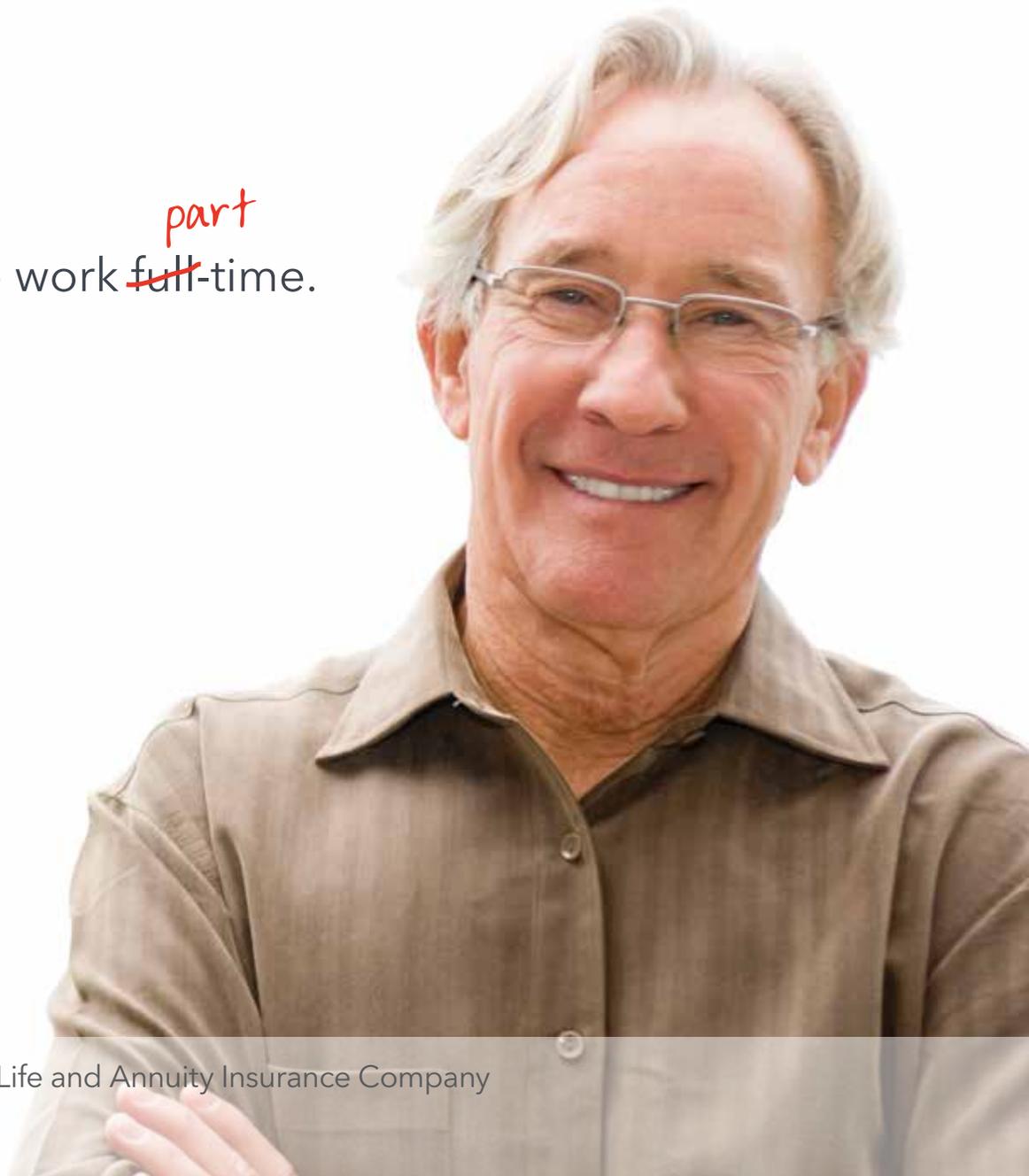


Optional Income Protection Rider

Prepare for the unpredictable.

I am going to work ^{part}~~full~~-time.



Life's circumstances and the financial markets can be uncertain, whether that uncertainty is positive or negative. Because personal circumstances seem to change as often as the weather and the financial markets dance to a new beat every day, SecureLiving® Index Annuities have been designed to help you prepare for the unpredictable.

An unpredictable life and an unpredictable market open up new possibilities.

Can you predict how long you'll live?

People are living longer every year, yet the Coles really have no idea how long they will live even after considering their family history and lifestyle habits. So, instead of pulling a number out of the air, they decided they needed guaranteed lifetime income to help cover the possibilities. They purchased a SecureLiving® Index Annuity with the optional Income Protection rider to help provide them guaranteed income for life through the use of lifetime income withdrawals. As a result, the Cole's didn't have to annuitize their contract and could accomplish their objectives of receiving lifetime income *and* maintaining control over their money for life's uncertainties.



The information in this brochure is intended to accompany the SecureLiving Index annuities product brochure(s). For more information, please see the applicable brochure.

Income on Your Schedule

People are living longer after retirement age than they used to. The need for a retirement income plan that will last as long as you live is more important than ever before. For a healthy 65-year-old couple, there is a 67% chance that at least one of them will live to age 90 and a 38% chance that at least one will live to age 95.¹ Be confident that you are ready for a retirement that can last 20 years or longer with a SecureLiving Index Annuity and the optional Income Protection rider.

When you purchase a SecureLiving Index Annuity you can add the Income Protection rider to your contract for an additional cost. By doing so, you are adding a guaranteed stream of income withdrawals that will last as long as you live. It's like creating a guaranteed "paycheck" for the rest of your life.

You can begin taking income withdrawals as quickly as year 2 of your contract – without requiring that you annuitize your contract. While income withdrawals are subtracted from your contract value, your remaining contract value can continue to earn interest according to your allocated fixed and index crediting strategies.

What You'll Get From The Income Protection Rider:

Protection Once you begin income withdrawals, you lock in your annual withdrawal limit. Your lifetime withdrawals are guaranteed to never decrease unless you exceed the withdrawal limit (excess withdrawal). Until you begin income withdrawals, your future guaranteed income amount may increase.

Security Receive an income withdrawal each year for as long as you live, guaranteed.

Flexibility Start and stop your income stream as your needs change.

The Optional Income Protection Rider Offers:

- ▶ Simple-interest roll-up credited daily to the benefit base² totalling 8% each year for 10 years, or until you decide to begin income withdrawals, whichever comes first
- ▶ After the 10 year roll-up period, if income withdrawals have not started, the benefit base will increase dollar for dollar based on interest credited to your contract value until income withdrawals begin
- ▶ You can defer up to one year's worth of income withdrawals to be taken at a future time

¹ A2000 Basic ANB Mortality table with Scale AA mortality improvement.

² The benefit base is used only to calculate the rider income withdrawals and is not a representation of the contract value or surrender value.

How it Works

When you add the optional Income Protection rider to your SecureLiving Index Annuity, your guaranteed income will be based on the benefit base and the age of the youngest annuitant at the time you start taking income withdrawals. Your initial benefit base equals your single premium. Your benefit base is guaranteed to increase daily by an annualized 8% simple interest rate for 10 years or until you decide to begin income withdrawals, whichever comes first. Even if your selected index crediting strategies provide zero contract value growth, your benefit base is guaranteed to grow for the earlier of 10 years or until you decide to receive income withdrawals. This rider is available for annuitants who are ages 55 to 80.

Guaranteed Income, Added Protection

Once you initiate income withdrawals, your benefit base stops growing and is multiplied by the withdrawal factor to determine your guaranteed withdrawal limit. As long as you don't take any excess withdrawals, you are guaranteed to be able to receive that amount each contract year – for the rest of your life. Regardless of whether the market takes a downturn or your index-based crediting strategy posts zero gains, your benefit base is guaranteed to never go down, as long as you don't make withdrawals over your withdrawal limit.

Step Up-Feature

Before you start income withdrawals, on each contract anniversary and the day you start income withdrawals, if the contract value is higher than the benefit base, your benefit base will be stepped up to the contract value.

Benefits of Waiting

When you begin taking income withdrawals, your annual withdrawal limit is determined by multiplying your benefits base by the withdrawal factor that corresponds with the then current age of the youngest annuitant. The longer you wait to begin receiving income, the higher your withdrawal limit can be.

Guaranteed Withdrawal Factors

Age of Youngest Annuitant	Ages 55-59	Ages 60-64	Ages 65-69	Ages 70-74	Ages 75-79	Ages 80 and above
Annuitant	4.50%	4.75%	5.00%	5.25%	5.75%	6.25%
Joint-annuitant	4.00%	4.25%	4.50%	4.75%	5.25%	5.75%



Withdrawal Factor Enhancement

An additional 0.25% will be added to the withdrawal factors at left when your income withdrawals begin if you have not taken any prior withdrawals and your income withdrawals start on or after the 10th contract anniversary.

Answers to Your Questions

How much does the rider cost?

An annual charge of 0.80%, based on your benefit base, is deducted annually from your contract value at the end of each contract year.

Can I cancel the rider?

You can cancel the rider on any contract anniversary **after** the surrender charge period.

How do you determine my benefit base?

Your initial benefit base equals your starting contract value and is guaranteed to increase daily by an annualized 8% simple interest rate for 10 years or until you decide to begin income withdrawals, whichever comes first. If after 10 years you have not elected to begin receiving income, then it can continue to grow by the same amount of interest credited to the contract value.

How do you determine how much I can withdraw each year?

We take your benefit base and multiply it by the withdrawal factor (including the withdrawal factor enhancement, if applicable) that corresponds to the age of the youngest annuitant on the date you begin receiving income withdrawals, which establishes your withdrawal limit.

Can I take less than my withdrawal limit each year?

You can always take less than the withdrawal limit each year. In fact, if you don't need the full amount you can defer up to one year's worth of income withdrawals at any time for future payments. If you already have one year's worth of income withdrawals deferred and have not taken it, no additional amounts may be deferred.

Can I take more than my withdrawal limit each year?

You can take more than your withdrawal limit each year. If you need more than the withdrawal limit, and have previously deferred income withdrawals, you can take the additional deferred income withdrawals without causing an excess withdrawal.

If you take an excess withdrawal in a contract year, your benefit base will be reduced by the same proportion that the excess amount, including surrender charges, market value adjustments or any other charges

that may apply, reduces the contract value. See the contract for more detail. Excess income withdrawals can significantly reduce your withdrawal limit for future contract years. Continuing to take withdrawals greater than your withdrawal limit could cause you to forfeit your lifetime income withdrawals.

Can I take a withdrawal from my contract without turning on my income rider?

Yes. You can take a withdrawal from your contract without turning on your income rider. Your withdrawal will decrease your contract value and, as long as it is less than or equal to the free withdrawal amount, it will not be subject to a surrender charge and market value adjustment. It will also impact your income rider. Any withdrawals taken prior to the first income withdrawal will decrease the roll-up base (initially equal to your premium) and benefit base proportionally by the same percentage any withdrawals decrease your contract value. There will be no Withdrawal Factor Enhancement if you take a withdrawal from the contract, that is not an income withdrawal beginning on or after the 10th contract anniversary.

How long can I wait before beginning income withdrawals?

You can start taking income withdrawals anytime after the first contract year. However, it is important to strike the right balance between waiting long enough and waiting too long. Deferring when you begin income payments too long can reduce the likelihood that you will get the most value from the optional Income Protection rider.

If I annuitize my contract, will the income from the rider stop?

Yes. If you decide to annuitize your contract, the income from your rider stops and you will begin to receive guaranteed income in the form of annuity payments based on the then current contract value. The payments may be more or less than payments under the rider.

What happens if I die before beginning income?

Your beneficiaries will receive the death benefit for your contract.

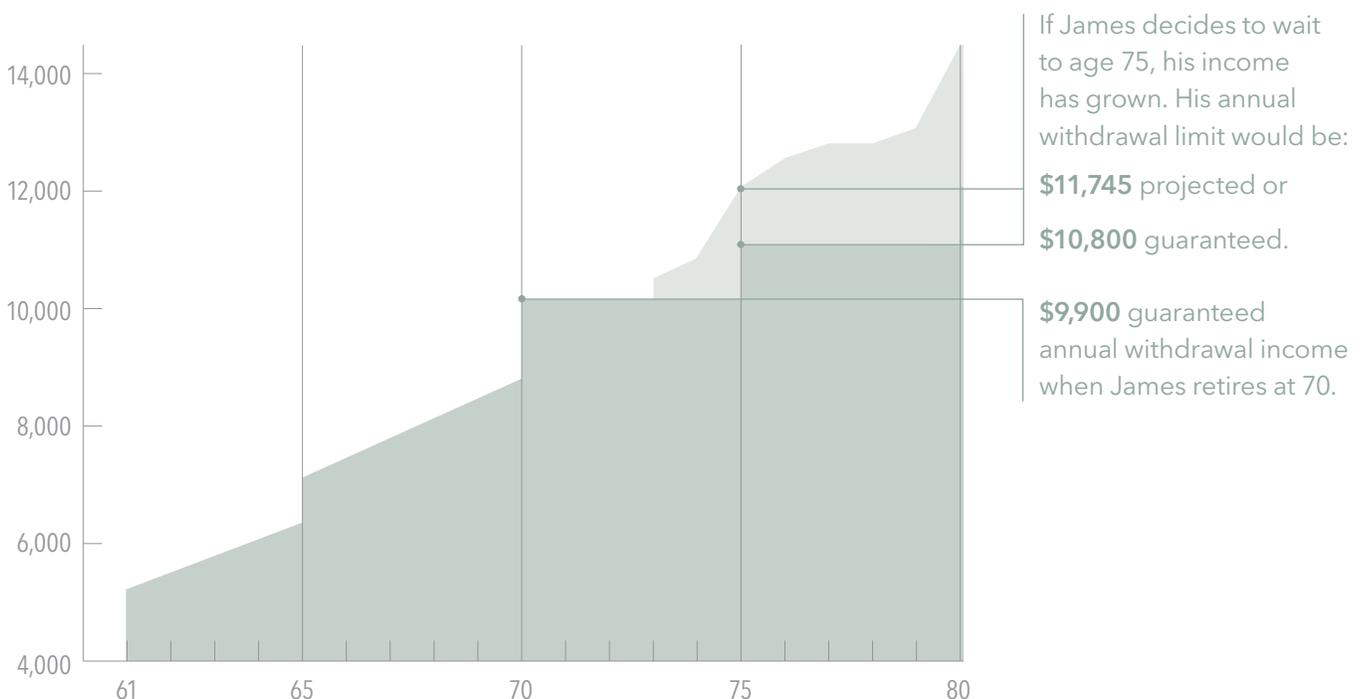
Hypothetical Example



James is 60 years old and nearing retirement. He wants a guaranteed source of income to supplement what he will receive from Social Security and his company pension. James uses \$100,000 of his retirement savings to purchase a SecureLiving Index 7 fixed index annuity and the optional Income Protection rider. He plans to begin making income withdrawals when at age 70. Because he delays taking withdrawals for the first 10 years, his benefit base will grow by the guaranteed roll-up factor, 8% of his single premium each year. Over time, the withdrawal factor that is used to determine his withdrawal limit also increases. If James begins to take income withdrawals at age 70 as planned, he is guaranteed to be able to take an income withdrawal of \$9,900 (withdrawal factor of 5.5%* x \$180,000 benefit base) each year for the rest of his life. If James waits longer than 10 years to begin income withdrawals, his benefit base will increase by the same amount as interest credited to his contract value until he begins income withdrawals.

James can be comfortable knowing that, if he doesn't need his income withdrawals when he originally planned to take them, he can wait to begin them. Or if his plans change, he can begin his income withdrawals at any time after the first contract year.

* Includes withdrawal factor enhancement



Projected Annual Withdrawal Limits and the Benefits of Waiting

Because James is waiting to begin his income withdrawals till at age 70, his guaranteed income withdrawal limit grows daily until then. He will then be eligible to begin taking \$9,900 per year in income withdrawals for the rest of his life. If he decides to wait begin income withdrawals, his withdrawal limit can continue to grow. At age 75, he will be eligible to begin taking \$10,800 per year guaranteed. If his contract grew as projected in the table shown below, at age 75 his projected annual withdrawal limit would be \$11,745. This would be his annual income for the rest of his life.

End of Contract Year	Age	Contract Value	Guaranteed Benefit Base	Projected Benefit Base	Withdrawal Factor	Guaranteed Annual Withdrawal Limit	Projected Annual Withdrawal Limit
Issue	60	\$100,000	\$100,000	\$100,000	N/A	N/A	N/A
1	61	\$103,283	108,000	108,000	4.75%	\$5,130	\$5,130
2	62	105,793	116,000	116,000	4.75%	5,510	5,510
3	63	109,500	124,000	124,000	4.75%	5,890	5,890
4	64	108,444	132,000	132,000	4.75%	6,270	6,270
5	65	115,860	140,000	140,000	5.00%	7,000	7,000
6	66	120,784	148,000	148,000	5.00%	7,400	7,400
7	67	124,087	156,000	156,000	5.00%	7,800	7,800
8	68	126,527	164,000	164,000	5.00%	8,200	8,200
9	69	129,530	172,000	172,000	5.00%	8,600	8,600
10	70	128,090	180,000	180,000	5.50%*	9,900	9,900
11	71	126,650	180,000	180,000	5.50%*	9,900	9,900
12	72	125,210	180,000	180,000	5.50%*	9,900	9,900
13	73	130,362	180,000	186,646	5.50%*	9,900	10,266
14	74	134,840	180,000	192,665	5.50%*	9,900	10,597
15	75	136,364	180,000	195,755	6.00%*	10,800	11,745
16	76	142,825	180,000	203,846	6.00%*	10,800	12,231
17	77	144,785	180,000	207,466	6.00%*	10,800	12,448
18	78	143,125	180,000	207,466	6.00%*	10,800	12,448
19	79	145,788	180,000	211,823	6.00%*	10,800	12,709
20	80	148,547	180,000	216,313	6.50%*	11,700	14,060

James' planned retirement income, **\$9,900**.

If James decides to wait to age 75, his income has grown, and his annual withdrawal limit would be **\$10,800** guaranteed or **\$11,745** projected.

* Includes 0.25% withdrawal factor enhancement.

The assumed interest credited to contract value is for illustrative purposes only. Rider fees are deducted annually from the contract value. This table assumes an average crediting rate of 3.11% and no withdrawals. Actual results will vary.

Issued by
Genworth Life and Annuity Insurance Company
Richmond, VA

SecureLiving® Index Annuities, individual single premium fixed deferred annuities and optional index interest crediting, are issued by Genworth Life and Annuity Insurance Company, policy form series ICC11GA3001, ICC11GA3002, and ICC12GA302R et al. Products and/or riders may not be available in all states or markets. Features and benefits may also vary by state or market.

All guarantees are based on the claims-paying ability of Genworth Life & Annuity.

The discussion of tax treatments in this material is Genworth's interpretation of current tax law and is not intended as tax advice. You should consult your tax professional regarding your specific situation. Withdrawals may be taxable and a 10% federal penalty may apply to withdrawals taken before age 59½.

In addition to a surrender charge, if you withdraw more than the free withdrawal amount, your withdrawal may be subject to a market value adjustment (MVA).

If applicable, the MVA may increase or decrease the amount you receive. If interest rates go up after the contract is issued, the adjustment will be negative, reducing the amount you receive. If interest rates go down after the contract is issued, the adjustment will be positive, increasing the amount you receive.

Although the contract value may be affected by the performance of an index, the contract does not directly or indirectly participate in any stock or equity investment including but not limited to, any dividend payment attributable to any such stock or equity investment.

This is a brief product description. Consult the annuity contract and rider for a detailed description of benefits, limitations, and restrictions.

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Are not guaranteed by a bank or its affiliates.	May decrease in value.
Are not insured by the FDIC or any other federal government agency.	