR for which the LTCR Maximum Monthly Benefit would be payable if accelerated benefits started at the beginning of that policy year. This assumes that no further Paid-Up Additions are added to the LTCR Dividends Benefit Pool and no Paid-Up Additions are surrendered after the accelerated benefits start at the beginning of the year. This reflects the increasing LTCR Maximum Monthly Benefit as shown.
<i>LTCR Remaining Benefit Pool End Year</i>	The LTCR benefit pool that remains available for LTCR benefits as of the end of the policy year.
<i>LTCR Total Benefit Pool Beg Year</i>	The total amount available for payment of accelerated benefits under the LTCR as of the beginning of the policy year. It is equal to the sum of the Base Benefit Pool and the Dividends Benefit Pool. This is also referred to as the Maximum Lifetime Rider Benefit.

Narrative Summary

<i>Net Cash Value End Year</i>	The cash value as of the end of the policy year reduced by outstanding loans and loan interest. These values are based on the illustrated dividend scale and are not guaranteed. This value does not reflect any reductions due to an LTCR Cash Value Lien that would result if an accelerated payment was made under the LTCR.
<i>Net Death Benefit End Year</i>	The death benefit of the policy as of the end of the policy year reduced by outstanding loans and loan interest. These values are based on the illustrated dividend scale and are not guaranteed. This value does not reflect any reductions due to the LTCR death benefit lien that would result if an accelerated benefit payment was made under the LTCR.
<i>Net Dividend End Year</i>	The total annual dividend reduced by the Dividends Benefit Pool Rider Charge at the end of the policy year. This charge will be a percentage of the policy dividends that are used to purchase Paid-Up Additions that will be included in the Dividends Benefit Pool and available for acceleration under LTCR. These values are based on the illustrated dividend scale and are not guaranteed.
<i>Paid-Up Additions End Year</i>	The additional paid-up insurance death benefit as of the end of the policy year purchased by dividends earned on the base policy. These values are based on the illustrated dividend scale and are not guaranteed.
<i>Payable Death Benefit End Year</i>	This is the amount that would be payable if death occurred at the end of the policy year. This is equal to the Net Death Benefit End Year less the LTCR Death Benefit (DB) Lien End Year. These values are based on the illustrated dividend scale and are not guaranteed.
<i>Total Cash Value End Year</i>	The total cash value as of the end of the policy year including all guaranteed and non-guaranteed values. These values are based on the illustrated dividend scale and are not guaranteed. This value does not reflect a reduction due to the LTCR cash value lien that would result if an accelerated benefit payment was made under the LTCR.
<i>Total Cash Value of Additions End Year</i>	The total cash value as of the end of the policy year of the Paid-Up Additions purchased by dividends. These values are based on the illustrated dividend scale and are not guaranteed.
<i>Total Death Benefit End Year</i>	This is the amount that would be payable if death occurred at the end of the policy year. These values are based on the illustrated dividend scale and are not guaranteed. This value does not reflect a reduction due to the LTCR Death Benefit Lien that would result if an accelerated benefit payment was made under the LTCR.

Narrative Summary

*Total Paid-Up Insurance
End Year*

The amount of fully paid-up insurance that could be purchased if the policy were converted to a fully paid-up policy as of the end of the policy year. These values are based on the illustrated dividend scale and are not guaranteed.

Year

The number of years the policy is assumed to have been in force at the end of the policy year

Narrative Summary

Key Terms Used in the Illustration

- Beg Year* The first day of the policy year. All premium payments and other outlays are assumed to be made at the beginning of the year.
- End Year* The last day of the policy year. Dividends are assumed to be credited on this date. All cash values are shown as of the end of the policy year.
- Death Benefit* The amount payable upon death of the insured.
- Midpoint Assumptions* Values are calculated assuming that the dividends are reduced by 50% and any policy charges included are an average between the current and guaranteed charges.
- Attained Age* Issue age plus policy duration years.

Premium Payment Options:

You may pay premiums once a year (annually), twice a year (semiannually), four times a year (quarterly) or twelve times a year (monthly). You may pay premiums twelve times a year (monthly) only by pre-authorized electronic transfer. If you pay annual premiums by installments, there will be an additional charge. The additional charge is shown in dollars and as annual percentage rates in the table below.

Premium Frequency	Premium Payment (Including Installment Payment Charge)	Number of Payments Per Year	Total Premium Per Year	Additional Charge (In Dollars)	Additional Charge (As the Annual Percentage Rate or APR)
Annual	\$23,721.00	1	\$23,721.00	\$0.00	-
Semiannual	\$12,138.04	2	\$24,276.08	\$555.08	9.6%
Quarterly	\$6,141.37	4	\$24,565.47	\$844.47	9.5%
Monthly	\$2,063.73	12	\$24,764.72	\$1,043.72	9.5%

Consider Additional Coverage

In some cases, the cost per unit of the Whole Life Legacy [100] policy may be lower with a higher Base Policy Face Amount. You should consult with your agent about whether applying for more coverage is appropriate. Additional underwriting requirements may apply to larger face amounts, and premiums may be higher.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

Numeric Summary and Signature Page

Dividend Option: Dividends used to purchase Paid-Up Additions. **Dividends are not guaranteed and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.**

To help you understand how changes in non-guaranteed dividends may affect your future policy values, this Numeric Summary and Signature Page shows how your policy would perform based on each of the following dividend scenarios:

- 1) Guaranteed: The guaranteed policy values, i.e., zero dividends.
- 2) Non-Guaranteed Midpoint: 50% of the Company's currently illustrated dividend.
- 3) Non-Guaranteed Current: The Company's currently illustrated dividend.

	Non-Guaranteed Values								
	Guaranteed Values			Midpoint Assumptions			Current Assumptions		
	Contract Prem for Gtd Values	Total Cash Value	Death Benefit	Contract Premium	Total Cash Value	Death Benefit	Contract Premium	Total Cash Value	Death Benefit
Year 5	24,432	65,510	1,000,000	24,077	74,866	1,022,816	23,721	74,907	1,022,916
Year 10	24,432	179,110	1,000,000	24,077	218,707	1,083,243	23,721	220,405	1,086,813
Year 20	24,432	400,090	1,000,000	24,077	595,866	1,317,396	23,721	609,080	1,338,818
Age 70	24,432	400,090	1,000,000	24,077	595,866	1,317,396	23,721	609,080	1,338,818

I have received a copy of this illustration and understand that any non-guaranteed elements illustrated are subject to significant fluctuations and could be either higher or lower. The agent has told me they are not guaranteed. I understand that this illustration is not a contract. I also understand that any policy changes reflected in this illustration are not automatic, but must be submitted in writing to the Home Office. The terms of the policy constitute the actual agreement of coverage. I further understand I have the right to request a hypothetical lower scale illustration to see the potential impact of a lower dividend interest rate on my policy values. I have read and understand the IMPORTANT TAX INFORMATION section in the Narrative Summary.

I have read and understand the LTCR Summary for the Accelerated Death Benefit for Long Term Care Services Rider that is included with this illustration.

Applicant (At time of application)
Owner (At time of delivery)

_____ Date

I certify that this illustration has been presented to the applicant and that I have explained that any non-guaranteed elements illustrated are subject to change. I have made no statements that are inconsistent with this illustration.

_____ Agent

_____ Date

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

Tabular Values

Dividend Option: Dividends used to purchase Paid-Up Additions. **Dividends are not guaranteed and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.**

====Non-Guaranteed Values====											
Year	Age End Year	Contract Prem For Gtd Values Beg Year	Guaranteed Cash Value End Year	Guaranteed Death Benefit End Year	Contract Premium Beg Year	Net Dividend End Year	Cash Value of Additions End Year	Total Cash Value End Year	Paid-Up Additions End Year	Total Death Benefit End Year	Total Paid-Up Insurance End Year
1	51	24,432	0	1,000,000	23,721	0	0	0	0	1,000,000	0
2	52	24,432	2,120	1,000,000	23,721	0	0	2,120	0	1,000,000	5,682
3	53	24,432	22,810	1,000,000	23,721	2,310	2,310	25,120	5,997	1,005,997	65,215
4	54	24,432	43,960	1,000,000	23,721	3,025	5,385	49,345	13,546	1,013,546	124,129
5	55	24,432	65,510	1,000,000	23,721	3,873	9,397	74,907	22,916	1,022,916	182,665
6	56	24,432	87,410	1,000,000	23,721	4,851	14,500	101,910	34,296	1,034,296	241,042
7	57	24,432	109,680	1,000,000	23,721	5,344	20,236	129,916	46,446	1,046,446	298,184
8	58	24,432	132,300	1,000,000	23,721	5,878	26,666	158,966	59,423	1,059,423	354,242
9	59	24,432	155,450	1,000,000	23,721	6,260	33,659	189,109	72,840	1,072,840	409,246
10	60	24,432	179,110	1,000,000	23,721	6,711	41,295	220,405	86,813	1,086,813	463,347
11	61	24,432	200,710	1,000,000	23,721	7,378	49,802	250,512	101,745	1,101,745	511,793
12	62	24,432	222,520	1,000,000	23,721	8,262	59,406	281,926	118,007	1,118,007	560,033
13	63	24,432	244,410	1,000,000	23,721	9,354	70,325	314,735	135,923	1,135,923	608,313
14	64	24,432	266,330	1,000,000	23,721	10,588	82,718	349,048	155,667	1,155,667	656,871
15	65	24,432	288,280	1,000,000	23,721	11,867	96,661	384,941	177,226	1,177,226	705,782
16	66	24,432	310,290	1,000,000	23,721	14,429	113,459	423,749	202,798	1,202,798	757,412
17	67	24,432	332,430	1,000,000	23,721	16,929	133,106	465,536	232,054	1,232,054	811,604
18	68	24,432	354,760	1,000,000	23,721	19,240	155,485	510,245	264,488	1,264,488	867,955
19	69	24,432	377,290	1,000,000	23,721	21,659	180,752	558,042	300,123	1,300,123	926,580
20	70	24,432	400,090	1,000,000	23,721	24,090	208,990	609,080	338,818	1,338,818	987,451
21	71	24,432	423,050	1,000,000	23,721	25,772	239,486	662,536	379,239	1,379,239	1,049,163
22	72	24,432	446,130	1,000,000	23,721	27,797	272,609	718,739	421,844	1,421,844	1,112,202
23	73	24,432	468,990	1,000,000	23,721	30,297	308,780	777,770	467,261	1,467,261	1,176,960
24	74	24,432	491,700	1,000,000	23,721	32,851	348,101	839,801	515,446	1,515,446	1,243,524
25	75	24,432	514,310	1,000,000	23,721	35,412	390,621	904,931	566,298	1,566,298	1,311,913
26	76	24,432	536,800	1,000,000	23,721	38,125	436,517	973,317	619,929	1,619,929	1,382,277
27	77	24,432	559,140	1,000,000	23,721	40,573	485,547	1,044,687	675,863	1,675,863	1,454,165
28	78	24,432	581,230	1,000,000	23,721	43,232	537,902	1,119,132	734,317	1,734,317	1,527,783
29	79	24,432	602,880	1,000,000	23,721	46,106	593,723	1,196,603	795,502	1,795,502	1,603,273
30	80	24,432	623,940	1,000,000	23,721	49,225	653,178	1,277,118	859,671	1,859,671	1,680,860

Coverage	Face Amount	Current Premiums			
		Annually	Semi-Annually	Quarterly	Monthly
Base Policy Insurance	1,000,000	23,010.00	11,774.22	5,957.29	2,001.87
LTCR Base Benefit Pool	900,000	711.00	363.82	184.08	61.86

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Refer to the Narrative Summary for assumptions, explanations and additional information.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

Tabular Values

Dividend Option: Dividends used to purchase Paid-Up Additions. Dividends are not guaranteed and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.

Year	Age End Year	Contract Prem For Gtd Values Beg Year	Guaranteed Cash Value End Year	Guaranteed Death Benefit End Year	====Non-Guaranteed Values====						
					Contract Premium Beg Year	Net Dividend End Year	Cash Value of Additions End Year	Total Cash Value End Year	Paid-Up Additions End Year	Total Death Benefit End Year	Total Paid-Up Insurance End Year
31	81	24,432	644,400	1,000,000	23,721	52,746	716,659	1,361,059	927,270	1,927,270	1,761,045
32	82	24,432	664,110	1,000,000	23,721	56,522	784,319	1,448,429	998,547	1,998,547	1,844,051
33	83	24,432	683,190	1,000,000	23,721	60,156	856,073	1,539,263	1,073,243	2,073,243	1,929,747
34	84	24,432	701,680	1,000,000	23,721	63,806	931,932	1,633,612	1,151,316	2,151,316	2,018,176
35	85	24,432	719,520	1,000,000	23,721	67,494	1,011,905	1,731,425	1,232,752	2,232,752	2,109,307
36	86	24,432	736,590	1,000,000	23,721	72,327	1,096,997	1,833,587	1,318,887	2,318,887	2,204,467
37	87	24,432	752,800	1,000,000	23,721	77,486	1,187,402	1,940,202	1,410,032	2,410,032	2,303,976
38	88	24,432	768,100	1,000,000	23,721	81,484	1,281,878	2,049,978	1,504,764	2,504,764	2,406,416
39	89	24,432	782,490	1,000,000	23,721	85,423	1,380,306	2,162,796	1,603,012	2,603,012	2,511,754
40	90	24,432	796,000	1,000,000	23,721	89,222	1,482,499	2,278,499	1,704,610	2,704,610	2,619,868
41	91	24,432	808,730	1,000,000	23,721	92,839	1,588,296	2,397,026	1,809,344	2,809,344	2,730,627
42	92	24,432	821,220	1,000,000	23,721	95,876	1,697,674	2,518,894	1,916,522	2,916,522	2,843,606
43	93	24,432	833,690	1,000,000	23,721	98,647	1,810,609	2,644,299	2,025,811	3,025,811	2,958,590
44	94	24,432	846,440	1,000,000	23,721	101,121	1,927,244	2,773,684	2,136,824	3,136,824	3,075,311
45	95	24,432	859,930	1,000,000	23,721	103,253	2,047,896	2,907,826	2,249,101	3,249,101	3,193,518
46	96	24,432	874,910	1,000,000	23,721	104,783	2,173,137	3,048,047	2,361,849	3,361,849	3,312,734
47	97	24,432	893,120	1,000,000	23,721	105,842	2,305,386	3,198,506	2,474,307	3,474,307	3,432,868
48	98	24,432	916,820	1,000,000	23,721	105,320	2,447,091	3,363,911	2,584,400	3,584,400	3,552,664
49	99	24,432	950,010	1,000,000	23,721	101,949	2,602,752	3,552,762	2,688,599	3,688,599	3,669,944
50	100	24,432	1,000,000	1,000,000	23,721	93,225	2,780,772	3,780,772	2,780,772	3,780,772	3,780,772
51	101	0	1,000,000	1,000,000	0	236,256	3,016,095	4,016,095	3,016,095	4,016,095	
52	102	0	1,000,000	1,000,000	0	250,921	3,264,654	4,264,654	3,264,654	4,264,654	
53	103	0	1,000,000	1,000,000	0	266,496	3,528,641	4,528,641	3,528,641	4,528,641	
54	104	0	1,000,000	1,000,000	0	283,039	3,809,015	4,809,015	3,809,015	4,809,015	
55	105	0	1,000,000	1,000,000	0	300,608	4,106,792	5,106,792	4,106,792	5,106,792	
56	106	0	1,000,000	1,000,000	0	319,267	4,423,054	5,423,054	4,423,054	5,423,054	
57	107	0	1,000,000	1,000,000	0	339,085	4,758,946	5,758,946	4,758,946	5,758,946	
58	108	0	1,000,000	1,000,000	0	360,133	5,115,689	6,115,689	5,115,689	6,115,689	
59	109	0	1,000,000	1,000,000	0	382,488	5,494,575	6,494,575	5,494,575	6,494,575	
60	110	0	1,000,000	1,000,000	0	406,230	5,896,980	6,896,980	5,896,980	6,896,980	
61	111	0	1,000,000	1,000,000	0	431,446	6,324,364	7,324,364	6,324,364	7,324,364	
62	112	0	1,000,000	1,000,000	0	458,227	6,778,277	7,778,277	6,778,277	7,778,277	
63	113	0	1,000,000	1,000,000	0	486,671	7,260,365	8,260,365	7,260,365	8,260,365	
64	114	0	1,000,000	1,000,000	0	516,880	7,772,378	8,772,378	7,772,378	8,772,378	
65	115	0	1,000,000	1,000,000	0	548,964	8,316,173	9,316,173	8,316,173	9,316,173	

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Refer to the Narrative Summary for assumptions, explanations and additional information.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$24,220.00
Annual LTCR Premium: [\$ 711.00]

Tabular Values

Dividend Option: Dividends used to purchase Paid-Up Additions. **Dividends are not guaranteed** and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.

		====Non-Guaranteed Values====								
Year	Age End Year	Contract Prem for Gtd Vals BegYear	Guaranteed Cash Value End Year	Guaranteed Death Benefit End Year	Net Dividend End Year	Cash Value of Additions End Year	Total Cash Value End Year	Paid-Up Additions End Year	Total Death Benefit End Year	Total Paid-Up Insurance End Year
66	116	0	1,000,000	1,000,000	595,340	9,102,193	10,102,193	9,102,193	10,102,193	
67	117	0	1,000,000	1,000,000	632,668	9,734,861	10,734,861	9,734,861	10,734,861	
68	118	0	1,000,000	1,000,000	672,336	10,407,196	11,407,196	10,407,196	11,407,196	
69	119	0	1,000,000	1,000,000	714,491	11,121,688	12,121,688	11,121,688	12,121,688	
70	120	0	1,000,000	1,000,000	759,290	11,880,978	12,880,978	11,880,978	12,880,978	
71	121	0	1,000,000	1,000,000	806,897	12,687,875	13,687,875	12,687,875	13,687,875	

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Refer to the Narrative Summary for assumptions, explanations and additional information.

LTCR Summary

This LTCR Summary describes some of the terms, provisions, benefits, exclusions and limitations provided under the LTCR, and shows how the benefits of the LTCR interact with the benefits provided by the Whole Life Legacy [100] life insurance policy. This LTCR Summary includes the illustrated policy values that follow these narrative pages.

The benefits of the LTCR are available through the Whole Life Legacy [100] policy. The policy and the LTCR could be appropriate for a policy owner who needs life insurance protection and is also looking for flexibility to access the policy's death benefit to pay for long term care needs. If your only purpose for purchasing the Whole Life Legacy [100] with LTCR is to pay for long term care expenses, you may wish to consider other options.

About the LTCR

The LTCR is an accelerated death benefit rider that can be purchased with the Whole Life Legacy [100] life insurance policy. The LTCR will permit acceleration of a portion of the policy's death benefit for the expenses for long term care services received by the insured. A portion of the policy's face amount is not available for acceleration. This is referred to as the *Residual Face Amount* which you must select at time of application and cannot be changed after the policy is issued.

You must apply for the LTCR together with the life insurance policy. The LTCR is not available after the policy is issued. MassMutual separately underwrites the LTCR and may decline to issue the LTCR even if it issues the life insurance policy. When you apply for the LTCR, you will need to select the following:

- *Base Benefit Pool*: This is the portion of the policy face amount available for acceleration.
- *Selected Benefit Period*: This is the initial period over which accelerated benefit payments can be payable. (See ***Important Note*** below).

Based on these selections, you will be able to calculate the *Maximum Monthly Benefit*. This is the maximum monthly amount that we will pay.

Dividends Benefit Pool. Although dividends are not guaranteed, you may elect to have Paid-Up Additions purchased by your policy's dividends (excluding dividends payable under any rider) included for acceleration. The amount of Paid-Up Additions includible for acceleration is referred to as the Dividends Benefit Pool. Only Paid-Up Additions purchased from the Whole Life Legacy [100] policy dividends may be included in the Dividends Benefit Pool; Paid-Up Additions purchased by dividends received from any rider attached to the policy will not be included in the Dividends Benefit Pool. For more information about dividends and Paid-Up Additions, refer to the Narrative Summary at the beginning of this Illustration.

Maximum Lifetime Rider Benefit. The Maximum Lifetime Rider Benefit is the sum of the Base Benefit Pool and the Dividends Benefit Pool. This is the maximum amount of accelerated benefits that can be paid under the LTCR. The Maximum Lifetime Rider Benefit may be impacted by actions you take on your policy. See ***Effect of Policy Transactions on LTCR*** in this LTCR Summary.

Maximum Monthly Benefit Increase Option. The Maximum Monthly Benefit Increase Option provides the ability, beginning at age 61 (or the first policy anniversary if the issue age is 61 or greater), to access the Base Benefit Pool and Dividends Benefit Pool (if available) more quickly, by increasing the Maximum Monthly Benefit. The Maximum Monthly Benefit Increase Option does not increase the total amount of the Base Benefit Pool or the Dividends Benefit Pool, but only increases the maximum amount available for payment each month. Beginning at age 61 (or the first policy anniversary if the issue age is 61 or greater) the Maximum Monthly Benefit at issue will be increased each year by an amount equal to 4% of the Initial Maximum Monthly Benefit. **Because a larger amount can be paid each month, the period during which claims may be paid is likely to be shorter than the Selected Benefit Period.**

Important Note – The benefit period under the LTCR may be shorter or longer than the Selected Benefit Period:

- If the claim for benefits for a policy month is less than the Maximum Monthly Benefit, any unused amounts in the Base Benefit Pool may extend the period over which LTCR claims are paid.
- The Dividends Benefit Pool may extend the period over which LTCR claims are paid.
- The Maximum Monthly Benefit Increase Option may decrease the period over which LTCR claims are paid.

No Inflation Protection

The LTCR does NOT provide an inflation protection option. This means that the Maximum Lifetime Rider Benefit does NOT increase with inflation or with the cost of living.

The LTCR Premiums and Charges

There is a premium for the LTCR that will be included with your premiums for your policy and any other riders. In no event will the LTCR premium exceed the maximum premium which will be set forth in the LTCR. There is an additional cost if you elect the Maximum Monthly Benefit Increase Option, and this will result in higher LTCR premiums.

There is also a charge to create a Dividends Benefit Pool. The charge will be a percentage of the dividend and will be deducted from the policy dividends paid before the purchase of Paid-Up Additions. As a result, Paid-Up Additions (and associated cash values) will be lower if Paid-Up Additions are elected for acceleration. In no event will the charge exceed the maximum charge which will be set forth in the LTCR. If you elect the Maximum Monthly Benefit Increase Option, the charge will be a higher percentage.

The rider is guaranteed renewable. This means that you have the right, subject to the terms of the LTCR, to continue the LTCR as long as you pay your premiums on time.

After the first premium has been paid, we allow a grace period to pay each following premium. If the premium is not paid by the thirtieth (30th) day after its due date, we will provide written notice to the Owner and the Insured, if different, and any individual designated by the Owner or the Insured, if different, to receive notice of non-payment of premium. If the premium is not paid within thirty-six (36) days after notice is sent, this Policy will lapse for non-payment of premium. In order to be considered paid during the grace period, any payments sent by U.S. mail must be postmarked within the grace period. During this grace period the policy remains in full force.

If a premium is not paid by the end of the Grace Period, this policy will lapse as of the due date of that premium. We call this premium due date the date of lapse.

You can discontinue coverage under this Rider by notifying us, and Rider premiums will no longer be due. You will not be eligible for any Rider benefits for any Covered Services received after the date You discontinue coverage under this Rider, unless benefits are continued under the Extension of Benefits provision.

Your LTCR will terminate on the earliest to occur of the following:

- Your policy terminates or is surrendered for its cash value;
- Your policy lapses to a paid-up policy (unless benefits are continued under the Extension of Benefits provision);
- You discontinue coverage under Your Rider (provided no accelerated benefits have been received);
- You exercise the Accelerated Death Benefits for Terminal Illness Rider;
- You reduce Your Policy's face amount below the sum of (i) the minimum Base Benefit Pool shown in the Policy Specifications, and (ii) the Residual Face Amount shown in the Policy Specifications (provided no accelerated benefit payments have been received); and
- The date on which the Company receives due proof of death of the Insured.

After this policy has lapsed, it may be reinstated -- that is, put back in full force. However, the policy cannot be reinstated if it has been surrendered for its cash surrender value.

Reinstatement must be made within five years after the date of lapse and while the Insured is living.

Tax-Qualification

The LTCR is not intended to be a federally tax-qualified long term care insurance contract under Section 7702B of the Internal Revenue Code (IRC), as amended. Therefore, the premiums payable for the LTCR are not deductible from gross income for federal income tax purposes.

The benefits provided by the LTCR are intended to be excludable from federal gross income under Section 101(g) of the IRC. However to receive tax free treatment, IRC section 101(g) requires that the payment of benefits be for costs incurred by the payee for qualified long term care services. Since we pay the LTCR benefits to the policy owner, the LTCR benefits may be subject to federal income tax and reportable if the owner of the policy is not the insured or the insured's spouse who incurred the long term care expenses. In addition, if the policy is not owned by the insured, and the LTCR benefits are used to pay the costs incurred by the insured, depending on the facts and circumstances, all or a portion of the Whole Life policy's death benefit may be includible in the insured's federal gross estate. If you are considering purchasing the LTCR with an owner who is other than the insured, such as a life insurance trust, you should consult with your attorney, accountant or tax advisor regarding any income and estate tax implications.

Eligibility

Subject to all the terms and provisions of the LTCR, accelerated benefits will be payable when MassMutual verifies all of the following:

- The insured is certified as chronically ill by a licensed health care practitioner within the previous twelve (12) months. This means that: the insured cannot perform, without substantial assistance, at least 2 of 6 activities of daily living (bathing, continence, dressing, eating, toileting and transferring), and this is expected to continue at least 90 consecutive days due to loss of functional capacity; or, the insured has a severe cognitive impairment, such as Alzheimer's disease or irreversible dementia.
- The insured received Long Term Care Services (as described below) covered under the LTCR, as described below.
- The LTCR coverage was in force at the time the insured received the covered Long Term Care services.
- The policy is in full force on the date of payment.
- The *Elimination Period* (as described below) is satisfied.
- All required claims information is submitted.
- The claim is not subject to any exclusions, limitations or non-duplication of benefits provisions.

Payment of LTCR Benefits

If all eligibility criteria are satisfied, MassMutual will pay an amount equal to the expenses for covered Long Term Care Services received by the insured in a policy month, up to the Maximum Monthly Benefit amount for that policy month. The sum of all amounts paid under the LTCR cannot exceed the Maximum Lifetime Rider Benefit at the time of payment.

If you make any changes to your policy while we are evaluating your claim, including surrendering or lapsing your policy or reducing your policy's face amount, we will adjust your Maximum Lifetime Rider Benefit and your Maximum Monthly Benefit BEFORE we determine the amount payable. *For example, if your policy lapses, we will not make any payments regardless of when the covered Long Term Care Services were received.*

Covered Long Term Care Services

The LTCR provides benefits for certain long term care services provided pursuant to a plan of care prescribed by a licensed health care practitioner. *Long Term Care Services* are those "qualified long term care services" as defined under Section 101(g) of the Internal Revenue Code. This means all the necessary diagnostic, preventative, therapeutic, curing, treating, mitigating and rehabilitative services, and maintenance and personal care services required by a chronically ill insured. These services are generally provided by a nursing facility, assisted living facility or hospice facility. Covered Long Term Care Services also include home health care and hospice services provided at an insured's home, as well as community based services at an adult day care center.

Elimination Period

There is a 90-day period prior to the time that benefits are payable, known as the *Elimination Period*. Before payments can begin, the insured must be chronically ill and receiving covered long term care services under a plan of care while the LTCR is in effect. Benefits are not payable for any covered Long Term Care Services received during the Elimination Period.

Limitations and Exclusions

The LTCR has limitations and exclusions. Benefits are not payable under the LTCR and the Elimination Period will not be satisfied for any confinement in an institution, care, treatment, or service(s):

- provided to the insured by a member of the insured's family;
- provided outside of the United States;
- for which the insured has no financial liability or that is provided at no charge in the absence of insurance;
- provided in facilities operated primarily for the treatment of alcoholism or drug addiction;
- provided in facilities operated primarily for the treatment of mental or nervous disorders, such as affective disorders, anxiety disorders, personality disorders, psychotic disorders or other mental or emotional diseases or disorders (mental or nervous disorder does not include Alzheimer's or other demonstrable organic diseases such as senile dementia); or
- which results from participation in a felony, riot, or insurrection or involvement in an illegal occupation.

Non-Duplication of Benefits

Benefits are not payable under the LTCR to the extent that expenses for services received by the insured are reimbursable (i) under Medicare or would be so reimbursable but for the application of a deductible or coinsurance amount; or (ii) for any other state or federal workers' compensation plan or other governmental program (except Medicaid); or (iii) under another long term care insurance policy or health insurance policy; or (iv) under another long term care rider, provided that the rider in question was issued prior to the issue date for the LTCR.

Effects of Accelerated Benefit Payments on your Policy

When accelerated benefit payments are made, they will impact your policy as follows:

Policy Death Benefit Lien. The amount of accelerated benefit payments will constitute a lien against the policy's death benefit. The lien is first applied to the Base Benefit Pool and then to the Dividends Benefit Pool (if elected at the time). The policy's face amount and any Paid-Up Additions is not reduced when the accelerated benefit payment is made; instead, when the insured dies the death benefit amount payable to the beneficiary will be reduced by any remaining outstanding loans AND by all amounts that have been accelerated.

Reduced Policy Surrender Values. There will be a corresponding reduction in the policy's cash surrender value when an accelerated benefit payment is made. This reduction will impact the amount available for loans or the amount that would be paid if the policy were surrendered.

Premium Credit. Even when benefits are being paid under the LTCR, the full policy and LTCR premiums continue to be due. However, when an accelerated benefit payment is made, there will be a premium credit which will reduce the amount of premium the policy owner will need to pay. For standard risk policies, the credit will offset the portion of the premium attributable to the accelerated amount. The premium credit will not cover any portion of the premium attributable to a substandard rating. The amount of the premium credit is determined two (2) months prior to each policy anniversary based on the total amount of accelerated benefits paid. Your policy premium bills will be adjusted to reflect any applicable premium credit. The premium credit does not apply to the premium due for any rider attached to the policy.

Required Repayment of Policy Loans. If there is an outstanding loan at the time that the accelerated benefit payment is made, a portion of such payment must be used to reduce the amount of the outstanding debt. This will reduce the actual amount that will be received for payment of expenses for the covered Long Term Care services received by the insured.

Once the policy benefits begin acceleration, the company will provide monthly statements that show the impact of the amounts accelerated on the policy's death benefit, cash values, premiums and outstanding loans.

Effects of Policy Transactions on the LTCR

Certain transactions, such as decreasing the policy's face amount, taking loans or partially surrendering Paid-Up Additions that are included in the Dividends Benefit Pool, will impact the amounts that may be payable under the LTCR.

Policy Loans. If you take a policy loan against the cash value of your policy, any LTCR accelerated benefit amount will be reduced for the repayment of a portion of the outstanding policy debt.

Partial Surrenders. If you surrender Paid-Up Additions that are part of the Dividends Benefit Pool (including surrender Paid-Up Additions to pay policy premiums), they will no longer be available for acceleration, and the Dividends Benefit Pool will be reduced accordingly. Any Paid-Up Additions that have been accelerated **cannot** be surrendered.

Face Amount Reductions. If you reduce your policy's face amount, there will be a corresponding reduction in the Base Benefit Pool, the Maximum Monthly Benefit, your LTCR premium and your Maximum Lifetime Rider Benefit.

Lapsing to a Paid-Up Policy. If your policy lapses to a paid-up policy, benefits under the LTCR will terminate unless the insured received covered Long Term Care Services prior to the date of lapse or the Extension of Benefits provision was in effect (as described below). If accelerated benefits are payable, we will recalculate your Maximum Lifetime Rider Benefit based upon the reduced face amount of coverage, but there will be no benefits payable for any services received by the insured after the date of policy lapse, unless the Extension of Benefits provision is in effect.

Extension of Benefits

Benefits may be available under the LTCR for covered Long Term Care Services received in a nursing facility, assisted living facility or hospice facility even if the LTCR is terminated, provided that the policy itself is still in force. In order for the Extension of Benefits provision to apply, the insured's confinement in such facility must have begun while the LTCR coverage was in force, accelerated benefits would otherwise have been payable under the LTCR and the confinement in such facility has continued uninterrupted after the LTCR's coverage was terminated. Accelerated benefit payments under the LTCR's Extension of Benefits provision is subject to the Maximum Lifetime Rider Benefit, any Elimination Period and all limitations and exclusions. Accelerated benefit payments under the Extension of Benefits provision will end on the earliest of:

- the date the insured's confinement ends;
- the date the sum of all accelerated benefit payments reaches the Maximum Lifetime Rider Benefit;
- the date the policy is terminated; or
- the date of the insured's death.

Before You Exercise this Rider If You have Other Long Term Care Coverage

Benefit payments received under the LTCR for covered Long Term Care Services may be taxable if you receive benefit payments under other long term care insurance coverage for the same services. You should carefully consider any other long term care coverage you may have before accessing benefits under the LTCR. Accelerating benefits under the LTCR will impact the policy's death benefit and cash surrender value.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
 Base Policy Face Amount: [\$1,000,000]
 Riders: ABR LTCR

Annual Premium: \$23,010.00
 Annual LTCR Premium: [\$ 711.00]

The values shown below are derived from the values shown in the Tabular Values Report. This table displays the LTCR Total Benefit Pool as of the beginning of each policy year, the Maximum Monthly Benefit at the beginning of each year as well as a projection of the minimum number of months that monthly benefits would last assuming that the Maximum Monthly Benefit is paid each month and that LTCR accelerated benefit payments begin at the beginning of each policy year. The payout period assumes Paid-Up Additions are not added to or surrendered from the Dividends Benefit Pool once accelerated benefit payments start.

Dividend Option: See Narrative Summary.

This example is provided to help in the understanding of the Table of Values Below. It assumes that if payment of the LTCR Maximum Monthly Benefit began at Age [61] (Age End Year [62]), benefits would last [59] months.

Age End Year:	62	63	64	65	66
Monthly Payment:	\$15,600	\$16,200	\$16,800	\$17,400	\$18,000 (11 months)
Total LTCR Benefit Paid					
\$802,000 over [5] Years					

LTCR Values

Year	Age End Year	LTCR Current Premium Beg Year	LTCR Maximum Premium Beg Year*	LTCR Base Benefit Pool Beg Year*	LTCR Dividends Benefit Pool Beg Year	LTCR Total Benefit Pool Beg Year	LTCR Maximum Monthly Benefit Beg Year	LTCR Min Payout Period (in months) Beg Year
1	51	711	1,422	900,000	0	900,000	15,000	60
2	52	711	1,422	900,000	0	900,000	15,000	60
3	53	711	1,422	900,000	0	900,000	15,000	60
4	54	711	1,422	900,000	5,937	905,937	15,000	60
5	55	711	1,422	900,000	13,470	913,470	15,000	60
7	57	711	1,422	900,000	34,181	934,181	15,000	62
8	58	711	1,422	900,000	46,323	946,323	15,000	62
9	59	711	1,422	900,000	59,292	959,292	15,000	62
10	60	711	1,422	900,000	72,704	972,704	15,000	61
12	62	711	1,422	900,000	101,594	1,001,594	15,600	59
13	63	711	1,422	900,000	117,843	1,017,843	16,200	58
14	64	711	1,422	900,000	135,742	1,035,742	16,800	57
15	65	711	1,422	900,000	155,468	1,055,468	17,400	56
17	67	711	1,422	900,000	202,540	1,102,540	18,600	55
18	68	711	1,422	900,000	231,759	1,131,759	19,200	55
19	69	711	1,422	900,000	264,161	1,164,161	19,800	55
20	70	711	1,422	900,000	299,763	1,199,763	20,400	55

LTCR Selections

Base Benefit Pool	\$900,000	MMBIO	Yes
Initial Maximum Monthly Benefit	\$15,000	Base PUA Available for LTCR	Yes
Selected Benefit Period	60 Months		

*Values are Guaranteed

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

The values shown below are derived from the values shown in the Tabular Values Report. This table displays the LTCR Total Benefit Pool as of the beginning of each policy year, the Maximum Monthly Benefit at the beginning of each year as well as a projection of the minimum number of months that monthly benefits would last assuming that the Maximum Monthly Benefit is paid each month and that LTCR accelerated benefit payments begin at the beginning of each policy year. The payout period assumes Paid-Up Additions are not added to or surrendered from the Dividends Benefit Pool once accelerated benefit payments start.

Dividend Option: See Narrative Summary.

LTCR Values

Year	Age End Year	LTCR Current Premium Beg Year	LTCR Maximum Premium Beg Year*	LTCR Base Benefit Pool Beg Year*	LTCR Dividends Benefit Pool Beg Year	LTCR Total Benefit Pool Beg Year	LTCR Maximum Monthly Benefit Beg Year	LTCR Min. Payout Period (in months) Beg Year
21	71	711	1,422	900,000	338,427	1,238,427	21,000	56
22	72	711	1,422	900,000	378,831	1,278,831	21,600	56
23	73	711	1,422	900,000	421,414	1,321,414	22,200	56
24	74	711	1,422	900,000	466,803	1,366,803	22,800	57
25	75	711	1,422	900,000	514,960	1,414,960	23,400	57
27	77	711	1,422	900,000	619,387	1,519,387	24,600	58
28	78	711	1,422	900,000	675,298	1,575,298	25,200	59
29	79	711	1,422	900,000	733,727	1,633,727	25,800	60
30	80	711	1,422	900,000	794,884	1,694,884	26,400	61
32	82	711	1,422	900,000	926,587	1,826,587	27,600	63
33	83	711	1,422	900,000	997,827	1,897,827	28,200	64
34	84	711	1,422	900,000	1,072,489	1,972,489	28,800	66
35	85	711	1,422	900,000	1,150,527	2,050,527	29,400	68
37	87	711	1,422	900,000	1,318,017	2,218,017	30,000	73
38	88	711	1,422	900,000	1,409,111	2,309,111	30,000	76
39	89	711	1,422	900,000	1,503,807	2,403,807	30,000	80
40	90	711	1,422	900,000	1,602,020	2,502,020	30,000	83
42	92	711	1,422	900,000	1,808,286	2,708,286	30,000	90
43	93	711	1,422	900,000	1,915,440	2,815,440	30,000	93
44	94	711	1,422	900,000	2,024,707	2,924,707	30,000	97
45	95	711	1,422	900,000	2,135,703	3,035,703	30,000	101
47	97	711	1,422	900,000	2,360,710	3,260,710	30,000	108
48	98	711	1,422	900,000	2,473,171	3,373,171	30,000	112
49	99	711	1,422	900,000	2,583,288	3,483,288	30,000	116
50	100	711	1,422	900,000	2,687,546	3,587,546	30,000	119

*Values are Guaranteed

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]

Base Policy Face Amount: [\$1,000,000]

Riders: ABR LTCR

Annual Premium: \$23,010.00

Annual LTCR Premium: [\$ 711.00]

The values shown below are derived from the values shown in the Tabular Values Report. This table displays the LTCR Total Benefit Pool as of the beginning of each policy year, the Maximum Monthly Benefit at the beginning of each year as well as a projection of the minimum number of months that monthly benefits would last assuming that the Maximum Monthly Benefit is paid each month and that LTCR accelerated benefit payments begin at the beginning of each policy year. The payout period assumes Paid-Up Additions are not added to or surrendered from the Dividends Benefit Pool once accelerated benefit payments start.

Dividend Option: See Narrative Summary

LTCR Values

Year	Age End Year	LTCR Current Premium Beg Year	LTCR Maximum Premium Beg Year*	LTCR Base Benefit Pool Beg Year*	LTCR Dividends Benefit Pool Beg Year	LTCR Total Benefit Pool Beg Year	LTCR Maximum Monthly Benefit Beg Year	LTCR Min. Payout Period (in months) Beg Year
51	101	0	0	900,000	2,779,839	3,679,839	30,000	122
52	102	0	0	900,000	3,013,733	3,913,733	30,000	130
53	103	0	0	900,000	3,262,145	4,162,145	30,000	138
54	104	0	0	900,000	3,525,976	4,425,976	30,000	147
55	105	0	0	900,000	3,806,184	4,706,184	30,000	156
57	107	0	0	900,000	4,419,861	5,319,861	30,000	177
58	108	0	0	900,000	4,755,555	5,655,555	30,000	168
59	109	0	0	900,000	5,112,087	6,012,087	30,000	156
60	110	0	0	900,000	5,490,750	6,390,750	30,000	144
62	112	0	0	900,000	6,320,050	7,220,050	30,000	120
63	113	0	0	900,000	6,773,694	7,673,694	30,000	108
64	114	0	0	900,000	7,255,498	8,155,498	30,000	96
65	115	0	0	900,000	7,767,209	8,667,209	30,000	84
67	117	0	0	900,000	8,887,893	9,787,893	30,000	60
68	118	0	0	900,000	9,500,932	10,400,932	30,000	48
69	119	0	0	900,000	10,152,023	11,052,023	30,000	36
70	120	0	0	900,000	10,843,530	11,743,530	30,000	24

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

This report and the following pages provide a more detailed example regarding how the LTCR acceleration of death benefits impacts the premiums, cash surrender values and death benefits of the Whole Life Legacy [100] policy. The values shown below are derived from the values in the Tabular Values. **Actual payment of any LTCR benefits is subject to the terms, conditions, exclusions, limitations, non-duplication of the benefits provisions and satisfaction of the Elimination Period of the LTCR.**

Dividend Option: See Narrative Summary.

Summary of Example of LTCR Acceleration of Death Benefits

Total Initial Premium of \$23,721

Total Premium Outlay* of \$654,440

Can Provide

Pre-LTCR Claim Payable Death Benefits

\$1,000,000 at Age 50

\$1,566,298 at Age 75

LTCR Benefits Begin at Age 75

\$23,400 Starting LTCR Maximum Monthly Benefit

LTCR Benefits are payable for 60 Months

\$1,633,727** Total LTCR Benefits paid

Payable Death Benefit at End of LTCR Claim Period

\$294,869 at Age 81

LTCR Selections

Base Benefit Pool	\$900,000	MMBIO	Yes
Initial Maximum Monthly Benefit	\$15,000	Base PUA Available for LTCR	Yes
Selected Benefit Period	60 Months		

* This report assumes premiums payments through the end of the LTCR Claim Period which is age 81.

** reflects increase in the Maximum Monthly Benefit resulting from the election of the MMBIO.

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request. Refer to the Tabular Values pages in the Basic Illustration for guaranteed values.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]

Base Policy Face Amount: [\$1,000,000]

Annual Premium: \$23,010.00

Riders: ABR LTCR

Annual LTCR Premium: [\$ 711.00]

This following example shows how the acceleration of death benefits impacts the premiums, cash surrender values and death benefits of the Whole Life Legacy [100] policy assuming claims start at Age 75 (Age End Year 76). The values shown below are derived from the values in the Tabular Values until accelerated benefit payments begin. **Actual payment of any LTCR benefits is subject to the terms, conditions, exclusions, limitations, non-duplication of benefits provisions and satisfaction of the Elimination Period of the LTCR.**

Dividend Option: See Narrative Summary

Example of LTCR Acceleration of Death Benefits

Non-Guaranteed Values												
Year	Age End Year	Contract Premium Beg Year	Annual Premium Credit Beg Year	Annual Outlay Beg Year	LTCR Annual Benefit Beg Year	LTCR Remaining Benefit Pool		LTCR Cash Value Lien End Year	Net Cash Surrender Value End Year	Net Death Benefit End Year	LTCR Death Benefit (DB) Lien End Year	Payable Death Benefit End Year
						End Year	End Year					
1	51	23,721	0	23,721	0	900,000	0	0	0	1,000,000	0	1,000,000
2	52	23,721	0	23,721	0	900,000	2,120	0	2,120	1,000,000	0	1,000,000
3	53	23,721	0	23,721	0	900,000	25,120	0	25,120	1,005,997	0	1,005,997
4	54	23,721	0	23,721	0	905,937	49,345	0	49,345	1,013,546	0	1,013,546
5	55	23,721	0	23,721	0	913,470	74,907	0	74,907	1,022,916	0	1,022,916
7	57	23,721	0	23,721	0	934,181	129,916	0	129,916	1,046,446	0	1,046,446
8	58	23,721	0	23,721	0	946,323	158,966	0	158,966	1,059,423	0	1,059,423
9	59	23,721	0	23,721	0	959,292	189,109	0	189,109	1,072,840	0	1,072,840
10	60	23,721	0	23,721	0	972,704	220,405	0	220,405	1,086,813	0	1,086,813
12	62	23,721	0	23,721	0	1,001,594	281,926	0	281,926	1,118,007	0	1,118,007
13	63	23,721	0	23,721	0	1,017,843	314,735	0	314,735	1,135,923	0	1,135,923
14	64	23,721	0	23,721	0	1,035,742	349,048	0	349,048	1,155,667	0	1,155,667
15	65	23,721	0	23,721	0	1,055,468	384,941	0	384,941	1,177,226	0	1,177,226
17	67	23,721	0	23,721	0	1,102,540	465,536	0	465,536	1,232,054	0	1,232,054
18	68	23,721	0	23,721	0	1,131,759	510,245	0	510,245	1,264,488	0	1,264,488
19	69	23,721	0	23,721	0	1,164,161	558,042	0	558,042	1,300,123	0	1,300,123
20	70	23,721	0	23,721	0	1,199,763	609,080	0	609,080	1,338,818	0	1,338,818
22	72	23,721	0	23,721	0	1,278,831	718,739	0	718,739	1,421,844	0	1,421,844
23	73	23,721	0	23,721	0	1,321,414	777,770	0	777,770	1,467,261	0	1,467,261
24	74	23,721	0	23,721	0	1,366,803	839,801	0	839,801	1,515,446	0	1,515,446
25	75	23,721	0	23,721	0	1,414,960	904,931	0	904,931	1,566,298	0	1,566,298

LTCR Selections

Base Benefit Pool	\$900,000	MMBIO	Yes
Initial Maximum Monthly Benefit	\$15,000	Base PUA Available for LTCR	Yes
Selected Benefit Period	60 Months		

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request. Refer to the Tabular Values pages in the Basic Illustration for guaranteed values.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

This following example shows how the acceleration of death benefits impacts the premiums, cash surrender values and death benefits of the Whole Life Legacy [100] policy assuming claims start at Age 75 (Age End Year 76). The values shown below are derived from the values in the Tabular Values until accelerated benefit payments begin. **Actual payment of any LTCR benefits is subject to the terms, conditions, exclusions, limitations, non-duplication of benefits provisions and satisfaction of the Elimination Period of the LTCR.**

Dividend Option: See Narrative Summary

Example of LTCR Acceleration of Death Benefits

Non-Guaranteed Values												
Year	Age End Year	Contract Premium Beg Year	Annual Premium Credit Beg Year	Annual Outlay Beg Year	LTCR Annual Benefit Beg Year	LTCR		LTCR Cash Value Lien End Year	Net Cash Surrender Value End Year	Net Death Benefit End Year	LTCR Death Benefit (DB) Lien End Year	Payable Death Benefit End Year
						Remaining Benefit Pool End Year	Net Cash Value End Year					
26	76	23,721	0	23,721	288,000	1,177,785	973,317	154,598	818,718	1,619,929	288,000	1,331,929
27	77	23,721	5,700	18,021	295,200	936,187	1,044,687	326,090	718,596	1,675,863	583,200	1,092,663
28	78	23,721	12,683	11,039	302,400	689,698	1,119,132	514,737	604,394	1,734,317	885,600	848,717
29	79	23,721	19,836	3,885	309,600	438,527	1,196,603	762,915	433,688	1,795,502	1,195,200	600,302
30	80	23,721	21,318	2,403	316,800	121,727	1,277,602	1,026,544	251,058	1,860,308	1,512,000	348,308
32	82	23,721	21,375	2,346	0	0	1,450,056	1,174,012	276,044	2,000,619	1,633,727	366,892
33	83	23,721	21,375	2,346	0	0	1,541,559	1,200,128	341,431	2,076,122	1,633,727	442,395
34	84	23,721	21,375	2,346	0	0	1,636,645	1,225,427	411,218	2,155,062	1,633,727	521,335
35	85	23,721	21,375	2,346	0	0	1,735,262	1,249,848	485,414	2,237,427	1,633,727	603,700
37	87	23,721	21,375	2,346	0	0	1,945,885	1,295,399	650,486	2,416,780	1,633,727	783,054
38	88	23,721	21,375	2,346	0	0	2,056,718	1,316,337	740,381	2,512,676	1,633,727	878,949
39	89	23,721	21,375	2,346	0	0	2,170,671	1,336,031	834,640	2,612,159	1,633,727	978,432
40	90	23,721	21,375	2,346	0	0	2,287,589	1,354,522	933,067	2,715,061	1,633,727	1,081,334
42	92	23,721	21,375	2,346	0	0	2,530,645	1,389,040	1,141,604	2,929,787	1,633,727	1,296,061
43	93	23,721	21,375	2,346	0	0	2,657,495	1,406,104	1,251,391	3,040,575	1,633,727	1,406,848
44	94	23,721	21,375	2,346	0	0	2,788,401	1,423,559	1,364,842	3,153,141	1,633,727	1,519,414
45	95	23,721	21,375	2,346	0	0	2,924,142	1,442,024	1,482,117	3,267,019	1,633,727	1,633,293
47	97	23,721	21,375	2,346	0	0	3,218,295	1,487,443	1,730,852	3,495,546	1,633,727	1,861,820
48	98	23,721	21,375	2,346	0	0	3,385,632	1,519,882	1,865,750	3,607,340	1,633,727	1,973,613
49	99	23,721	21,375	2,346	0	0	3,576,603	1,565,308	2,011,295	3,713,226	1,633,727	2,079,500
50	100	23,721	21,375	2,346	0	0	3,807,016	1,633,727	2,173,289	3,807,016	1,633,727	2,173,289

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request. Refer to the Tabular Values pages in the Basic Illustration for guaranteed values

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

This following example shows how the acceleration of death benefits impacts the premiums, cash surrender values and death benefits of the Whole Life Legacy [100] policy assuming claims start at Age 75 (Age End Year 76). The values shown below are derived from the values in the Tabular Values until accelerated benefit payments begin. **Actual payment of any LTCR benefits is subject to the terms, conditions, exclusions, limitations, non-duplication of benefits provisions and satisfaction of the Elimination Period of the LTCR.**

Dividend Option: See Narrative Summary

Example of LTCR Acceleration of Death Benefits

Non-Guaranteed Values

Year	Age End Year	Contract Premium Beg Year	Annual Premium Credit Beg Year	Annual Outlay Beg Year	LTCR Annual Benefit Beg Year	LTCR Remaining Benefit Pool End Year	Net Cash Value End Year	LTCR Cash Value Lien End Year	Net Cash Surrender Value End Year	Net Death Benefit End Year	LTCR Death Benefit (DB) Lien End Year	Payable Death Benefit End Year
51	101	0	0	0	0	0	4,044,976	1,633,727	2,411,249	4,044,976	1,633,727	2,411,249
52	102	0	0	0	0	0	4,297,856	1,633,727	2,664,129	4,297,856	1,633,727	2,664,129
53	103	0	0	0	0	0	4,566,592	1,633,727	2,932,865	4,566,592	1,633,727	2,932,865
54	104	0	0	0	0	0	4,852,177	1,633,727	3,218,450	4,852,177	1,633,727	3,218,450
55	105	0	0	0	0	0	5,155,668	1,633,727	3,521,942	5,155,668	1,633,727	3,521,942
57	107	0	0	0	0	0	5,820,931	1,633,727	4,187,204	5,820,931	1,633,727	4,187,204
58	108	0	0	0	0	0	6,185,164	1,633,727	4,551,437	6,185,164	1,633,727	4,551,437
59	109	0	0	0	0	0	6,572,233	1,633,727	4,938,507	6,572,233	1,633,727	4,938,507
60	110	0	0	0	0	0	6,983,572	1,633,727	5,349,846	6,983,572	1,633,727	5,349,846
62	112	0	0	0	0	0	7,885,240	1,633,727	6,251,514	7,885,240	1,633,727	6,251,514
63	113	0	0	0	0	0	8,378,905	1,633,727	6,745,178	8,378,905	1,633,727	6,745,178
64	114	0	0	0	0	0	8,903,522	1,633,727	7,269,796	8,903,522	1,633,727	7,269,796
65	115	0	0	0	0	0	9,461,033	1,633,727	7,827,306	9,461,033	1,633,727	7,827,306
67	117	0	0	0	0	0	10,683,114	1,633,727	9,049,388	10,683,114	1,633,727	9,049,388
68	118	0	0	0	0	0	11,352,205	1,633,727	9,718,479	11,352,205	1,633,727	9,718,479
69	119	0	0	0	0	0	12,063,249	1,633,727	10,429,522	12,063,249	1,633,727	10,429,522
70	120	0	0	0	0	0	12,818,874	1,633,727	11,185,148	12,818,874	1,633,727	11,185,148

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request. Refer to the Tabular Values pages in the Basic Illustration for guaranteed values.

SERFF Tracking Number: MASS-128198682 State: Arkansas
Filing Company: Massachusetts Mutual Life Insurance Company State Tracking Number:
Company Tracking Number:
TOI: LTC03I Individual Long Term Care Sub-TOI: LTC03I.001 Qualified
Product Name: WL/LTC Marketing Materials
Project Name/Number: WL/LTC Marketing Materials/WL/LTC Marketing Materials

Supporting Document Schedules

	Item Status:	Status
Satisfied - Item: Statement of Variability	Filed	03/26/2012
Comments:		
Attachments:		
Statement of Variability LI6035 FINAL.pdf		
Statement of Variability LI6036 FINAL.pdf		

**Memorandum of Variable Material
for form
LI6035**

[100SM] [Series]

Initially, the LTCAccessSM Rider will only be available on our Legacy 100 product. Therefore, all marketing pieces will use the 100SM in the variable field. In the future, we may make the rider available on all of our Legacy Whole Life products. If/when that happens, [100SM] will be replaced by [Series].

[Whole Life Legacy 100SM is a participating policy]

Initially, the LTCAccessSM Rider will only be available on our Legacy 100 product. Therefore, all marketing pieces will use the 100SM in the variable field. In the future, we may make the rider available on all of our Legacy Whole Life products. If/when that happens, [Whole Life Legacy 100SM is a participating policy] will be replaced by [The Whole Life Legacy Series policies are participating].

Statement of LTCR Variability

The Basic Life Insurance Illustration and LTCR Summary set forth certain information that is enclosed within brackets. Such information varies by applicant. Some of the material, such as the name of the insured set forth in John Doe fashion, is unique to each policy and will vary from illustration to illustration.

The balance of the bracketed material will vary based upon a number of criteria, including but not limited to the whole life insurance product (100 has been bracketed as we may make the rider available on all of our Legacy Whole Life products in the future), gender, risk class, issue age, face amount and elections by the applicant. Other factors may impact the values such as additional life insurance riders, dividend payment options chosen, premium payment strategies (e.g. alternate payment option strategies), the dividend scale in effect at the time of illustration, policy loans or surrenders, referred to collectively as the “Life Insurance Policy Features”. Information will vary by applicant within the parameters of this product as filed.

Set out below, are extracts from the Basic Life Insurance Illustration and LTCR Summary for the LTCR variables, showing the various possibilities that will apply for each of the following variables under this policy.

Basic Life Insurance Illustration and LTCR Summary Extracts

<u>Input</u>	<u>Variable Values & Language</u>
Prepared for:	[Valued Client] Varies by Applicant
Presented By:	[SI Team] Varies by Applicant
Prepared on:	[October 24, 2011] Varies by Applicant
Gender:	[Male] Varies by Applicant
Insurance Age:	[50] Varies by Applicant
	The example on the LTCR Values Report will vary based upon the insurance age and benefit period.
LTCR Underwriting Class	[Non-Tobacco] Non-Tobacco, Tobacco
Base Policy Face Amount (BPFA)	[1,000,000] Varies by Applicant
Base Benefit Pool	[900,000] Varies by Applicant.
Residual Face Amount	[100,000] Varies by Applicant, will never be less than \$25,000 or 10% of the initial death benefit.
Initial Maximum Monthly Benefit	[15,000] Varies by Applicant. Can not be less than \$3,000 or greater than \$30,000.

Selected Benefit Period	[5 years]	2, 3, 4, 5, 6, 10 The example on the LTCR Values Report will vary based upon the insurance age and benefit period.
Maximum Monthly Benefit Increase Option (MMBIO)	[Yes]	If Yes, following footnote is displayed on the Summary of Example of LTCR Acceleration of Death Benefits Report: **reflects increase in the Maximum Monthly Benefit resulting from the election of the MMBIO. If No, then there is no footnote.
Base Paid-up Additions (PUA) Available for Acceleration	[Yes]	If No, the LTCR Dividends Benefit Pool Beg Year and LTCR Total Benefit Pool Beg Year columns do not display on the LTCR Values Report. If No, the introductory header substitutes the “LTCR Base Benefit Pool” for the LTCR Total Benefit Pool” in the second sentence If Yes, following footnote is displayed on the LTCR Values: Report: Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the [2011- the year illustrated is the current year; this is variable] dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request. If lower dividend scale illustrated, this will show in place of above text: These illustrated amounts are not guaranteed. They reflect a hypothetical lower dividend which is [hypothetical dividend rate] below what is currently being used in the [2011- the year illustrated is the current year; this is variable] dividend scale and are neither estimates nor guarantees. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at an additional hypothetical lower scale illustration available upon request. If Yes, following sentence is included in the header on the LTCR Values Report: The payout period assumes Paid-Up Additions are not added to or surrendered from the Dividends Benefit Pool once accelerated benefit payments start.
Premium Paying Mode	[Annual]	Annual, Semi-Annual, Quarterly, Monthly
Annual LTCR Premium Total Initial Premium	[711.00] [23,721.00]	Varies by issue age, gender and LTCR options selected. Varies by Applicant
Narrative Summary		This language will vary based on addition of the Life Insurance Policy Features described above in the introduction paragraph.
Column Heading Definitions and Column Headings		Column Headings and Definitions will only be displayed when the corresponding column heading occurs. These may vary based on the policy design, the LTCR features selected (e.g., MMBIO, whether PUAs are elected for acceleration) and how the Life Insurance Policy Features have been illustrated.

SERFF Tracking Number: MASS-128198682 State: Arkansas
 Filing Company: Massachusetts Mutual Life Insurance Company State Tracking Number:
 Company Tracking Number:
 TOI: LTC03I Individual Long Term Care Sub-TOI: LTC03I.001 Qualified
 Product Name: WL/LTC Marketing Materials
 Project Name/Number: WL/LTC Marketing Materials/WL/LTC Marketing Materials

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)
03/26/2012	Form	LTCAccess Rider	04/13/2012	LI6035.pdf (Superceded)
03/26/2012	Form	Illustration	04/13/2012	LI6036.pdf (Superceded)

An **Overview Guide**
for Individuals

LTCAccessSM Rider



A death benefit acceleration option for long term care services

The LTCAccess Rider is only available with a Massachusetts Mutual Life Insurance Company (MassMutual) Whole Life Legacy [100SM][Series] insurance policy.

Insurance Strategies



We'll help you get there.®

LI6035

**Massachusetts Mutual
Life Insurance Company**



Adding the LTCAccessSM Rider to a MassMutual Whole Life Legacy [100SM (Legacy 100)][Series (Legacy Series)] insurance policy can help you address both your life insurance protection and long term care needs with a single policy.

Contents

- 3 | Preparing for your long term care needs
- 5 | MassMutual's LTCAccess Rider
- 9 | Addressing your future long term care needs today
- 10 | Important information concerning eligibility and coverage

The information provided is not written or intended as specific tax or legal advice and may not be relied on for purposes of avoiding any federal tax penalties. MassMutual, its employees and representatives are not authorized to give tax or legal advice. Individuals are encouraged to seek advice from their own tax or legal counsel.

The decision to purchase life insurance should be based upon long term financial goals and the need for death benefit. Life Insurance is not an appropriate vehicle for short-term savings or short-term investment strategies. While the policy allows for loans, you should know that there may be little to no cash value available for loans in the policy's early years.

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Preparing for your long term care needs

Americans are living longer today than ever before¹, and as our population ages, long term care is becoming an important social issue. Long term care refers to a variety of services to help meet personal care needs over an extended period of time. This often involves non-skilled personal care assistance performing what are called the Activities of Daily Living².

The need for long term care is often the result of an injury, illness, or a severe cognitive impairment. Long term care may take place in a nursing home or assisted living facility. However, people may choose to receive care at home for as long as possible, enabling them to remain connected to their family and their community.

The cost of long term care

Long term care is expensive and the costs continue to rise. The rates for services vary from one region of the country to another. However, the national average annual cost in 2010 for a private room in a nursing home was \$82,125, and the rate for a full-time home health aide was \$21 per hour.³ If the demand for these services continues to increase, the costs may increase as well.

The impact of long term care

If you need long term care during your lifetime, it could have a significant financial impact on both you and your family. It is important for you to prepare for the possibility that you will need long term care at some point in your life. This may give you peace of mind in knowing that you have taken steps to help secure your future.

The advantages of planning ahead

You may be planning to wait until you are at or near retirement to address your long term care needs. However, putting plans in place earlier in life may have significant advantages. Planning ahead may help you be financially prepared so that you are able to receive the quality of care you want, and in the setting of your choice.

For a male and female couple who are both age 65 and in good health, there is an 80% chance that at least one of them will survive beyond age 85.⁴



¹ National Vital Statics Reports - Volume 59, Number 4, Centers for Disease Control and Prevention, March 16, 2011.

² Activities of Daily Living include: bathing, dressing, using the toilet, transferring (to or from bed or a chair), caring for incontinence and eating.

³ 2011 Cost of Care Survey, American Association for Long Term Care Insurance.

⁴ Source: 2001 CSO, Non-Smoker, Select & Ultimate Mortality Table.



If you need long term care at some point in your life, you may need to rely on multiple sources of funds to help pay for the cost of these services.

Paying for long term care

There are several different ways to pay for the cost of long term care. Traditional sources of funding include:

- **Personal savings** – Accumulating additional funds may be the simplest way to provide for the cost of long term care. However, you may find it difficult to save enough to provide for a period of extended care that could end up costing hundreds of thousands of dollars.
- **Long term care insurance** – Traditional long term care insurance offers a cost-effective way to ensure that a reliable source of funds will be available to help pay long term care expenses. You may decide to address your long term care needs, in whole or in part, by purchasing long term care insurance coverage.
- **Medicare or Medicaid** – You may plan to rely on government programs like Medicare or Medicaid to help provide for your long term care needs. However, Medicare generally only provides for long term care if it is part of a rehabilitative plan or skilled care. Medicaid will pay for care only after you meet eligibility requirements, including significant restrictions on income and assets.

MassMutual's LTCAccessSM Rider

The LTCAccess Rider available with a MassMutual Whole Life Legacy [100SM][Series] policy offers an additional way to help you prepare for your future long term care needs. This rider is available for an additional premium. It allows you to accelerate the payment of a portion of your policy death benefit during your lifetime to help pay for the cost of covered long term care services. These benefits are typically received income tax-free if you are the owner of the policy covering your life.⁵

A Legacy [100][Series] policy with the LTCAccess Rider may provide additional benefits to help meet your future long term care needs. This may help ease the financial strain that often accompanies the need for care, and may help:

- Give you more control over how and where you receive care;
- Relieve your family and friends of the burden of your care by providing an additional source of funds to help pay long term care expenses;
- Maintain your spouse or partner's standard of living;
- Preserve your other assets and help provide a legacy for your family.

Including the LTCAccess Rider as part of your overall long term care planning may help you maintain your independence and dignity by giving you additional care options at a time when you are not able to care for yourself.



The benefits of the LTCAccess Rider available through a Legacy [100][Series] policy could be appropriate for a policy owner who needs life insurance protection and is also looking for flexibility to access the policy's death benefit to pay for long term care needs. If your only purpose for purchasing the policy with LTCAccess Rider is to pay for long term care expenses, you may wish to consider other options.

⁵ The income taxation of benefits paid under the LTCAccess Rider may vary depending on how the policy is owned. If you or your spouse is not the owner of the policy on your life, the benefits may be taxable as income. See the Taxation section for additional information.

MassMutual's LTCAccessSM Rider (continued)

How the LTCAccess Rider works

Underwriting is necessary for both the life insurance policy and the LTCAccess Rider. Coverage for whole life insurance and the rider may also require a medical examination.

When you apply for a Whole Life Legacy [100SM][Series] policy with the LTCAccess Rider you elect:

- 1 | How much of your policy *Face Amount* (within certain limits) that you want to make available for accelerated payment under the rider to help pay for the cost of covered long term care services. This is called your *Base Benefit Pool*.
- 2 | A *Selected Benefit Period* of 2, 3, 4, 5, 6 or 10 years.

Your initial *Maximum Monthly Benefit* is determined by dividing your *Base Benefit Pool* by your *Selected Benefit Period* (in months). The *Maximum Monthly Benefit*⁶ specified when you apply for your policy represents the maximum amount that you can accelerate to help pay expenses for covered long term care services in any month, once you have satisfied the 90-day *Elimination Period*. The actual benefit amount that you will be eligible to receive in any month will be based upon the actual cost of covered long term care services that you incur during that month, up to your *Maximum Monthly Benefit*. You may continue to receive monthly benefits until your *Base Benefit Pool* has been exhausted. Any portion of your *Base Benefit Pool* that you do not accelerate as benefits under the rider will remain part of your policy death benefit.

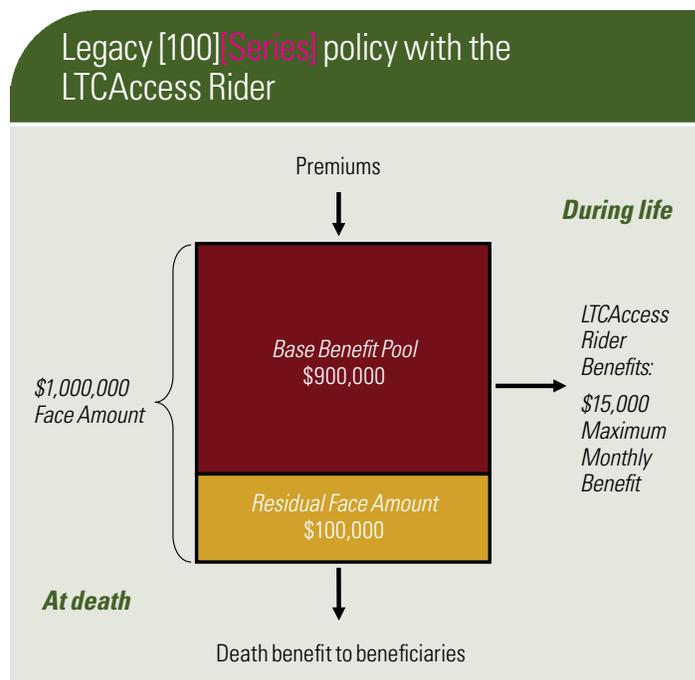
Your *Residual Face Amount* is the portion of your policy *Face Amount* that is not available for accelerated payment under the rider. This is the minimum death benefit that will be paid to your policy beneficiaries, even if you accelerate the payment of your entire *Base Benefit Pool*. Your *Residual Face Amount* must be at least 10% of your policy *Face Amount* or \$25,000, whichever is greater.

The following example illustrates this process:

Assume you purchase a Legacy [100][Series] policy with a \$1,000,000 *Face Amount* that includes the LTCAccess Rider and:

- 1 | You elect to make the maximum amount of \$900,000 of your *Face Amount* available for accelerated payment as your *Base Benefit Pool*. The remaining \$100,000 that is not available for acceleration is your *Residual Face Amount*.
- 2 | You choose a 5-year *Selected Benefit Period* (60 months).

Your initial *Maximum Monthly Benefit* will be \$15,000 (\$900,000/60 months). The following diagram illustrates your policy at issue:

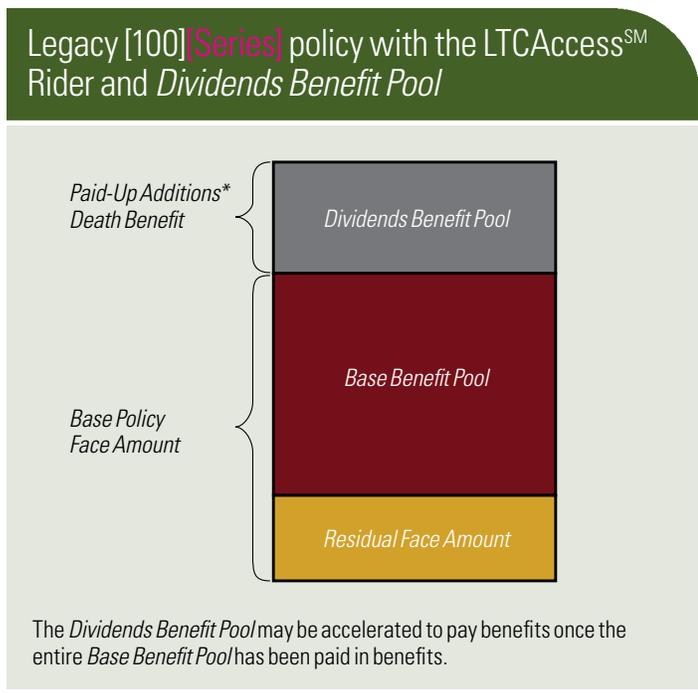


⁶ The minimum *Maximum Monthly Benefit* you can elect at application is \$3,000 and the maximum is \$30,000.

Using policy dividends to increase your benefit pool

[Whole Life Legacy 100SM is a participating policy][The Whole Life Legacy Series policies are participating]. This means that your policy is eligible to receive dividends, which are not guaranteed. If you use your policy dividends to purchase additional paid-up life insurance, also called *Paid-Up Additions*, this will increase your policy death benefit.

You may elect to make the death benefit of these *Paid-Up Additions* available for acceleration in addition to your *Base Benefit Pool*. This is called your *Dividends Benefit Pool*, and it will become available to continue your benefit payments once you have exhausted your *Base Benefit Pool*. Only *Paid-Up Additions* purchased with policy dividends (excluding dividends paid under any rider) may be included in your *Dividends Benefit Pool*.



* Includes *Paid-Up Additions* purchased with policy dividends, excluding dividends paid under any other rider.

If you elect this option, dividends used to purchase *Paid-Up Additions* that are included in your *Dividends Benefit Pool* will be reduced by a charge that is equal to a percentage of each dividend amount applied in this manner. Once you begin accelerating the payment of your *Dividends Benefit Pool*, no additional *Paid-Up Additions* will be added to it.

Your Maximum Lifetime Rider Benefit

Your *Base Benefit Pool* combined with your *Dividends Benefit Pool* (if elected) represents your *Total Benefit Pool*. This is also called your *Maximum Lifetime Rider Benefit*, and it is the total amount that is available to be accelerated to pay benefits under the rider.

Premiums and charges for the LTCAccess Rider

The LTCAccess Rider premiums for the *Base Benefit Pool* are payable for the same number of years as the premiums for your basic Legacy [100][Series] policy. The rider premiums are not guaranteed and may increase after the first policy year. However, they will never be greater than the guaranteed maximum.

The percentage charge deducted from dividends used to purchase *Paid-Up Additions* that are included in your *Dividends Benefit Pool* is payable to age 100. These charges are not guaranteed and may increase after the first policy year, but will never be greater than the maximum charge (percentage).

Increasing your Maximum Monthly Benefit in the future

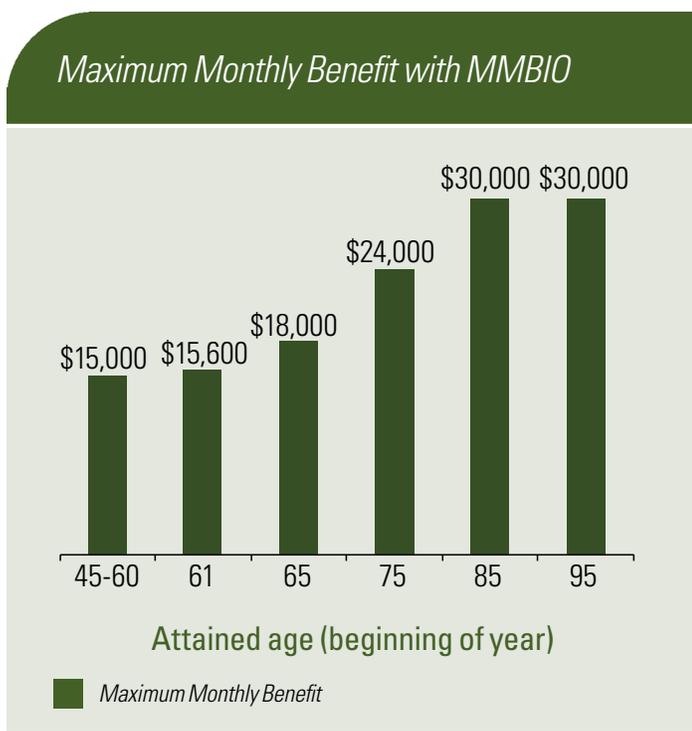
When you apply for a policy with the LTCAccess Rider, and choose a *Selected Benefit Period* of 4, 5, 6, or 10 years, you may also elect the *Maximum Monthly Benefit Increase Option (MMBIO)*. This option increases your *Maximum Monthly Benefit* each year beginning at your attained age 61 and continuing for 25 years. The annual increase in your *Maximum Monthly Benefit* will be a fixed amount equal to 4% of your initial *Maximum Monthly Benefit*. If your policy is issued at age 61 or later, the increases will begin on your first policy anniversary.

MassMutual's LTCAccessSM Rider (continued)

The *MMBIO* is available at an additional cost and will increase both your *Base Benefit Pool* premiums and, if elected, your *Dividends Benefit Pool* charges.

The *MMBIO* is not inflation protection and increases in your *Maximum Monthly Benefit* will not increase your *Total Benefit Pool*. Rather, the *MMBIO* increases allow you to access your *Total Benefit Pool* more rapidly by increasing the maximum amount that you can accelerate each month. As a result, your rider benefits may not last as long as the *Selected Benefit Period* that you chose when you applied for your policy.

The following example illustrates the *MMBIO* increases for a Legacy [100][Series] policy with the LTCAccess Rider purchased at age 45, with a *Face Amount* of \$1,000,000, *Base Benefit Pool* of \$900,000, and an initial *Maximum Monthly Benefit* of \$15,000. The amount of each annual *MMBIO* increase beginning at age 61 will be 4% of \$15,000, or \$600.



How benefit payments impact your policy

Policy death benefit – Each monthly benefit payment that you receive under the LTCAccess Rider will reduce your policy death benefit, dollar for dollar. This reduction is made by establishing a lien against your policy death benefit equal to the total amount that has been accelerated as benefits. The *Face Amount* of your policy will not be reduced. However, if you die while your policy is in force, the death proceeds would then be reduced by the amount of the lien.

Policy cash value – If you surrender your policy or it lapses, the cash value that you receive will be reduced by the portion of the cash value attributable to the *Face Amount* that has been accelerated as benefits.

Premium credit – Your full policy premium (including the LTCAccess Rider premium) will continue to be due while you are receiving benefits under the rider. However, when an accelerated benefit payment is made, there will be a premium credit which will reduce the amount of premium that you will need to pay. The premium credit will offset the portions of your standard risk policy premium⁷, LTCAccess Rider premium, and Waiver of Premium rider premium (if any) that are attributable to the *Face Amount* that has been accelerated.

Policy dividends – The payment of benefits under the LTCAccess Rider will not impact your policy dividends, which will continue to be based on the full *Face Amount* of your policy. Dividends are not guaranteed.

⁷ The standard risk policy premium is the basic Legacy [100][Series] policy premium excluding any additional premium as a result of a substandard risk rating on the policy. If your policy is issued with a substandard risk rating, the premium credit that you receive will not cover any substandard premium associated with the *Face Amount* accelerated under the LTCAccess Rider.

Addressing your future long term care needs today

Preparing for the possibility that you may need long term care at some point in your life is important. Long term care services are expensive and the costs continue to rise. A Legacy [100] [Series] policy with the LTCAccessSM Rider is one way that you can begin addressing your future long term care needs today, and it offers the following advantages:

Convenience – A Legacy [100] [Series] policy with the LTCAccess Rider provides permanent life insurance with benefits to help pay long term care expenses under one policy.

Cost efficiency – The LTCAccess Rider is an affordable additional benefit option.

Asset preservation – LTCAccess Rider benefits may help you preserve your other assets by providing an additional source of funds to help pay for your long term care expenses.

Control – You decide how much of your policy death benefit will be available to help pay your long term care expenses, and whether or not to accelerate the payment of any portion of your policy death benefit if you become eligible to receive benefits.

Flexibility – Any portion of your policy death benefit that is not accelerated to help pay long term care expenses will be paid to your beneficiaries as a death benefit.



If whole life insurance that also provides benefits to help pay for long term care expenses makes sense for you, purchasing a MassMutual Legacy [100] [Series] life insurance policy with the LTCAccess Rider may be good way for you to provide additional financial security for both you and your family.

Important information concerning eligibility and coverage

Eligibility

Provided all other eligibility requirements have been met, accelerated benefits will be payable under the LTCAccessSM Rider if, within the last twelve months, a licensed health care practitioner has certified that you are chronically ill.

A chronic illness is defined as:

- Due to a loss of functional capacity, you are unable to perform without substantial assistance at least two of the six Activities of Daily Living, and this condition is expected to last for at least 90 days; or
- You have a severe cognitive impairment that requires continual supervision due to a deterioration or loss of intellectual capacity (such as Alzheimer's disease or irreversible dementia).

Payment of benefits

After a 90-day *Elimination Period*, MassMutual will pay an amount equal to the expenses for covered long term care services received by the insured, up to the *Maximum Monthly Benefit* amount for each month. The sum of all amounts paid under the LTCAccess Rider cannot exceed the *Maximum Lifetime Rider Benefit* at the time of payment.

Covered long term care services

The LTCAccess Rider provides benefits for certain covered long term care services provided pursuant to a plan of care prescribed by a licensed health care practitioner. *Long term care services* are those "qualified long term care services" as defined under Section 101(g) of the Internal Revenue Code. These services are generally those necessary for the care and treatment of a chronically ill individual, and include facility, home, and community based care.

You will be covered for skilled, intermediate, or custodial care in the setting of your choice; at home, in an assisted living facility, nursing facility, adult day care center, or a hospice facility.

A facility bed reservation benefit is also provided which will reserve a bed in a facility in the event of a temporary absence from the facility.

Extension of benefits

Benefits may be available under the LTCAccess Rider for long term care services received in a nursing facility, assisted living facility, or hospice facility even if the rider is terminated, provided that the policy itself remains in force. In order for the Extension of Benefits provision to apply, the insured's confinement in such facility must have begun while the rider coverage was in force, accelerated benefits would otherwise have been payable under the rider and the confinement in such facility has continued uninterrupted after the rider coverage was terminated. Accelerated benefit payments under the rider's Extension of Benefits provision are subject to the *Maximum Lifetime Rider Benefit*, any *Elimination Period*, and all limitations and exclusions.

Limitations and exclusions

The LTCAccess Rider has certain limitations and exclusions. Benefits are not payable under the rider and the *Elimination Period* will not be satisfied for any services:

- provided to the insured by a member of the insured's family;
- provided outside of the United States;
- for which the insured has no financial liability or that are provided at no charge;

- provided in facilities operated primarily for the treatment of alcoholism or drug addiction;
- provided in facilities operated primarily for the treatment of mental or nervous disorders other than Alzheimer's or other organic diseases such as dementia;
- required as a result of participation in a felony, riot, or insurrection or involvement in an illegal occupation.

Non-duplication of benefits

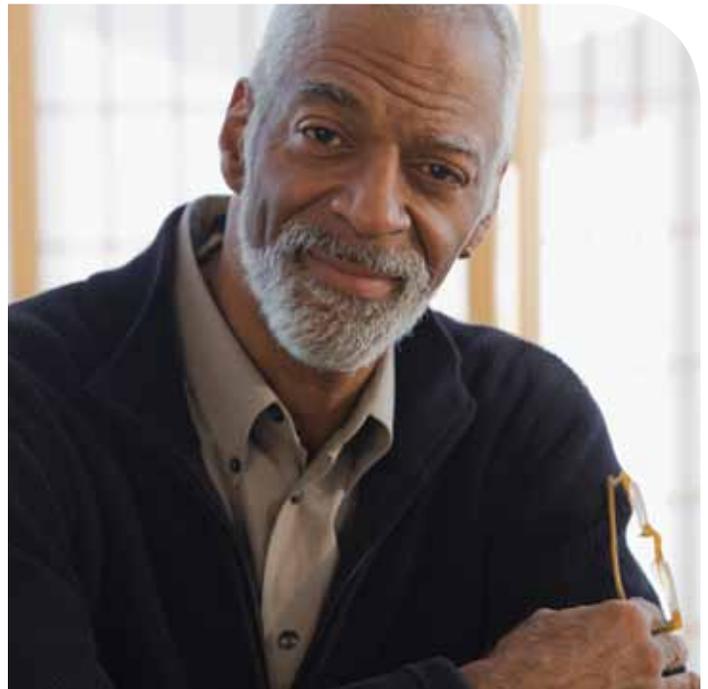
Benefits are not payable under the LTCAccess Rider to the extent that expenses for services received by the insured are reimbursable (i) under Medicare or would be so reimbursable but for the application of a deductible or coinsurance amount; or (ii) for any other state or federal workers' compensation plan or other governmental program (except Medicaid).

Taxation

The LTCAccess Rider is not intended to be a federally tax-qualified long term care insurance contract under Section 7702B of the Internal Revenue Code (IRC), as amended. Therefore, the premiums payable for the rider are not deductible from gross income for federal income tax purposes.

The benefits provided by the LTCAccess Rider are intended to be excludable from federal gross income under Section 101(g) of the IRC. However to receive tax-free treatment, IRC section 101(g) requires that the payment of benefits be for costs incurred by the payee for covered long term care services.

Since we pay the LTCAccess Rider benefits to the policy owner, the benefits may be subject to federal income tax and reportable if the owner of the policy is not the insured or the insured's spouse who incurred the covered long term care expenses. In addition, if the policy is not owned by the insured and the LTCAccess Rider benefits are used to pay costs incurred by the insured, depending on the facts and circumstances, all or a portion of the whole life policy's death benefit may be includible in the insured's federal gross estate. If you are considering purchasing the LTCAccess Rider on a policy with an owner who is other than the insured, such as a life insurance trust, you should consult with your attorney, accountant or tax advisor regarding any income and estate tax implications.



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There are many reasons to choose a life insurance company to help meet your financial needs: protection for your family or business, products to provide supplemental income and the confidence of knowing you will be prepared for the future.

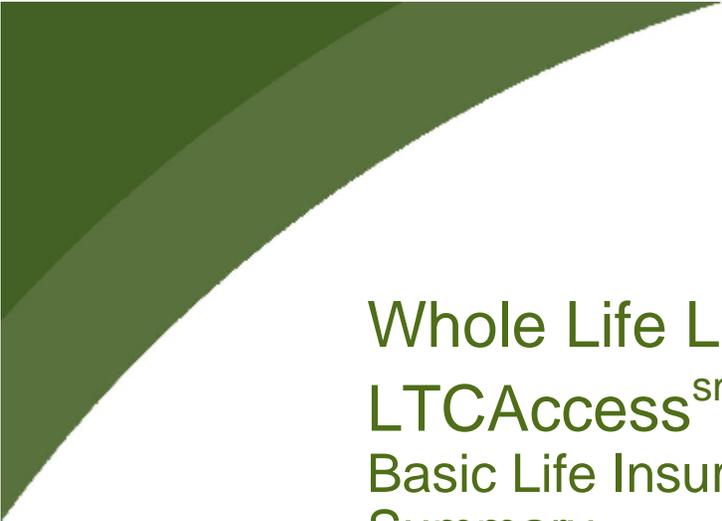
At Massachusetts Mutual Life Insurance Company (MassMutual), we operate for the benefit of our participating policy owners. We stand strong in the fundamental belief that every secure future begins with a good decision. And when choosing a life insurance company – ownership, strength and stability matter.

Learn more at www.massmutual.com/mutuality

Whole Life Legacy [100] [Series] (WL-2011, ICC11WL, and ICC11WL in North Carolina) [is a] [are] level-premium, participating, permanent life insurance [policy] [policies] issued by Massachusetts Mutual Life Insurance Company, Springfield, MA 01111-0001.

The purpose of this material is the solicitation of insurance and an agent may contact you.





Whole Life Legacy [100sm] with LTCAccesssm Rider (LTCR) Basic Life Insurance Illustration and LTCR Summary

The LTCAccess Rider is an Accelerated Death Benefit for Long
Term Care Services Rider

Prepared for:

Valued Client
Male, Age 50

Presented by:

SI Team
MassMutual
1295 State St
Springfield, MA 01111
Agent License Number: 1111

October 24, 2011

CRN: 201403-150132



**Massachusetts Mutual
Life Insurance Company**

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Illustration Summary

Client Information

Prepared for:	[Valued Client], [Male], [Age 50]
Underwriting Class:	Select Preferred Non-Tobacco
LTCR Underwriting Class	[Non-Tobacco]

All underwriting classes are subject to approval.

Policy Information

Issuing Company:	Massachusetts Mutual Life Insurance Company
Policy:	Whole Life Legacy [100 with Premiums Payable to Age 100]
Generic Policy Name:	Whole Life Policy
Policy Form Number:	WL-2011
Generic Rider Name:	Accelerated Death Benefit for Long Term Care Services Rider
LTCR Form Number	ALTCR-2011

Initial Coverage Information

Base Policy Face Amount (BPFA):	[\$1,000,000.00]
<hr/>	
Total Initial Death Benefit:	\$1,000,000.00

LTCR Benefit Options

Base Benefit Pool	[\$900,000]
Residual Face Amount	[\$100,000]
Initial Maximum Monthly Benefit	[\$15,000]
Selected Benefit Period	[5 Years]
Maximum Monthly Benefit Increase Option (MMBIO)	[Yes]
Base Paid-Up Additions (PUA) Available for Acceleration	[Yes]

Initial Premium Information

Premium Payment Mode:	[Annual]
Annual Base Premium:	\$23,010.00
Annual LTCR Premium	[\$ 711.00]
Accelerated Death Benefit for Terminal Illness Rider:	No Premium Charge
<hr/>	
Total Initial Premium:	[\$23,721.00]

Illustration Summary

Initial Dividend Option

Dividends used to purchase Paid-Up Additions. **Dividends are not guaranteed** and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.

Base Policy Face Amount Increases

Face Amount increases are not allowed.

Important Information

This illustration assumes that the currently illustrated non-guaranteed elements will continue unchanged for all years shown. This is not likely to occur, and actual results may be more or less favorable than those shown.

Changing the premium payment mode may increase the overall cost of the policy. Please see Premium Payment Options in the Narrative Summary for more information.

As illustrated, this policy would not become a Modified Endowment Contract (MEC) under the Internal Revenue Code based on the assumptions in this illustration. Please see the IMPORTANT TAX INFORMATION section of the Narrative Summary for more information.

Policy Changes

Your Illustration may show Policy Changes such as dividend option changes, the Alternate Payment Option (APO) strategy, loans, surrenders or changes to certain Rider premiums. *Policy changes are not automatic.* You must submit a request to our Home Office.

Important Information about the LTCR

Any changes you make to your policy may impact the benefits under the LTCR. Acceleration of benefits payments made under the LTCR will impact your policy's death benefit and cash values. Please carefully review the LTCR Summary in this illustration.

Coverage for whole life insurance and the rider may require a medical examination.

The benefits of the LTCR are available through the Whole Life Legacy [100] policy. The policy and the LTCR could be appropriate for a policy owner who needs life insurance protection and is also looking for flexibility to access the policy's death benefit to pay for long term care needs. If your only purpose for purchasing the Whole Life Legacy [100] with LTCR is to pay for long term care expenses, you may wish to consider other options.

Narrative Summary

What This Illustration Shows This illustration describes the important features of this MassMutual Whole Life Legacy [100] life insurance policy with LTCR (also known as LTCAccessSM Rider) and shows values over time on a guaranteed and non-guaranteed basis. It is designed to help you understand how this policy works. It is not a projection of how it will perform.

The following pages provide a summary (and year-by-year figures) for required premiums, cash surrender values and death benefits, anticipated out-of-pocket premium payments, and other values for this policy. **Many of the current values contained in this illustration depend on non-guaranteed dividends.**

This illustration also includes an LTCR Summary that describes how the LTCR interacts with the Whole Life Legacy [100] policy. Refer to the LTCR Summary and the illustrated values thereafter to see the benefits provided by the LTCR and how the payment of those benefits will impact the premium, cash surrender values and death benefits of the Whole Life Legacy [100] policy.

What is Whole Life Legacy [100]? Whole Life Legacy [100] is a permanent life insurance policy providing a guaranteed face amount. Premiums are payable to [Age 100]. The duration of premiums for riders varies according to the terms of the rider. The policy provides for cash value accumulation and for the payment of dividends as may be determined by the Company.

What is LTCR? LTCR is a rider that provides for payment of expenses for certain long term care services received by the insured through the acceleration of the life insurance policy's death benefit. The Rider must be applied for and attached at the time the Whole Life Legacy [100] policy is applied for and issued. A benefit pool, benefit period and maximum monthly benefit will be selected at time of application. These terms as well as other terms, benefits, exclusions, limitations and other features of the LTCR are described in more detail in the LTCR Summary that is included with this Illustration.

IMPORTANT INFORMATION ABOUT DIVIDENDS As a MassMutual participating policy owner, you are eligible to receive an equitable portion of the Company's earnings, known as "divisible surplus", in the form of policy dividends. The surplus from which dividends are paid comes primarily from three sources:

1. Mortality Savings - The favorable margin between actual death claim experience and the amount expected based on the mortality table used to determine the premium.
2. Investment Earnings - Earnings on Company investments that exceed the guaranteed interest required to build up death benefit reserves and meet contractual obligations. The guaranteed interest rate for a particular policy or rider is set at issue and does not change over the life of the policy. The guaranteed interest rate is reflected in the policy's guaranteed cash value increases.
3. Expenses - The difference between actual expenses incurred and the expenses assumed in determining the premium.

Narrative Summary

This illustration assumes that the dividend option is Paid-Up Additions for all years shown. The annual dividend, if any, is used to purchase additional level paid-up life insurance, adding to the policy's death benefit and total cash value. "Paid up" means that no further premiums are required on the additional life insurance. This additional insurance is also eligible to receive dividends. Paid-up additions may be surrendered for their cash value as long as they are not being used as collateral for policy debt.

Non-guaranteed values are based on the 2011 dividend scale. This illustration assumes a policy with an adjustable policy loan interest rate provision. **It is important to understand that the payment of dividends is not guaranteed; dividends are a reflection of conditions that affect the Company and the cost of insurance. Dividend performance may, and most likely will, change over time. For this reason we strongly recommend that you look at an illustration showing a lower dividend scale to see the impact that this would have on policy values.** This illustration is neither a projection nor an estimate of future results. Transfer of policy ownership to a qualified pension or profit sharing plan could result in different dividends.

IMPORTANT TAX INFORMATION

As Illustrated, this policy would not become a Modified Endowment Contract (MEC) under the Internal Revenue Code based on the assumptions in this illustration. As illustrated, this policy would not become a Modified Endowment Contract (MEC) under the Internal Revenue Codes based on LTCR assumptions.

Changes to the policy could cause the policy to become a MEC or change the year that the policy is illustrated to become a MEC.

A Modified Endowment Contract (MEC) distinguishes between a policy purchased primarily for death protection and a policy purchased primarily for the tax advantages afforded to life insurance cash values. Once a policy is classified as a MEC, it receives less advantageous federal income tax treatment (see below). To determine if a contract is a MEC, a premium limit (the MEC limit) is established for the maximum amount of premium allowed during the first seven years, based upon rules set by the Internal Revenue Code. Under the MEC test, a MEC results if the cumulative amount paid at any time in the first seven years exceeds the cumulative MEC limit applicable in that policy year. Certain changes to the policy can subject the policy to MEC testing beyond the first seven years or can cause premiums already paid to be re-tested.

Surrenders and distributions are subject to income tax to the extent they exceed the policy's cost basis. If the policy is a MEC, distributions and loans are taxable to the extent of gain and are subject to a 10% tax penalty.

Death benefit proceeds from this policy are generally excludable from the beneficiary's gross income for income tax purposes (IRC Section 101(a)(1)). Policy loans on non-MEC policies are not treated as distributions or subject to income tax when taken (IRC Section 72). However, if the policy is not held until death, taxes are generally due on surrender or lapse and may in fact exceed the policy's Net Surrender Value if prior loans and surrenders were extensive.

Narrative Summary

There may be other income tax consequences if this policy is not owned by the insured. These may include income and/or gift tax liability of the amounts received for payment of the insured's expenses for long term care services, and the potential for the inclusion of the policy's death benefit in the insured's estate for estate tax purposes. Since benefits under the LTCR may be taxable, you should seek assistance from a tax advisor before accelerating benefits under the LTCR.

The information provided above is not written or intended as specific tax advice and may not be relied on for purposes of avoiding any federal tax penalty. Individuals are strongly encouraged to seek advice from their own personal tax or legal counsel, in particular if the policy will be owned by a person other than the insured or by an entity, such as an irrevocable life insurance trust

Additional Riders Illustrated

*Accelerated Death
Benefit for Terminal
Illness Rider
(ABR)*

The Accelerated Death Benefit for Terminal Illness Rider allows the policy owner to receive an advance of policy death benefits when MassMutual receives satisfactory proof the insured has a terminal illness, expected to result in death within twelve months. The funds may be used for any purpose. This rider terminates upon acceleration or if benefits are accelerated under the LTCR. There is no cost for the addition of this rider however there is a fee if the rider is exercised.

Interest Adjusted Cost (IAC) Comparison Index

	Policy Year	
	10	20
Life Insurance Surrender Cost Index Life	\$6.38	\$5.70
Insurance Net Payment Cost Index	\$19.94	\$17.22
Equivalent Level Annual Dividend at 5%	\$3.07	\$5.79

The Interest Adjusted Cost Comparison Indices provide two means of comparing the relative cost of similar plans of insurance issued by the same company or by different companies. A low index number represents a lower cost than a higher one. These indices reflect the time value of money by applying a 5% interest factor to policy premiums, dividends, and for the surrender cost index, the 10 and 20 year cash values. The dividends used in calculating these indices are based on the current year's scale and are neither guarantees nor estimates of future dividends.

The indices do not consider: (1) the value of the services of an agent or company; (2) the relative strength and reputation of the Company and its actual dividend performance; or (3) differences in the policy provisions.

Additional Information About This Illustration

The fully allocated expense method is used to allocate overhead expenses for all illustrations.

This illustration does not recognize the time value of money and should not be used to compare policy costs. See IAC section of the Narrative Summary page for policy cost information.

Narrative Summary

Column Heading Definitions

<i>Age End Year</i>	The age of the insured at the end of the policy year.
<i>Annual Outlay Beg Year</i>	The annual outlay at the beginning of the policy year. This is the out-of-pocket cost, which is comprised of the Contract Premium adjusted for any dividends, Paid-Up Additions surrendered, cash value released, loans taken and loan repayments made. This amount will be adjusted by the Annual Premium Credit if benefits are accelerated under the LTCR. This amount does not include the LTCR Annual Benefit amount or any policy loan repayment that would be made under the LTCR.
<i>Annual Premium Credit Beg Year</i>	The annual amount credited at the beginning of the policy year that will reduce the payment of the Contract Premium when accelerated benefit payment is made under the LTCR.
<i>Basic Policy Cash Value End Year</i>	The guaranteed cash value of the base policy as of the end of the policy year. This does not include the cash value from Paid-Up Additions (PUA) or any other policy riders.
<i>Cash Surrender Value End Year</i>	The Net Cash Value End Year less the LTCR Cash Value Lien End Year. This is the amount payable if the policy was surrendered at the end of the policy year.
<i>Cash Value of Additions End Year</i>	The total cash value as of the end of the policy year of the Paid-Up Additions purchased by dividends earned on the base policy. These values are based on the illustrated dividend scale and are not guaranteed.
<i>Contract Premium Beg Year</i>	The gross premium that is required to be paid at the beginning of the policy year for the benefits shown in this illustration.
<i>Contract Prem for Gtd Values Beg Year</i>	The gross premium that is required to be paid at the beginning of the policy year for the guaranteed values and benefits shown in this illustration including the Maximum LTCR premium.
<i>Guaranteed Cash Value End Year</i>	The cash value which is guaranteed under this policy based upon the illustrated Contract Premium for Guaranteed Values as of the end of the policy year.
<i>Guaranteed Death Benefit End Year</i>	The amount of death benefit which is guaranteed to be payable for this policy at death based upon the illustrated Contract Premium for Guaranteed Values as of the end of the policy year.
<i>LTCR Annual Benefit</i>	The amount of the policy's death benefit that has been accelerated for the year under the LTCR. This assumes payment of the LTCR Maximum Monthly Benefit for the illustrated claim, limited by the LTCR Remaining Benefit Pool.

Narrative Summary

<i>LTCR Base Benefit Pool Beg Year</i>	The amount of base policy Face Amount available for acceleration under the LTCR at the beginning of the policy year.
<i>LTCR Cash Value Lien End Year</i>	The cash value as of the end of the year for the portion of the policy's Face Amount and any Paid-Up Additions that have been accelerated under the LTCR.
<i>LTCR Current Premium Beg Year</i>	The non-guaranteed premium that will be charged at the beginning of the policy year for the LTCR. This premium may increase after the first policy year but will never be greater than the Maximum LTCR Premium Beg Year.
<i>LTCR Death Benefit (DB) Lien End Year</i>	The lien against the policy's total death benefit amount as of the end of the policy year for the amount of accelerated benefit payments under the LTCR. This amount reduces the death benefit that is payable on the death of the insured.
<i>LTCR Dividends Benefit Pool Beg Year</i>	The amount of Paid-Up Additions purchased by the base policy dividends that are available for acceleration at the beginning of the year. These values are based on the illustrated dividend scale and are not guaranteed.
<i>LTCR Maximum Monthly Benefit Beg Year</i>	The maximum monthly amount available for acceleration under the LTCR at the beginning of the policy year including any increase in the maximum amount available for payment each month under the Maximum Monthly Benefit Increase Option, if chosen.
<i>LTCR Maximum Premium Beg Year</i>	The guaranteed maximum LTCR Premium
<i>LTCR Min Payout Period (in Months) Beg Year</i>	The minimum period (in months) under the LTCR for which the LTCR Maximum Monthly Benefit would be payable if accelerated benefits started at the beginning of that policy year. This assumes that no further Paid-Up Additions are added to the LTCR Dividends Benefit Pool and no Paid-Up Additions are surrendered after the accelerated benefits start at the beginning of the year. This reflects the increasing LTCR Maximum Monthly Benefit as shown.
<i>LTCR Remaining Benefit Pool End Year</i>	The LTCR benefit pool that remains available for LTCR benefits as of the end of the policy year.
<i>LTCR Total Benefit Pool Beg Year</i>	The total amount available for payment of accelerated benefits under the LTCR as of the beginning of the policy year. It is equal to the sum of the Base Benefit Pool and the Dividends Benefit Pool. This is also referred to as the Maximum Lifetime Rider Benefit.

Narrative Summary

<i>Net Cash Value End Year</i>	The cash value as of the end of the policy year reduced by outstanding loans and loan interest. These values are based on the illustrated dividend scale and are not guaranteed. This value does not reflect any reductions due to an LTCR Cash Value Lien that would result if an accelerated payment was made under the LTCR.
<i>Net Death Benefit End Year</i>	The death benefit of the policy as of the end of the policy year reduced by outstanding loans and loan interest. These values are based on the illustrated dividend scale and are not guaranteed. This value does not reflect any reductions due to the LTCR death benefit lien that would result if an accelerated benefit payment was made under the LTCR.
<i>Net Dividend End Year</i>	The total annual dividend reduced by the Dividends Benefit Pool Rider Charge at the end of the policy year. This charge will be a percentage of the policy dividends that are used to purchase Paid-Up Additions that will be included in the Dividends Benefit Pool and available for acceleration under LTCR. These values are based on the illustrated dividend scale and are not guaranteed.
<i>Paid-Up Additions End Year</i>	The additional paid-up insurance death benefit as of the end of the policy year purchased by dividends earned on the base policy. These values are based on the illustrated dividend scale and are not guaranteed
<i>Payable Death Benefit End Year</i>	This is the amount that would be payable if death occurred at the end of the policy year. This is equal to the Net Death Benefit End Year less the LTCR Death Benefit (DB) Lien End Year. These values are based on the illustrated dividend scale and are not guaranteed.
<i>Total Cash Value End Year</i>	The total cash value as of the end of the policy year including all guaranteed and non-guaranteed values. These values are based on the illustrated dividend scale and are not guaranteed. This value does not reflect a reduction due to the LTCR cash value lien that would result if an accelerated benefit payment was made under the LTCR.
<i>Total Cash Value of Additions End Year</i>	The total cash value as of the end of the policy year of the Paid-Up Additions purchased by dividends. These values are based on the illustrated dividend scale and are not guaranteed
<i>Total Death Benefit End Year</i>	This is the amount that would be payable if death occurred at the end of the policy year. These values are based on the illustrated dividend scale and are not guaranteed. This value does not reflect a reduction due to the LTCR Death Benefit Lien that would result if an accelerated benefit payment was made under the LTCR.

Narrative Summary

*Total Paid-Up Insurance
End Year*

The amount of fully paid-up insurance that could be purchased if the policy were converted to a fully paid-up policy as of the end of the policy year. These values are based on the illustrated dividend scale and are not guaranteed.

Year

The number of years the policy is assumed to have been in force at the end of the policy year

Narrative Summary

Key Terms Used in the Illustration

<i>Beg Year</i>	The first day of the policy year. All premium payments and other outlays are assumed to be made at the beginning of the year.
<i>End Year</i>	The last day of the policy year. Dividends are assumed to be credited on this date. All cash values are shown as of the end of the policy year.
<i>Death Benefit</i>	The amount payable upon death of the insured.
<i>Midpoint Assumptions</i>	Values are calculated assuming that the dividends are reduced by 50% and any policy charges included are an average between the current and guaranteed charges.
<i>Attained Age</i>	Issue age plus policy duration years.

Premium Payment Options:

You may pay premiums once a year (annually), twice a year (semiannually), four times a year (quarterly) or twelve times a year (monthly). You may pay premiums twelve times a year (monthly) only by pre-authorized electronic transfer. If you pay annual premiums by installments, there will be an additional charge. The additional charge is shown in dollars and as annual percentage rates in the table below.

Premium Frequency	Premium Payment (Including Installment Payment Charge)	Number of Payments Per Year	Total Premium Per Year	Additional Charge (In Dollars)	Additional Charge (As the Annual Percentage Rate or APR)
Annual	\$23,721.00	1	\$23,721.00	\$0.00	-
Semiannual	\$12,138.04	2	\$24,276.08	\$555.08	9.6%
Quarterly	\$6,141.37	4	\$24,565.47	\$844.47	9.5%
Monthly	\$2,063.73	12	\$24,764.72	\$1,043.72	9.5%

Consider Additional Coverage

In some cases, the cost per unit of the Whole Life Legacy [100] policy may be lower with a higher Base Policy Face Amount. You should consult with your agent about whether applying for more coverage is appropriate. Additional underwriting requirements may apply to larger face amounts, and premiums may be higher.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

Numeric Summary and Signature Page

Dividend Option: Dividends used to purchase Paid-Up Additions. **Dividends are not guaranteed and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.**

To help you understand how changes in non-guaranteed dividends may affect your future policy values, this Numeric Summary and Signature Page shows how your policy would perform based on each of the following dividend scenarios:

- 1) Guaranteed: The guaranteed policy values, i.e., zero dividends.
- 2) Non-Guaranteed Midpoint: 50% of the Company's currently illustrated dividend.
- 3) Non-Guaranteed Current: The Company's currently illustrated dividend.

	Non-Guaranteed Values								
	Guaranteed Values			Midpoint Assumptions			Current Assumptions		
	Contract Prem for Gtd Values	Total Cash Value	Death Benefit	Contract Premium	Total Cash Value	Death Benefit	Contract Premium	Total Cash Value	Death Benefit
Year 5	24,432	65,510	1,000,000	24,077	74,866	1,022,816	23,721	74,907	1,022,916
Year 10	24,432	179,110	1,000,000	24,077	218,707	1,083,243	23,721	220,405	1,086,813
Year 20	24,432	400,090	1,000,000	24,077	595,866	1,317,396	23,721	609,080	1,338,818
Age 70	24,432	400,090	1,000,000	24,077	595,866	1,317,396	23,721	609,080	1,338,818

I have received a copy of this illustration and understand that any non-guaranteed elements illustrated are subject to significant fluctuations and could be either higher or lower. The agent has told me they are not guaranteed. I understand that this illustration is not a contract. I also understand that any policy changes reflected in this illustration are not automatic, but must be submitted in writing to the Home Office. The terms of the policy constitute the actual agreement of coverage. I further understand I have the right to request a hypothetical lower scale illustration to see the potential impact of a lower dividend interest rate on my policy values. I have read and understand the IMPORTANT TAX INFORMATION section in the Narrative Summary.

I have read and understand the LTCR Summary for the Accelerated Death Benefit for Long Term Care Services Rider that is included with this illustration.

Applicant (At time of application)
Owner (At time of delivery)

_____ Date

I certify that this illustration has been presented to the applicant and that I have explained that any non-guaranteed elements illustrated are subject to change. I have made no statements that are inconsistent with this illustration.

_____ Agent

_____ Date

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

Tabular Values

Dividend Option: Dividends used to purchase Paid-Up Additions. Dividends are not guaranteed and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.

====Non-Guaranteed Values====

Year	Age End Year	Contract Prem For Gtd Values Beg Year	Guaranteed Cash Value End Year	Guaranteed Death Benefit End Year	Contract Premium Beg Year	Net Dividend End Year	Cash Value of Additions End Year	Total Cash Value End Year	Paid-Up Additions End Year	Total Death Benefit End Year	Total Paid-Up Insurance End Year
1	51	24,432	0	1,000,000	23,721	0	0	0	0	1,000,000	0
2	52	24,432	2,120	1,000,000	23,721	0	0	2,120	0	1,000,000	5,682
3	53	24,432	22,810	1,000,000	23,721	2,310	2,310	25,120	5,997	1,005,997	65,215
4	54	24,432	43,960	1,000,000	23,721	3,025	5,385	49,345	13,546	1,013,546	124,129
5	55	24,432	65,510	1,000,000	23,721	3,873	9,397	74,907	22,916	1,022,916	182,665
6	56	24,432	87,410	1,000,000	23,721	4,851	14,500	101,910	34,296	1,034,296	241,042
7	57	24,432	109,680	1,000,000	23,721	5,344	20,236	129,916	46,446	1,046,446	298,184
8	58	24,432	132,300	1,000,000	23,721	5,878	26,666	158,966	59,423	1,059,423	354,242
9	59	24,432	155,450	1,000,000	23,721	6,260	33,659	189,109	72,840	1,072,840	409,246
10	60	24,432	179,110	1,000,000	23,721	6,711	41,295	220,405	86,813	1,086,813	463,347
11	61	24,432	200,710	1,000,000	23,721	7,378	49,802	250,512	101,745	1,101,745	511,793
12	62	24,432	222,520	1,000,000	23,721	8,262	59,406	281,926	118,007	1,118,007	560,033
13	63	24,432	244,410	1,000,000	23,721	9,354	70,325	314,735	135,923	1,135,923	608,313
14	64	24,432	266,330	1,000,000	23,721	10,588	82,718	349,048	155,667	1,155,667	656,871
15	65	24,432	288,280	1,000,000	23,721	11,867	96,661	384,941	177,226	1,177,226	705,782
16	66	24,432	310,290	1,000,000	23,721	14,429	113,459	423,749	202,798	1,202,798	757,412
17	67	24,432	332,430	1,000,000	23,721	16,929	133,106	465,536	232,054	1,232,054	811,604
18	68	24,432	354,760	1,000,000	23,721	19,240	155,485	510,245	264,488	1,264,488	867,955
19	69	24,432	377,290	1,000,000	23,721	21,659	180,752	558,042	300,123	1,300,123	926,580
20	70	24,432	400,090	1,000,000	23,721	24,090	208,990	609,080	338,818	1,338,818	987,451
21	71	24,432	423,050	1,000,000	23,721	25,772	239,486	662,536	379,239	1,379,239	1,049,163
22	72	24,432	446,130	1,000,000	23,721	27,797	272,609	718,739	421,844	1,421,844	1,112,202
23	73	24,432	468,990	1,000,000	23,721	30,297	308,780	777,770	467,261	1,467,261	1,176,960
24	74	24,432	491,700	1,000,000	23,721	32,851	348,101	839,801	515,446	1,515,446	1,243,524
25	75	24,432	514,310	1,000,000	23,721	35,412	390,621	904,931	566,298	1,566,298	1,311,913
26	76	24,432	536,800	1,000,000	23,721	38,125	436,517	973,317	619,929	1,619,929	1,382,277
27	77	24,432	559,140	1,000,000	23,721	40,573	485,547	1,044,687	675,863	1,675,863	1,454,165
28	78	24,432	581,230	1,000,000	23,721	43,232	537,902	1,119,132	734,317	1,734,317	1,527,783
29	79	24,432	602,880	1,000,000	23,721	46,106	593,723	1,196,603	795,502	1,795,502	1,603,273
30	80	24,432	623,940	1,000,000	23,721	49,225	653,178	1,277,118	859,671	1,859,671	1,680,860

Coverage	Face Amount	Current Premiums			
		Annually	Semi-Annually	Quarterly	Monthly
Base Policy Insurance	1,000,000	23,010.00	11,774.22	5,957.29	2,001.87
LTCR Base Benefit Pool	900,000	711.00	363.82	184.08	61.86

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Refer to the Narrative Summary for assumptions, explanations and additional information.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

Tabular Values

Dividend Option: Dividends used to purchase Paid-Up Additions. Dividends are not guaranteed and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.

====Non-Guaranteed Values====											
Year	Age End Year	Contract Prem For Gtd Values Beg Year	Guaranteed Cash Value End Year	Guaranteed Death Benefit End Year	Contract Premium Beg Year	Net Dividend End Year	Cash Value of Additions End Year	Total Cash Value End Year	Paid-Up Additions End Year	Total Death Benefit End Year	Total Paid-Up Insurance End Year
31	81	24,432	644,400	1,000,000	23,721	52,746	716,659	1,361,059	927,270	1,927,270	1,761,045
32	82	24,432	664,110	1,000,000	23,721	56,522	784,319	1,448,429	998,547	1,998,547	1,844,051
33	83	24,432	683,190	1,000,000	23,721	60,156	856,073	1,539,263	1,073,243	2,073,243	1,929,747
34	84	24,432	701,680	1,000,000	23,721	63,806	931,932	1,633,612	1,151,316	2,151,316	2,018,176
35	85	24,432	719,520	1,000,000	23,721	67,494	1,011,905	1,731,425	1,232,752	2,232,752	2,109,307
36	86	24,432	736,590	1,000,000	23,721	72,327	1,096,997	1,833,587	1,318,887	2,318,887	2,204,467
37	87	24,432	752,800	1,000,000	23,721	77,486	1,187,402	1,940,202	1,410,032	2,410,032	2,303,976
38	88	24,432	768,100	1,000,000	23,721	81,484	1,281,878	2,049,978	1,504,764	2,504,764	2,406,416
39	89	24,432	782,490	1,000,000	23,721	85,423	1,380,306	2,162,796	1,603,012	2,603,012	2,511,754
40	90	24,432	796,000	1,000,000	23,721	89,222	1,482,499	2,278,499	1,704,610	2,704,610	2,619,868
41	91	24,432	808,730	1,000,000	23,721	92,839	1,588,296	2,397,026	1,809,344	2,809,344	2,730,627
42	92	24,432	821,220	1,000,000	23,721	95,876	1,697,674	2,518,894	1,916,522	2,916,522	2,843,606
43	93	24,432	833,690	1,000,000	23,721	98,647	1,810,609	2,644,299	2,025,811	3,025,811	2,958,590
44	94	24,432	846,440	1,000,000	23,721	101,121	1,927,244	2,773,684	2,136,824	3,136,824	3,075,311
45	95	24,432	859,930	1,000,000	23,721	103,253	2,047,896	2,907,826	2,249,101	3,249,101	3,193,518
46	96	24,432	874,910	1,000,000	23,721	104,783	2,173,137	3,048,047	2,361,849	3,361,849	3,312,734
47	97	24,432	893,120	1,000,000	23,721	105,842	2,305,386	3,198,506	2,474,307	3,474,307	3,432,868
48	98	24,432	916,820	1,000,000	23,721	105,320	2,447,091	3,363,911	2,584,400	3,584,400	3,552,664
49	99	24,432	950,010	1,000,000	23,721	101,949	2,602,752	3,552,762	2,688,599	3,688,599	3,669,944
50	100	24,432	1,000,000	1,000,000	23,721	93,225	2,780,772	3,780,772	2,780,772	3,780,772	3,780,772
51	101	0	1,000,000	1,000,000	0	236,256	3,016,095	4,016,095	3,016,095	4,016,095	
52	102	0	1,000,000	1,000,000	0	250,921	3,264,654	4,264,654	3,264,654	4,264,654	
53	103	0	1,000,000	1,000,000	0	266,496	3,528,641	4,528,641	3,528,641	4,528,641	
54	104	0	1,000,000	1,000,000	0	283,039	3,809,015	4,809,015	3,809,015	4,809,015	
55	105	0	1,000,000	1,000,000	0	300,608	4,106,792	5,106,792	4,106,792	5,106,792	
56	106	0	1,000,000	1,000,000	0	319,267	4,423,054	5,423,054	4,423,054	5,423,054	
57	107	0	1,000,000	1,000,000	0	339,085	4,758,946	5,758,946	4,758,946	5,758,946	
58	108	0	1,000,000	1,000,000	0	360,133	5,115,689	6,115,689	5,115,689	6,115,689	
59	109	0	1,000,000	1,000,000	0	382,488	5,494,575	6,494,575	5,494,575	6,494,575	
60	110	0	1,000,000	1,000,000	0	406,230	5,896,980	6,896,980	5,896,980	6,896,980	
61	111	0	1,000,000	1,000,000	0	431,446	6,324,364	7,324,364	6,324,364	7,324,364	
62	112	0	1,000,000	1,000,000	0	458,227	6,778,277	7,778,277	6,778,277	7,778,277	
63	113	0	1,000,000	1,000,000	0	486,671	7,260,365	8,260,365	7,260,365	8,260,365	
64	114	0	1,000,000	1,000,000	0	516,880	7,772,378	8,772,378	7,772,378	8,772,378	
65	115	0	1,000,000	1,000,000	0	548,964	8,316,173	9,316,173	8,316,173	9,316,173	

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Refer to the Narrative Summary for assumptions, explanations and additional information.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$24,220.00
Annual LTCR Premium: [\$ 711.00]

Tabular Values

Dividend Option: Dividends used to purchase Paid-Up Additions. **Dividends are not guaranteed** and are subject to significant fluctuations over the lifetime of the policy. Changes in dividends will change all Non-Guaranteed values shown in this illustration.

		====Non-Guaranteed Values====								
Year	Age End Year	Contract Prem for Gtd Vals Beg Year	Guaranteed Cash Value End Year	Guaranteed Death Benefit End Year	Net Dividend End Year	Cash Value of Additions End Year	Total Cash Value End Year	Paid-Up Additions End Year	Total Death Benefit End Year	Total Paid-Up Insurance End Year
66	116	0	1,000,000	1,000,000	595,340	9,102,193	10,102,193	9,102,193	10,102,193	
67	117	0	1,000,000	1,000,000	632,668	9,734,861	10,734,861	9,734,861	10,734,861	
68	118	0	1,000,000	1,000,000	672,336	10,407,196	11,407,196	10,407,196	11,407,196	
69	119	0	1,000,000	1,000,000	714,491	11,121,688	12,121,688	11,121,688	12,121,688	
70	120	0	1,000,000	1,000,000	759,290	11,880,978	12,880,978	11,880,978	12,880,978	
71	121	0	1,000,000	1,000,000	806,897	12,687,875	13,687,875	12,687,875	13,687,875	

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Refer to the Narrative Summary for assumptions, explanations and additional information.

LTCR Summary

This LTCR Summary describes some of the terms, provisions, benefits, exclusions and limitations provided under the LTCR, and shows how the benefits of the LTCR interact with the benefits provided by the Whole Life Legacy [100] life insurance policy. This LTCR Summary includes the illustrated policy values that follow these narrative pages.

The benefits of the LTCR are available through the Whole Life Legacy [100] policy. The policy and the LTCR could be appropriate for a policy owner who needs life insurance protection and is also looking for flexibility to access the policy's death benefit to pay for long term care needs. If your only purpose for purchasing the Whole Life Legacy [100] with LTCR is to pay for long term care expenses, you may wish to consider other options.

About the LTCR

The LTCR is an accelerated death benefit rider that can be purchased with the Whole Life Legacy [100] life insurance policy. The LTCR will permit acceleration of a portion of the policy's death benefit for the expenses for long term care services received by the insured. A portion of the policy's face amount is not available for acceleration. This is referred to as the *Residual Face Amount* which you must select at time of application and cannot be changed after the policy is issued.

You must apply for the LTCR together with the life insurance policy. The LTCR is not available after the policy is issued. MassMutual separately underwrites the LTCR and may decline to issue the LTCR even if it issues the life insurance policy. When you apply for the LTCR, you will need to select the following:

- *Base Benefit Pool*: This is the portion of the policy face amount available for acceleration.
- *Selected Benefit Period*: This is the initial period over which accelerated benefit payments can be payable. (See ***Important Note*** below).

Based on these selections, you will be able to calculate the *Maximum Monthly Benefit*. This is the maximum monthly amount that we will pay.

Dividends Benefit Pool. Although dividends are not guaranteed, you may elect to have Paid-Up Additions purchased by your policy's dividends (excluding dividends payable under any rider) included for acceleration. The amount of Paid-Up Additions includible for acceleration is referred to as the Dividends Benefit Pool. Only Paid-Up Additions purchased from the Whole Life Legacy [100] policy dividends may be included in the Dividends Benefit Pool; Paid-Up Additions purchased by dividends received from any rider attached to the policy will not be included in the Dividends Benefit Pool. For more information about dividends and Paid-Up Additions, refer to the Narrative Summary at the beginning of this Illustration.

Maximum Lifetime Rider Benefit. The Maximum Lifetime Rider Benefit is the sum of the Base Benefit Pool and the Dividends Benefit Pool. This is the maximum amount of accelerated benefits that can be paid under the LTCR. The Maximum Lifetime Rider Benefit may be impacted by actions you take on your policy. See ***Effect of Policy Transactions on LTCR*** in this LTCR Summary.

Maximum Monthly Benefit Increase Option. The Maximum Monthly Benefit Increase Option provides the ability, beginning at age 61 (or the first policy anniversary if the issue age is 61 or greater), to access the Base Benefit Pool and Dividends Benefit Pool (if available) more quickly, by increasing the Maximum Monthly Benefit. The Maximum Monthly Benefit Increase Option does not increase the total amount of the Base Benefit Pool or the Dividends Benefit Pool, but only increases the maximum amount available for payment each month. Beginning at age 61 (or the first policy anniversary if the issue age is 61 or greater) the Maximum Monthly Benefit at issue will be increased each year by an amount equal to 4% of the Initial Maximum Monthly Benefit. **Because a larger amount can be paid each month, the period during which claims may be paid is likely to be shorter than the Selected Benefit Period.**

Important Note – The benefit period under the LTCR may be shorter or longer than the Selected Benefit Period:

- If the claim for benefits for a policy month is less than the Maximum Monthly Benefit, any unused amounts in the Base Benefit Pool may extend the period over which LTCR claims are paid.
- The Dividends Benefit Pool may extend the period over which LTCR claims are paid.
- The Maximum Monthly Benefit Increase Option may decrease the period over which LTCR claims are paid.

No Inflation Protection

The LTCR does NOT provide an inflation protection option. This means that the Maximum Lifetime Rider Benefit does NOT increase with inflation or with the cost of living.

The LTCR Premiums and Charges

There is a premium for the LTCR that will be included with your premiums for your policy and any other riders. In no event will the LTCR premium exceed the maximum premium which will be set forth in the LTCR. There is an additional cost if you elect the Maximum Monthly Benefit Increase Option, and this will result in higher LTCR premiums.

There is also a charge to create a Dividends Benefit Pool. The charge will be a percentage of the dividend and will be deducted from the policy dividends paid before the purchase of Paid-Up Additions. As a result, Paid-Up Additions (and associated cash values) will be lower if Paid-Up Additions are elected for acceleration. In no event will the charge exceed the maximum charge which will be set forth in the LTCR. If you elect the Maximum Monthly Benefit Increase Option, the charge will be a higher percentage.

The rider is guaranteed renewable. This means that you have the right, subject to the terms of the LTCR, to continue the LTCR as long as you pay your premiums on time.

After the first premium has been paid, we allow a grace period to pay each following premium. If the premium is not paid by the thirtieth (30th) day after its due date, we will provide written notice to the Owner and the Insured, if different, and any individual designated by the Owner or the Insured, if different, to receive notice of non-payment of premium. If the premium is not paid within thirty-six (36) days after notice is sent, this Policy will lapse for non-payment of premium. In order to be considered paid during the grace period, any payments sent by U.S. mail must be postmarked within the grace period. During this grace period the policy remains in full force.

If a premium is not paid by the end of the Grace Period, this policy will lapse as of the due date of that premium. We call this premium due date the date of lapse.

You can discontinue coverage under this Rider by notifying us, and Rider premiums will no longer be due. You will not be eligible for any Rider benefits for any Covered Services received after the date You discontinue coverage under this Rider, unless benefits are continued under the Extension of Benefits provision.

Your LTCR will terminate on the earliest to occur of the following:

- Your policy terminates or is surrendered for its cash value;
- Your policy lapses to a paid-up policy (unless benefits are continued under the Extension of Benefits provision);
- You discontinue coverage under Your Rider (provided no accelerated benefits have been received);
- You exercise the Accelerated Death Benefits for Terminal Illness Rider;
- You reduce Your Policy's face amount below the sum of (i) the minimum Base Benefit Pool shown in the Policy Specifications, and (ii) the Residual Face Amount shown in the Policy Specifications (provided no accelerated benefit payments have been received); and
- The date on which the Company receives due proof of death of the Insured.

After this policy has lapsed, it may be reinstated -- that is, put back in full force. However, the policy cannot be reinstated if it has been surrendered for its cash surrender value.

Reinstatement must be made within five years after the date of lapse and while the Insured is living.

Tax-Qualification

The LTCR is not intended to be a federally tax-qualified long term care insurance contract under Section 7702B of the Internal Revenue Code (IRC), as amended. Therefore, the premiums payable for the LTCR are not deductible from gross income for federal income tax purposes.

The benefits provided by the LTCR are intended to be excludable from federal gross income under Section 101(g) of the IRC. However to receive tax free treatment, IRC section 101(g) requires that the payment of benefits be for costs incurred by the payee for qualified long term care services. Since we pay the LTCR benefits to the policy owner, the LTCR benefits may be subject to federal income tax and reportable if the owner of the policy is not the insured or the insured's spouse who incurred the long term care expenses. In addition, if the policy is not owned by the insured, and the LTCR benefits are used to pay the costs incurred by the insured, depending on the facts and circumstances, all or a portion of the Whole Life policy's death benefit may be includible in the insured's federal gross estate. If you are considering purchasing the LTCR with an owner who is other than the insured, such as a life insurance trust, you should consult with your attorney, accountant or tax advisor regarding any income and estate tax implications.

Eligibility

Subject to all the terms and provisions of the LTCR, accelerated benefits will be payable when MassMutual verifies all of the following:

- The insured is certified as chronically ill by a licensed health care practitioner within the previous twelve (12) months. This means that: the insured cannot perform, without substantial assistance, at least 2 of 6 activities of daily living (bathing, continence, dressing, eating, toileting and transferring), and this is expected to continue at least 90 consecutive days due to loss of functional capacity; or, the insured has a severe cognitive impairment, such as Alzheimer's disease or irreversible dementia.
- The insured received Long Term Care Services (as described below) covered under the LTCR, as described below.
- The LTCR coverage was in force at the time the insured received the covered Long Term Care services.
- The policy is in full force on the date of payment.
- The *Elimination Period* (as described below) is satisfied.
- All required claims information is submitted.
- The claim is not subject to any exclusions, limitations or non-duplication of benefits provisions.

Payment of LTCR Benefits

If all eligibility criteria are satisfied, MassMutual will pay an amount equal to the expenses for covered Long Term Care Services received by the insured in a policy month, up to the Maximum Monthly Benefit amount for that policy month. The sum of all amounts paid under the LTCR cannot exceed the Maximum Lifetime Rider Benefit at the time of payment.

If you make any changes to your policy while we are evaluating your claim, including surrendering or lapsing your policy or reducing your policy's face amount, we will adjust your Maximum Lifetime Rider Benefit and your Maximum Monthly Benefit BEFORE we determine the amount payable. *For example, if your policy lapses, we will not make any payments regardless of when the covered Long Term Care Services were received.*

Covered Long Term Care Services

The LTCR provides benefits for certain long term care services provided pursuant to a plan of care prescribed by a licensed health care practitioner. *Long Term Care Services* are those "qualified long term care services" as defined under Section 101(g) of the Internal Revenue Code. This means all the necessary diagnostic, preventative, therapeutic, curing, treating, mitigating and rehabilitative services, and maintenance and personal care services required by a chronically ill insured. These services are generally provided by a nursing facility, assisted living facility or hospice facility. Covered Long Term Care Services also include home health care and hospice services provided at an insured's home, as well as community based services at an adult day care center.

Elimination Period

There is a 90-day period prior to the time that benefits are payable, known as the *Elimination Period*. Before payments can begin, the insured must be chronically ill and receiving covered long term care services under a plan of care while the LTCR is in effect. Benefits are not payable for any covered Long Term Care Services received during the Elimination Period.

Limitations and Exclusions

The LTCR has limitations and exclusions. Benefits are not payable under the LTCR and the Elimination Period will not be satisfied for any confinement in an institution, care, treatment, or service(s):

- provided to the insured by a member of the insured's family;
- provided outside of the United States;
- for which the insured has no financial liability or that is provided at no charge in the absence of insurance;
- provided in facilities operated primarily for the treatment of alcoholism or drug addiction;
- provided in facilities operated primarily for the treatment of mental or nervous disorders, such as affective disorders, anxiety disorders, personality disorders, psychotic disorders or other mental or emotional diseases or disorders (mental or nervous disorder does not include Alzheimer's or other demonstrable organic diseases such as senile dementia); or
- which results from participation in a felony, riot, or insurrection or involvement in an illegal occupation.

Non-Duplication of Benefits

Benefits are not payable under the LTCR to the extent that expenses for services received by the insured are reimbursable (i) under Medicare or would be so reimbursable but for the application of a deductible or coinsurance amount; or (ii) for any other state or federal workers' compensation plan or other governmental program (except Medicaid).

Effects of Accelerated Benefit Payments on your Policy

When accelerated benefit payments are made, they will impact your policy as follows:

Policy Death Benefit Lien. The amount of accelerated benefit payments will constitute a lien against the policy's death benefit. The lien is first applied to the Base Benefit Pool and then to the Dividends Benefit Pool (if elected at the time). The policy's face amount and any Paid-Up Additions is not reduced when the accelerated benefit payment is made; instead, when the insured dies the death benefit amount payable to the beneficiary will be reduced by any remaining outstanding loans AND by all amounts that have been accelerated.

Reduced Policy Surrender Values. There will be a corresponding reduction in the policy's cash surrender value when an accelerated benefit payment is made. This reduction will impact the amount available for loans or the amount that would be paid if the policy were surrendered.

Premium Credit. Even when benefits are being paid under the LTCR, the full policy and LTCR premiums continue to be due. However, when an accelerated benefit payment is made, there will be a premium credit which will reduce the amount of premium the policy owner will need to pay. For standard risk policies, the credit will offset the portion of the premium attributable to the accelerated amount. The premium credit will not cover any portion of the premium attributable to a substandard rating. The amount of the premium credit is determined two (2) months prior to each policy anniversary based on the total amount of accelerated benefits paid. Your policy premium bills will be adjusted to reflect any applicable premium credit. The premium credit does not apply to the premium due for any rider attached to the policy.

Required Repayment of Policy Loans. If there is an outstanding loan at the time that the accelerated benefit payment is made, a portion of such payment must be used to reduce the amount of the outstanding debt. This will reduce the actual amount that will be received for payment of expenses for the covered Long Term Care services received by the insured.

Once the policy benefits begin acceleration, the company will provide monthly statements that show the impact of the amounts accelerated on the policy's death benefit, cash values, premiums and outstanding loans.

Effects of Policy Transactions on the LTCR

Certain transactions, such as decreasing the policy's face amount, taking loans or partially surrendering Paid-Up Additions that are included in the Dividends Benefit Pool, will impact the amounts that may be payable under the LTCR.

Policy Loans. If you take a policy loan against the cash value of your policy, any LTCR accelerated benefit amount will be reduced for the repayment of a portion of the outstanding policy debt.

Partial Surrenders. If you surrender Paid-Up Additions that are part of the Dividends Benefit Pool (including surrender Paid-Up Additions to pay policy premiums), they will no longer be available for acceleration, and the Dividends Benefit Pool will be reduced accordingly. Any Paid-Up Additions that have been accelerated **cannot** be surrendered.

Face Amount Reductions. If you reduce your policy's face amount, there will be a corresponding reduction in the Base Benefit Pool, the Maximum Monthly Benefit, your LTCR premium and your Maximum Lifetime Rider Benefit.

Lapsing to a Paid-Up Policy. If your policy lapses to a paid-up policy, benefits under the LTCR will terminate unless the insured received covered Long Term Care Services prior to the date of lapse or the Extension of Benefits provision was in effect (as described below). If accelerated benefits are payable, we will recalculate your Maximum Lifetime Rider Benefit based upon the reduced face amount of coverage, but there will be no benefits payable for any services received by the insured after the date of policy lapse, unless the Extension of Benefits provision is in effect.

Extension of Benefits

Benefits may be available under the LTCR for covered Long Term Care Services received in a nursing facility, assisted living facility or hospice facility even if the LTCR is terminated, provided that the policy itself is still in force. In order for the Extension of Benefits provision to apply, the insured's confinement in such facility must have begun while the LTCR coverage was in force, accelerated benefits would otherwise have been payable under the LTCR and the confinement in such facility has continued uninterrupted after the LTCR's coverage was terminated. Accelerated benefit payments under the LTCR's Extension of Benefits provision is subject to the Maximum Lifetime Rider Benefit, any Elimination Period and all limitations and exclusions. Accelerated benefit payments under the Extension of Benefits provision will end on the earliest of:

- the date the insured's confinement ends;
- the date the sum of all accelerated benefit payments reaches the Maximum Lifetime Rider Benefit;
- the date the policy is terminated; or
- the date of the insured's death.

Before You Exercise this Rider If You have Other Long Term Care Coverage

Benefit payments received under the LTCR for covered Long Term Care Services may be taxable if you receive benefit payments under other long term care insurance coverage for the same services. You should carefully consider any other long term care coverage you may have before accessing benefits under the LTCR. Accelerating benefits under the LTCR will impact the policy's death benefit and cash surrender value.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
 Base Policy Face Amount: [\$1,000,000]
 Riders: ABR LTCR

Annual Premium: \$23,010.00
 Annual LTCR Premium: [\$ 711.00]

The values shown below are derived from the values shown in the Tabular Values Report. This table displays the LTCR Total Benefit Pool as of the beginning of each policy year, the Maximum Monthly Benefit at the beginning of each year as well as a projection of the minimum number of months that monthly benefits would last assuming that the Maximum Monthly Benefit is paid each month and that LTCR accelerated benefit payments begin at the beginning of each policy year. The payout period assumes Paid-Up Additions are not added to or surrendered from the Dividends Benefit Pool once accelerated benefit payments start.

Dividend Option: See Narrative Summary.

This example is provided to help in the understanding of the Table of Values Below. It assumes that if payment of the LTCR Maximum Monthly Benefit began at Age [61] (Age End Year [62]), benefits would last [59] months.

Age End Year:	62	63	64	65	66
Monthly Payment:	\$15,600	\$16,200	\$16,800	\$17,400	\$18,000
					(11 months)

Total LTCR Benefit Paid
\$802,000 over [5] Years

LTCR Values

Year	Age End Year	LTCR Current Premium Beg Year	LTCR Maximum Premium Beg Year*	LTCR Base Benefit Pool Beg Year*	LTCR Dividends Benefit Pool Beg Year	LTCR Total Benefit Pool Beg Year	LTCR Maximum Monthly Benefit Beg Year	LTCR Min Payout Period (in months) Beg Year
1	51	711	1,422	900,000	0	900,000	15,000	60
2	52	711	1,422	900,000	0	900,000	15,000	60
3	53	711	1,422	900,000	0	900,000	15,000	60
4	54	711	1,422	900,000	5,937	905,937	15,000	60
5	55	711	1,422	900,000	13,470	913,470	15,000	60
7	57	711	1,422	900,000	34,181	934,181	15,000	62
8	58	711	1,422	900,000	46,323	946,323	15,000	62
9	59	711	1,422	900,000	59,292	959,292	15,000	62
10	60	711	1,422	900,000	72,704	972,704	15,000	61
12	62	711	1,422	900,000	101,594	1,001,594	15,600	59
13	63	711	1,422	900,000	117,843	1,017,843	16,200	58
14	64	711	1,422	900,000	135,742	1,035,742	16,800	57
15	65	711	1,422	900,000	155,468	1,055,468	17,400	56
17	67	711	1,422	900,000	202,540	1,102,540	18,600	55
18	68	711	1,422	900,000	231,759	1,131,759	19,200	55
19	69	711	1,422	900,000	264,161	1,164,161	19,800	55
20	70	711	1,422	900,000	299,763	1,199,763	20,400	55

LTCR Selections

Base Benefit Pool	\$900,000	MMBIO	Yes
Initial Maximum Monthly Benefit	\$15,000	Base PUA Available for LTCR	Yes
Selected Benefit Period	60 Months		

*Values are Guaranteed

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]

Base Policy Face Amount: [\$1,000,000]

Riders: ABR LTCR

Annual Premium: \$23,010.00

Annual LTCR Premium: [\$ 711.00]

The values shown below are derived from the values shown in the Tabular Values Report. This table displays the LTCR Total Benefit Pool as of the beginning of each policy year, the Maximum Monthly Benefit at the beginning of each year as well as a projection of the minimum number of months that monthly benefits would last assuming that the Maximum Monthly Benefit is paid each month and that LTCR accelerated benefit payments begin at the beginning of each policy year. The payout period assumes Paid-Up Additions are not added to or surrendered from the Dividends Benefit Pool once accelerated benefit payments start.

Dividend Option: See Narrative Summary.

LTCR Values

Year	Age End Year	LTCR Current Premium Beg Year	LTCR Maximum Premium Beg Year*	LTCR Base Benefit Pool Beg Year*	LTCR Dividends Benefit Pool Beg Year	LTCR Total Benefit Pool Beg Year	LTCR Maximum Monthly Benefit Beg Year	LTCR Min. Payout Period (in months) Beg Year
21	71	711	1,422	900,000	338,427	1,238,427	21,000	56
22	72	711	1,422	900,000	378,831	1,278,831	21,600	56
23	73	711	1,422	900,000	421,414	1,321,414	22,200	56
24	74	711	1,422	900,000	466,803	1,366,803	22,800	57
25	75	711	1,422	900,000	514,960	1,414,960	23,400	57
27	77	711	1,422	900,000	619,387	1,519,387	24,600	58
28	78	711	1,422	900,000	675,298	1,575,298	25,200	59
29	79	711	1,422	900,000	733,727	1,633,727	25,800	60
30	80	711	1,422	900,000	794,884	1,694,884	26,400	61
32	82	711	1,422	900,000	926,587	1,826,587	27,600	63
33	83	711	1,422	900,000	997,827	1,897,827	28,200	64
34	84	711	1,422	900,000	1,072,489	1,972,489	28,800	66
35	85	711	1,422	900,000	1,150,527	2,050,527	29,400	68
37	87	711	1,422	900,000	1,318,017	2,218,017	30,000	73
38	88	711	1,422	900,000	1,409,111	2,309,111	30,000	76
39	89	711	1,422	900,000	1,503,807	2,403,807	30,000	80
40	90	711	1,422	900,000	1,602,020	2,502,020	30,000	83
42	92	711	1,422	900,000	1,808,286	2,708,286	30,000	90
43	93	711	1,422	900,000	1,915,440	2,815,440	30,000	93
44	94	711	1,422	900,000	2,024,707	2,924,707	30,000	97
45	95	711	1,422	900,000	2,135,703	3,035,703	30,000	101
47	97	711	1,422	900,000	2,360,710	3,260,710	30,000	108
48	98	711	1,422	900,000	2,473,171	3,373,171	30,000	112
49	99	711	1,422	900,000	2,583,288	3,483,288	30,000	116
50	100	711	1,422	900,000	2,687,546	3,587,546	30,000	119

*Values are Guaranteed

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]

Base Policy Face Amount: [\$1,000,000]

Riders: ABR LTCR

Annual Premium: \$23,010.00

Annual LTCR Premium: [\$ 711.00]

The values shown below are derived from the values shown in the Tabular Values Report. This table displays the LTCR Total Benefit Pool as of the beginning of each policy year, the Maximum Monthly Benefit at the beginning of each year as well as a projection of the minimum number of months that monthly benefits would last assuming that the Maximum Monthly Benefit is paid each month and that LTCR accelerated benefit payments begin at the beginning of each policy year. The payout period assumes Paid-Up Additions are not added to or surrendered from the Dividends Benefit Pool once accelerated benefit payments start.

Dividend Option: See Narrative Summary

LTCR Values

Year	Age End Year	LTCR Current Premium Beg Year	LTCR Maximum Premium Beg Year*	LTCR Base Benefit Pool Beg Year*	LTCR Dividends Benefit Pool Beg Year	LTCR Total Benefit Pool Beg Year	LTCR Maximum Monthly Benefit Beg Year	LTCR Min. Payout Period (in months) Beg Year
51	101	0	0	900,000	2,779,839	3,679,839	30,000	122
52	102	0	0	900,000	3,013,733	3,913,733	30,000	130
53	103	0	0	900,000	3,262,145	4,162,145	30,000	138
54	104	0	0	900,000	3,525,976	4,425,976	30,000	147
55	105	0	0	900,000	3,806,184	4,706,184	30,000	156
57	107	0	0	900,000	4,419,861	5,319,861	30,000	177
58	108	0	0	900,000	4,755,555	5,655,555	30,000	168
59	109	0	0	900,000	5,112,087	6,012,087	30,000	156
60	110	0	0	900,000	5,490,750	6,390,750	30,000	144
62	112	0	0	900,000	6,320,050	7,220,050	30,000	120
63	113	0	0	900,000	6,773,694	7,673,694	30,000	108
64	114	0	0	900,000	7,255,498	8,155,498	30,000	96
65	115	0	0	900,000	7,767,209	8,667,209	30,000	84
67	117	0	0	900,000	8,887,893	9,787,893	30,000	60
68	118	0	0	900,000	9,500,932	10,400,932	30,000	48
69	119	0	0	900,000	10,152,023	11,052,023	30,000	36
70	120	0	0	900,000	10,843,530	11,743,530	30,000	24

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

This report and the following pages provide a more detailed example regarding how the LTCR acceleration of death benefits impacts the premiums, cash surrender values and death benefits of the Whole Life Legacy [100] policy. The values shown below are derived from the values in the Tabular Values. **Actual payment of any LTCR benefits is subject to the terms, conditions, exclusions, limitations, non-duplication of the benefits provisions and satisfaction of the Elimination Period of the LTCR.**

Dividend Option: See Narrative Summary.

Summary of Example of LTCR Acceleration of Death Benefits

Total Initial Premium of \$23,721

Total Premium Outlay* of \$654,440

Can Provide

Pre-LTCR Claim Payable Death Benefits

\$1,000,000 at Age 50

\$1,566,298 at Age 75

LTCR Benefits Begin at Age 75

\$23,400 Starting LTCR Maximum Monthly Benefit

LTCR Benefits are payable for 60 Months

\$1,633,727** Total LTCR Benefits paid

Payable Death Benefit at End of LTCR Claim Period

\$294,869 at Age 81

LTCR Selections

Base Benefit Pool	\$900,000	MMBIO	Yes
Initial Maximum Monthly Benefit	\$15,000	Base PUA Available for LTCR	Yes
Selected Benefit Period	60 Months		

* This report assumes premiums payments through the end of the LTCR Claim Period which is age 81.

** reflects increase in the Maximum Monthly Benefit resulting from the election of the MMBIO.

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request. Refer to the Tabular Values pages in the Basic Illustration for guaranteed values.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]

Base Policy Face Amount: [\$1,000,000]

Riders: ABR LTCR

Annual Premium: \$23,010.00

Annual LTCR Premium: [\$ 711.00]

This following example shows how the acceleration of death benefits impacts the premiums, cash surrender values and death benefits of the Whole Life Legacy [100] policy assuming claims start at Age 75 (Age End Year 76). The values shown below are derived from the values in the Tabular Values until accelerated benefit payments begin. **Actual payment of any LTCR benefits is subject to the terms, conditions, exclusions, limitations, non-duplication of benefits provisions and satisfaction of the Elimination Period of the LTCR.**

Dividend Option: See Narrative Summary

Example of LTCR Acceleration of Death Benefits

Non-Guaranteed Values												
Year	Age End Year	Contract Premium Beg Year	Annual Premium Credit Beg Year	Annual Outlay Beg Year	LTCR Annual Benefit Beg Year	LTCR Remaining Benefit Pool		LTCR Cash Value Lien End Year	Net Cash Surrender Value End Year	Net Death Benefit End Year	LTCR Death Benefit (DB) Lien End Year	Payable Death Benefit End Year
						End Year	End Year					
1	51	23,721	0	23,721	0	900,000	0	0	0	1,000,000	0	1,000,000
2	52	23,721	0	23,721	0	900,000	2,120	0	2,120	1,000,000	0	1,000,000
3	53	23,721	0	23,721	0	900,000	25,120	0	25,120	1,005,997	0	1,005,997
4	54	23,721	0	23,721	0	905,937	49,345	0	49,345	1,013,546	0	1,013,546
5	55	23,721	0	23,721	0	913,470	74,907	0	74,907	1,022,916	0	1,022,916
7	57	23,721	0	23,721	0	934,181	129,916	0	129,916	1,046,446	0	1,046,446
8	58	23,721	0	23,721	0	946,323	158,966	0	158,966	1,059,423	0	1,059,423
9	59	23,721	0	23,721	0	959,292	189,109	0	189,109	1,072,840	0	1,072,840
10	60	23,721	0	23,721	0	972,704	220,405	0	220,405	1,086,813	0	1,086,813
12	62	23,721	0	23,721	0	1,001,594	281,926	0	281,926	1,118,007	0	1,118,007
13	63	23,721	0	23,721	0	1,017,843	314,735	0	314,735	1,135,923	0	1,135,923
14	64	23,721	0	23,721	0	1,035,742	349,048	0	349,048	1,155,667	0	1,155,667
15	65	23,721	0	23,721	0	1,055,468	384,941	0	384,941	1,177,226	0	1,177,226
17	67	23,721	0	23,721	0	1,102,540	465,536	0	465,536	1,232,054	0	1,232,054
18	68	23,721	0	23,721	0	1,131,759	510,245	0	510,245	1,264,488	0	1,264,488
19	69	23,721	0	23,721	0	1,164,161	558,042	0	558,042	1,300,123	0	1,300,123
20	70	23,721	0	23,721	0	1,199,763	609,080	0	609,080	1,338,818	0	1,338,818
22	72	23,721	0	23,721	0	1,278,831	718,739	0	718,739	1,421,844	0	1,421,844
23	73	23,721	0	23,721	0	1,321,414	777,770	0	777,770	1,467,261	0	1,467,261
24	74	23,721	0	23,721	0	1,366,803	839,801	0	839,801	1,515,446	0	1,515,446
25	75	23,721	0	23,721	0	1,414,960	904,931	0	904,931	1,566,298	0	1,566,298

LTCR Selections

Base Benefit Pool	\$900,000	MMBIO	Yes
Initial Maximum Monthly Benefit	\$15,000	Base PUA Available for LTCR	Yes
Selected Benefit Period	60 Months		

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request. Refer to the Tabular Values pages in the Basic Illustration for guaranteed values.

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

This following example shows how the acceleration of death benefits impacts the premiums, cash surrender values and death benefits of the Whole Life Legacy [100] policy assuming claims start at Age 75 (Age End Year 76). The values shown below are derived from the values in the Tabular Values until accelerated benefit payments begin. **Actual payment of any LTCR benefits is subject to the terms, conditions, exclusions, limitations, non-duplication of benefits provisions and satisfaction of the Elimination Period of the LTCR.**

Dividend Option: See Narrative Summary

Example of LTCR Acceleration of Death Benefits

Non-Guaranteed Values												
Year	Age End Year	Contract Premium Beg Year	Annual Premium Credit Beg Year	Annual Outlay Beg Year	LTCR Annual Benefit Beg Year	LTCR		LTCR Cash Value Lien End Year	Net Cash Surrender Value End Year	Net Death Benefit End Year	LTCR Death Benefit (DB) Lien End Year	Payable Death Benefit End Year
						Remaining Benefit Pool End Year	Net Cash Value End Year					
26	76	23,721	0	23,721	288,000	1,177,785	973,317	154,598	818,718	1,619,929	288,000	1,331,929
27	77	23,721	5,700	18,021	295,200	936,187	1,044,687	326,090	718,596	1,675,863	583,200	1,092,663
28	78	23,721	12,683	11,039	302,400	689,698	1,119,132	514,737	604,394	1,734,317	885,600	848,717
29	79	23,721	19,836	3,885	309,600	438,527	1,196,603	762,915	433,688	1,795,502	1,195,200	600,302
30	80	23,721	21,318	2,403	316,800	121,727	1,277,602	1,026,544	251,058	1,860,308	1,512,000	348,308
32	82	23,721	21,375	2,346	0	0	1,450,056	1,174,012	276,044	2,000,619	1,633,727	366,892
33	83	23,721	21,375	2,346	0	0	1,541,559	1,200,128	341,431	2,076,122	1,633,727	442,395
34	84	23,721	21,375	2,346	0	0	1,636,645	1,225,427	411,218	2,155,062	1,633,727	521,335
35	85	23,721	21,375	2,346	0	0	1,735,262	1,249,848	485,414	2,237,427	1,633,727	603,700
37	87	23,721	21,375	2,346	0	0	1,945,885	1,295,399	650,486	2,416,780	1,633,727	783,054
38	88	23,721	21,375	2,346	0	0	2,056,718	1,316,337	740,381	2,512,676	1,633,727	878,949
39	89	23,721	21,375	2,346	0	0	2,170,671	1,336,031	834,640	2,612,159	1,633,727	978,432
40	90	23,721	21,375	2,346	0	0	2,287,589	1,354,522	933,067	2,715,061	1,633,727	1,081,334
42	92	23,721	21,375	2,346	0	0	2,530,645	1,389,040	1,141,604	2,929,787	1,633,727	1,296,061
43	93	23,721	21,375	2,346	0	0	2,657,495	1,406,104	1,251,391	3,040,575	1,633,727	1,406,848
44	94	23,721	21,375	2,346	0	0	2,788,401	1,423,559	1,364,842	3,153,141	1,633,727	1,519,414
45	95	23,721	21,375	2,346	0	0	2,924,142	1,442,024	1,482,117	3,267,019	1,633,727	1,633,293
47	97	23,721	21,375	2,346	0	0	3,218,295	1,487,443	1,730,852	3,495,546	1,633,727	1,861,820
48	98	23,721	21,375	2,346	0	0	3,385,632	1,519,882	1,865,750	3,607,340	1,633,727	1,973,613
49	99	23,721	21,375	2,346	0	0	3,576,603	1,565,308	2,011,295	3,713,226	1,633,727	2,079,500
50	100	23,721	21,375	2,346	0	0	3,807,016	1,633,727	2,173,289	3,807,016	1,633,727	2,173,289

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request. Refer to the Tabular Values pages in the Basic Illustration for guaranteed values

Policy: Whole Life Legacy [100 with Premiums Payable to Age 100]
Base Policy Face Amount: [\$1,000,000]
Riders: ABR LTCR

Annual Premium: \$23,010.00
Annual LTCR Premium: [\$ 711.00]

This following example shows how the acceleration of death benefits impacts the premiums, cash surrender values and death benefits of the Whole Life Legacy [100] policy assuming claims start at Age 75 (Age End Year 76). The values shown below are derived from the values in the Tabular Values until accelerated benefit payments begin. **Actual payment of any LTCR benefits is subject to the terms, conditions, exclusions, limitations, non-duplication of benefits provisions and satisfaction of the Elimination Period of the LTCR.**

Dividend Option: See Narrative Summary

Example of LTCR Acceleration of Death Benefits

Non-Guaranteed Values

Year	Age End Year	Contract Premium Beg Year	Annual Premium Credit Beg Year	Annual Outlay Beg Year	LTCR Annual Benefit Beg Year	LTCR Remaining Benefit Pool End Year	Net Cash Value End Year	LTCR Cash Value Lien End Year	Net Cash Surrender Value End Year	Net Death Benefit End Year	LTCR Death Benefit (DB) Lien End Year	Payable Death Benefit End Year
51	101	0	0	0	0	0	4,044,976	1,633,727	2,411,249	4,044,976	1,633,727	2,411,249
52	102	0	0	0	0	0	4,297,856	1,633,727	2,664,129	4,297,856	1,633,727	2,664,129
53	103	0	0	0	0	0	4,566,592	1,633,727	2,932,865	4,566,592	1,633,727	2,932,865
54	104	0	0	0	0	0	4,852,177	1,633,727	3,218,450	4,852,177	1,633,727	3,218,450
55	105	0	0	0	0	0	5,155,668	1,633,727	3,521,942	5,155,668	1,633,727	3,521,942
57	107	0	0	0	0	0	5,820,931	1,633,727	4,187,204	5,820,931	1,633,727	4,187,204
58	108	0	0	0	0	0	6,185,164	1,633,727	4,551,437	6,185,164	1,633,727	4,551,437
59	109	0	0	0	0	0	6,572,233	1,633,727	4,938,507	6,572,233	1,633,727	4,938,507
60	110	0	0	0	0	0	6,983,572	1,633,727	5,349,846	6,983,572	1,633,727	5,349,846
62	112	0	0	0	0	0	7,885,240	1,633,727	6,251,514	7,885,240	1,633,727	6,251,514
63	113	0	0	0	0	0	8,378,905	1,633,727	6,745,178	8,378,905	1,633,727	6,745,178
64	114	0	0	0	0	0	8,903,522	1,633,727	7,269,796	8,903,522	1,633,727	7,269,796
65	115	0	0	0	0	0	9,461,033	1,633,727	7,827,306	9,461,033	1,633,727	7,827,306
67	117	0	0	0	0	0	10,683,114	1,633,727	9,049,388	10,683,114	1,633,727	9,049,388
68	118	0	0	0	0	0	11,352,205	1,633,727	9,718,479	11,352,205	1,633,727	9,718,479
69	119	0	0	0	0	0	12,063,249	1,633,727	10,429,522	12,063,249	1,633,727	10,429,522
70	120	0	0	0	0	0	12,818,874	1,633,727	11,185,148	12,818,874	1,633,727	11,185,148

Non-guaranteed values include dividends which are neither estimates nor guarantees, but are based on the 2011 dividend scale. The dividend scale is reviewed annually and it is likely that dividends in future years will be lower or higher depending on the Company's actual experience. For this reason, we strongly recommend that you look at a hypothetical lower scale illustration available upon request. Refer to the Tabular Values pages in the Basic Illustration for guaranteed values.