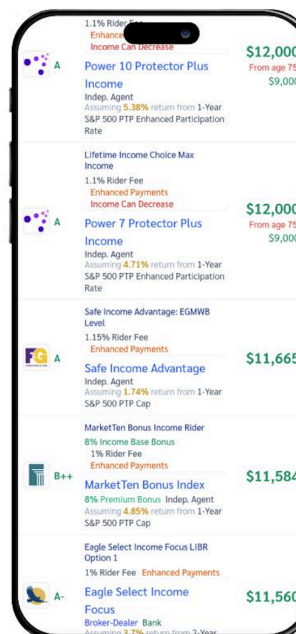




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Build your retirement savings

Voya Wealth Builder Eight Annuity
A flexible premium deferred annuity
Issued by Voya Insurance and Annuity Company

Build your Retirement Savings

That's what the Voya Wealth Builder Eight Annuity is designed to do for your retirement savings.



Whether you are planning for a restful retirement or an active one, you will probably need to count on some of your personal savings to support your lifestyle.



Social Security and company pensions may make up a portion of your retirement income but more and more, folks are finding the need to supplement with their own savings. By giving your savings the potential to increase and build-up, you are also giving it a chance to keep up with inflation, which may otherwise decrease your buying power over time.

What's in a Fixed Index Annuity?

Through the power of tax-deferred growth and a dynamic combination of interest crediting strategies, Voya Wealth Builder Eight Annuity aims to help you make the most of the money you are saving for the retirement you desire.



■ **Voya Wealth Builder Eight Annuity**

It's a fixed index annuity issued by Voya Insurance and Annuity Company. A fixed index annuity is an insurance product that, depending on the contractual terms, may offer a guaranteed annual interest rate and earnings potential that is linked to participation in the growth, if any, of an index or benchmark. All guarantees are based on the claims paying ability of Voya Insurance and Annuity Company.

The power of tax-deferred accumulation

Tax-deferral is among the most valuable tools for accumulating retirement savings. An annuity is tax-deferred, which means:

- You don't pay current income tax on interest credited to your contract, unless you take a withdrawal
- Your interest compounds (meaning you earn interest on your interest as well as your premium)
- You may accumulate assets faster than you would in a taxable account

Surrenders may be subject to Federal/State income tax and, if taken prior to age 59½, an additional 10% Federal penalty tax. Amounts surrendered will not participate in interest credited. Federal law requires that partial surrenders be taken first from interest credited. All distributions from qualified annuities may be taxable. State premium taxes may reduce the final value of your annuity.

IRAs and other qualified plans already provide tax deferral like that provided by an annuity. Additional features and benefits such as contract guarantees, death benefits and the ability to receive a lifetime income are contained within the annuity for a cost. Please be sure the features and costs of the annuity are right for you when considering the purchase of the annuity.

The power to defy gravity

What goes up doesn't have to come down. A fixed index annuity lets you participate in potential increases to a market index or benchmark, while giving you a floor that protects against a downside. If the index or benchmark goes up, your contract value allocated to a strategy linked to the index or benchmark goes up. But, if the index or benchmark goes down, your contract does not lose value due to that decline. Participation in market increases is subject to the rates and caps established for the specific interest crediting strategies elected.

The power of market participation

Voya Wealth Builder Eight offers you several interest crediting strategies based on the S&P 500® Index, a unique strategy that uses an interest rate benchmark, and a fixed rate strategy. Selecting a combination of strategies can help you diversify your money within your annuity.

■ The S&P 500 Index is widely regarded as the premier benchmark for U.S. stock market performance. The index contains stocks from 500 large, leading companies in various industries.

■ The 3-Month London Inter-Bank Offered Rate (LIBOR) is a benchmark for global short term interest rates. It gives an indication of the interest rate at which banks can borrow funds from other banks in the London interbank market, in a given currency, for a given period of time. The LIBOR is set on a daily basis by the British Banker's Association and is derived from an average of the rates submitted by the world's largest banks.



■ Let's learn more about the strategies...

Voya Wealth Builder Eight Annuity gives you the option to diversify your premium among multiple interest crediting strategies that may help maximize your tax-deferred accumulation. For each strategy, any interest credited is calculated annually based on an indexing period, which begins on the date you make a payment. Each premium has its own indexing period. Once interest is credited to your accumulation value, it's yours to keep since your annuity will not lose value due to decreases to the index or benchmark. During the 30 days following each indexing period, you can re-elect all or a portion of the amount associated with that indexing period without a surrender charge or MVA (see "Product Details" for more information about surrender charges and MVA).

On the pages ahead, each strategy is illustrated in a hypothetical case study showing how the different strategies perform under various market conditions. The strategies listed here are those expected to be available with your contract. While multiple strategies will be attached to your contract at issue, availability may change for future issues.

How It Works

Point-to-Point Cap Index Strategy

- Interest credits are determined by the percentage change in the S&P 500 Index from the beginning of the indexing period to the end, up to the annual index cap rate
- Interest credited will never be less than zero**
- The index cap rate is declared in advance, guaranteed for the indexing period and may change annually
- Tends to credit more interest than other strategies when the market return is near or slightly below the annual index cap

January–December 2007 S&P 500® Index Performance

Since the index ended the period higher than it began, the Point-to-Point Cap strategy credits the lesser of the percentage change in the index and the cap rate. In this case, you would have received 3.53%.

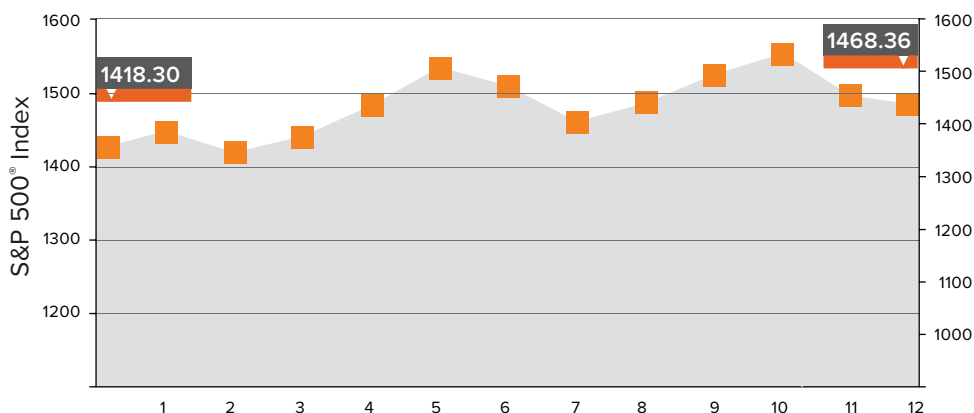
Beginning Index Value = 1,418.30

Ending Index Value = 1,468.36

% Change = 3.53%

Cap Rate = 5.00%

Credited Rate = **3.53%**

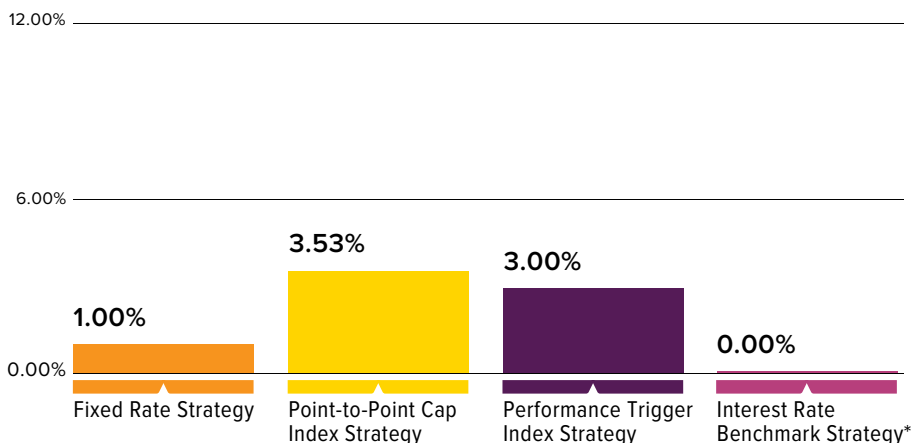


Interest Credit for All Strategies in January–December 2007

Case study assumes the following hypothetical rates: Fixed Rate Strategy interest rate of 1.00%; an Index Cap of 5.00%; a Trigger rate of 3.00%; an Interest Rate Benchmark Multiplier of 4; and an Interest Rate Benchmark Credit Cap of 10.00%.

Historical performance of the S&P 500® Index should not be considered a representation of current or future performance of the Index or of your annuity. Hypothetical annual changes effective 2007. Since this product was not available in 2007, performance is based on hypothetical past performance only and is not an indication of current or future results. This example assumes no withdrawals were made and is an example only.

*Credit for the Interest Rate Benchmark Strategy is calculated by subtracting beginning 3-Month LIBOR rate (5.36%) from the ending rate (4.99%) times the multiplier (4), and comparing to the cap rate of 10%. Since the change in the 3-Month LIBOR was negative, the interest credit is 0.00%.

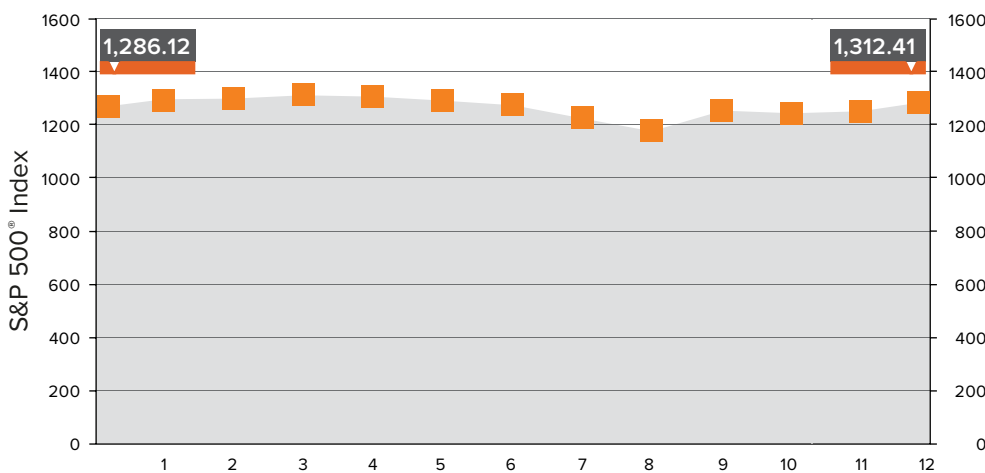


How It Works

Performance Trigger Index Strategy

- Interest is credited based on a predetermined Trigger rate, if the S&P 500 Index value at the end of the indexing period is equal to or greater than the S&P 500 Index value at the beginning of the indexing period
- Interest credited will never be less than zero**
- The Trigger rate is declared in advance, guaranteed for the indexing period and may change annually
- Tends to credit more interest than other strategies when the index return is at least zero but below the Trigger rate

January 2011–December 2011 S&P 500® Index Performance



In this example, since the Index was slightly higher, the contract would have been credited an amount using the Trigger Rate.

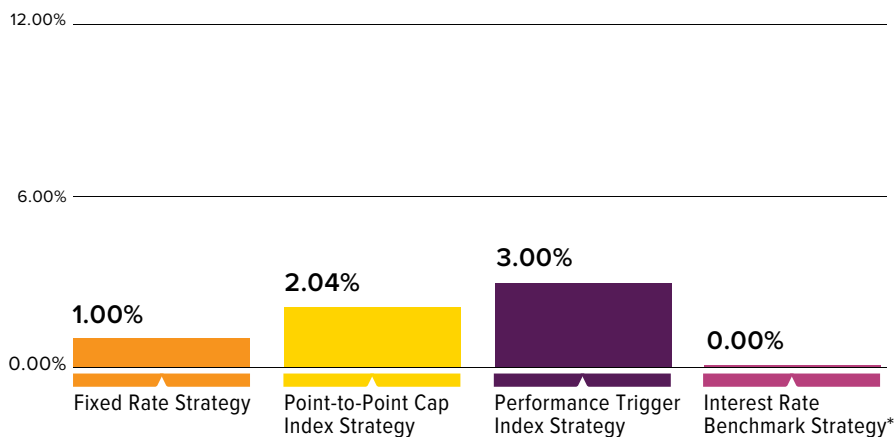
Beginning Index Value = 1,286.12

Ending Index Value = 1,312.41

Trigger Rate = 3.00%

Credited Rate = 3.00%

Interest Credit January 2011–December 2011



Case study assumes the following hypothetical rates: Fixed Rate Strategy interest rate of 1.00%; an Index Cap of 5.00%; a Trigger rate of 3.00%; an Interest Rate Benchmark Multiplier of 4; and an Interest Rate Benchmark Credit Cap of 10.00%.

Historical performance of the S&P 500® Index should not be considered a representation of current or future performance of the Index or of your annuity. Hypothetical annual changes effective 2011. Since this strategy was not available in 2011, performance is based on hypothetical past performance only and is not an indication of current or future results. This example assumes no withdrawals were made and is an example only.

*Credit for the Interest Rate Benchmark Strategy is calculated by subtracting beginning 3-Month LIBOR rate (0.30%) from the ending rate (0.26%) times the multiplier (4), and comparing to the cap rate of 10%. Since the change in the 3-Month LIBOR was negative, the interest credit is 0%.

How It Works

Interest Rate Benchmark Strategy

- Interest credits are determined by the increase in the 3-Month LIBOR from the beginning of the indexing period to the end, times a multiplier, up to a stated cap
- Interest credited will never be less than zero**
- The Interest Rate Benchmark Credit Cap and multiplier are declared in advance, guaranteed for the indexing period and may change annually
- Tends to credit more interest than other strategies in a rising interest rate environment

January–December 2004 3-Month LIBOR Values

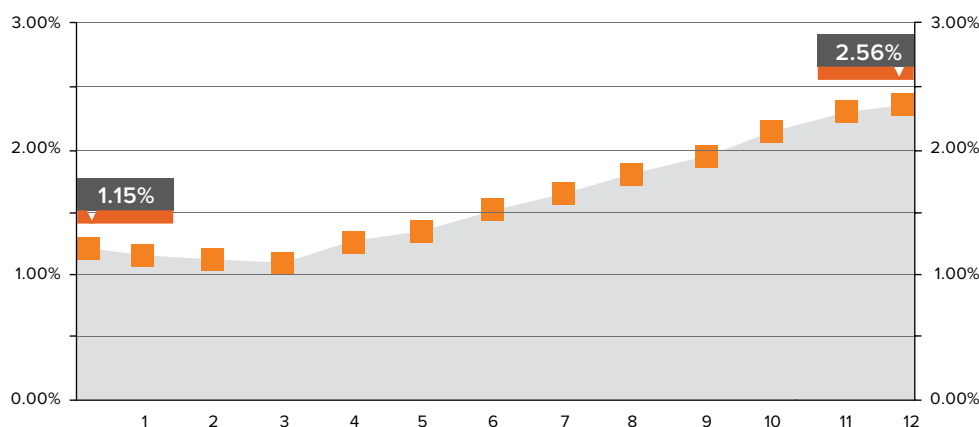
The 3-Month LIBOR increased during the one year period. This difference times the participation multiplier is equal to 5.60%, which does not exceed the Interest Rate Benchmark Credit Cap.

In this scenario, the interest credited to the contract will be based on the Credited Rate of 5.60%

$$\left(\begin{array}{c} \text{Ending} \\ \text{LIBOR} \\ \text{Rate} \end{array} - \begin{array}{c} \text{Beginning} \\ \text{LIBOR} \\ \text{Rate} \end{array} \right) \times \text{Participation} = \text{Credited Rate} \\ \text{Multiplier} \quad \text{Multiplier} \quad \text{(subject to cap)}$$

$$(2.56\% - 1.16\%) \times 4 = 5.60\%$$

$$5.60\% < 10.00\%$$

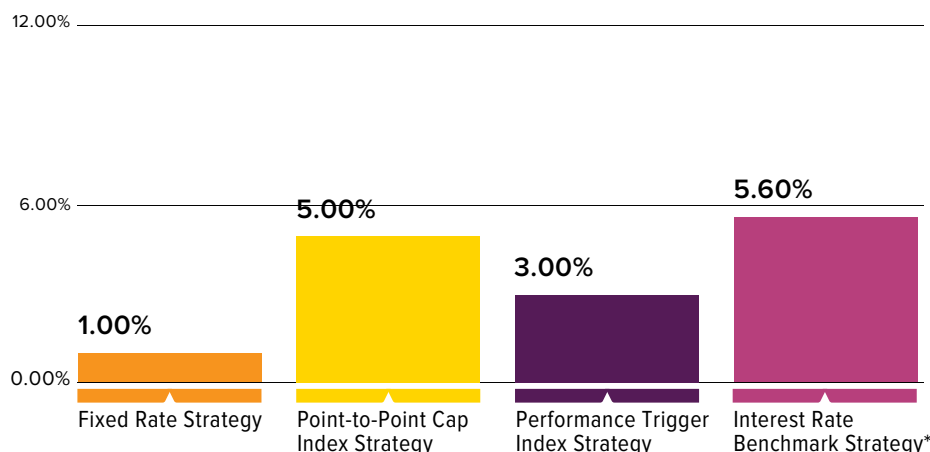


Interest Credit in January–December 2004

Case study assumes the following hypothetical rates: Fixed Rate Strategy interest rate of 1.0%, an Index Cap of 5.00%; a Trigger rate of 3.0%; an Interest Rate Benchmark Multiplier of 4; and an Interest Rate Benchmark Credit Cap of 10.00%.

Historical interest rates for the 3-Month LIBOR should not be considered a representation of current or future interest rates or of your annuity. Hypothetical annual changes effective 2004. Since this product was not available in 2004, performance is based on hypothetical past performance only and is not an indication of current or future results. This example assumes no withdrawals were made and is an example only. This strategy is designed to provide a credit in the event that short term interest rates rise over the interest rate benchmark period. If short term interest rates remain level or decrease over the interest rate benchmark period, this strategy will not provide a credit. Movement of future interest rates is unknown.

Index strategy results are calculated using monthly data for 2004: January 1111.92; February 1131.13; March 1144.94; April 1126.21; May 1107.30; June 1120.68; July 1140.84; August 1101.72; September 1104.24; October 1114.58; November 1130.20; December 1173.82. Please refer to previous pages to learn more about how index credits are calculated.

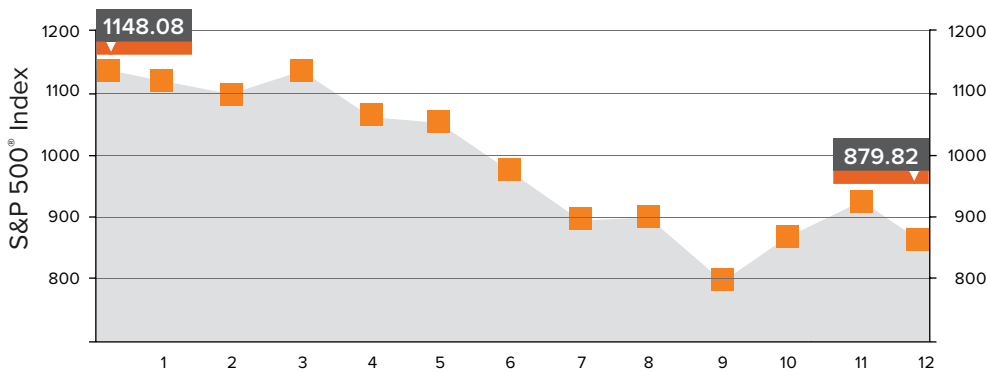


How It Works

Fixed Rate Strategy

- Interest is credited daily at a fixed rate set at the beginning of the indexing period
- The Fixed Rate is declared in advance, guaranteed for the indexing period and may change annually
- Tends to work better for those who want to know how much interest will be credited during the next indexing period.

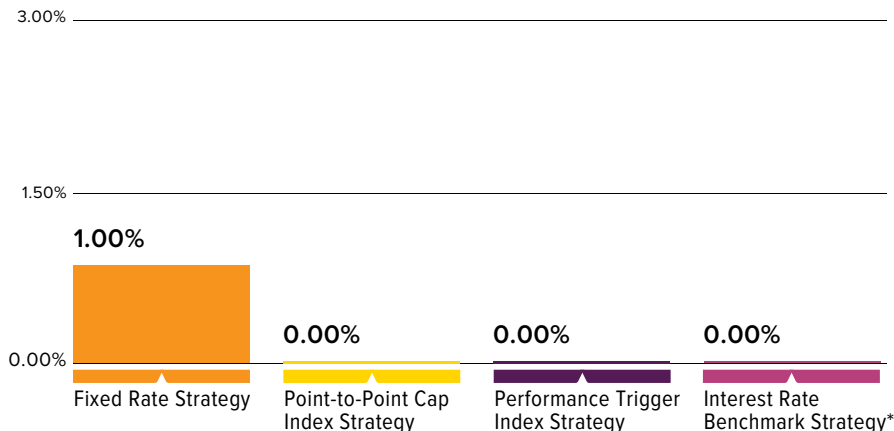
January–December 2002 S&P 500® Index Performance



No matter how the market performs throughout the indexing period, your contract is credited the fixed rate. In a falling market, the fixed rate may credit more interest than other index strategies.

Hypothetical Credited Rate = 1.00%

Interest Credit January–December 2002



Case study assumes the following hypothetical rates: Fixed Rate Strategy interest rate of 1.0%; an Index Cap of 5.00%; a Trigger rate of 3.0%; an Interest Rate Benchmark Multiplier of 4; and an Interest Rate Benchmark Credit Cap of 10.00%.

Historical performance of the S&P 500® Index should not be considered a representation of current or future performance of the Index or of your annuity. Hypothetical annual changes effective 2002. Since this product was not available in 2002, performance is based on hypothetical past performance only and is not an indication of current or future results. This example assumes no withdrawals were made and is an example only.

*Credit for the Interest Rate Benchmark Strategy is calculated by subtracting beginning 3-Month LIBOR rate (2.08%) from the ending rate (1.43%) times the multiplier (4), and comparing to the cap rate of 10%. Since the change in the 3-Month LIBOR was negative, the interest credit is 0%.



■ And just in case you need it...

Charge Free Amount

Just in case you have an unexpected need to access your money, the Voya Wealth Builder Eight Annuity has a Charge Free Amount you may surrender without any Market Value Adjustment (MVA) or Surrender Charge in a Contract Year. Any Charge Free Amount remaining within that Contract Year will not carryover to the next Contract Year. A Charge Free Amount is not available during the first Contract Year. The surrender charge is a percentage of the amount withdrawn in excess of the charge free amount during the surrender charge period. The MVA may increase or decrease the amount you will receive. More details about surrender charges and MVA are found under "Product Details."

Surrenders may be subject to Federal/State income tax and, if taken prior to age 59½ an additional 10% Federal penalty tax may apply.



Voya RenewalFlex Feature

The optional Voya RenewalFLEX Feature gives you the opportunity to withdraw all or part of the Accumulation Value associated with a given premium, index strategy and indexing period combination, without surrender charges or MVA, when a renewal rate for an indexed strategy is less favorable than the associated previous waiver rate. The Waiver Rate is set at the time of Contract issue. If a renewal rate for an indexed strategy is less favorable than the associated waiver rate, a new Waiver Rate will be set which is equal to that renewal rate. This feature is available for an added cost.

An index strategy does not include the Fixed Rate Strategy. Exercising the Voya RenewalFLEX Feature, if eligible, must occur during the 30-day window beginning on the premium anniversary.

For example: Assume \$40,000 of an initial \$100,000 premium is put in the Point-to-Point Cap Index Strategy and the index cap rate at issue is 4.00%, with an associated waiver rate of 3.00%. If on the rate renewal date (for the initial premium), the renewal index cap is declared to be 2.90%, you have the right to surrender, without charge, all or part of the Accumulation Value in the Point-to-Point Cap Index Strategy associated with the \$40,000 of initial premium. The new waiver rate will be set equal to the renewal index cap of 2.90%. In this case, the Accumulation Value associated with the remaining \$60,000 of initial premium would not be eligible for this feature.



Terminal Illness and Nursing Home Waivers

These features guarantee your access to the accumulation value of your annuity, with no surrender charges, if you become hospitalized or confined to an eligible nursing home for at least 45 days during any continuous 60-day period or diagnosed with a terminal illness (life expectancy 12 months or less) on or after the first contract anniversary.

Note: Market Value Adjustment will apply unless surrenders are made during the Charge Free Window or after the Market Value Adjustment Period.

May not be available in all states.



Product Details

Issue Ages	0–80																				
Premium	<ul style="list-style-type: none">• Flexible• \$15,000 minimum initial premium (subject to change without notice)• No minimum premium per interest crediting strategy• Additional premium payments are credited with their own interest rate, index cap, trigger rate, and interest rate benchmark cap for their own indexing period. For each premium, interest is credited based on the new money rate in effect at the time the premium is received and is guaranteed for one year.																				
Premium Banding	Voya Wealth Builder Eight Annuity is banded, which means the more premium you place in the contract during the first year, the more favorable rates may be applied to your accumulation value and optional death benefit. Premium banding does not affect the fixed rate strategy. See your financial professional for additional information.																				
Interest Rate Guarantee Period	Annual reset																				
Death Benefit	Upon the death of the owner during the surrender charge period, the beneficiary will receive the greater of the accumulation value or the minimum guaranteed contract value. Upon the death of the owner after the surrender charge period, the beneficiary will receive the greater of the accumulation value, the minimum guaranteed contract value, or the minimum persistency value.																				
Minimum Guaranteed Contract Value	The cash surrender value will not be less than 87.5% of all premiums less partial surrenders and premium taxes, if applicable, and accumulated at the Minimum Guaranteed Strategy Value rate for each strategy elected.																				
Minimum Persistency Value	The sum of the Minimum Persistency Strategy Values (MPSVs) for each strategy. The MPSV for each strategy is equal to 100% of premiums elected to the strategy, less premium tax (if applicable), adjusted for any re-elections and withdrawals, and accumulated at the Minimum Persistency Strategy Value Rate (MPSVR) for each strategy elected. The MPV will be calculated from the contract date, however, it will not apply until the end of the surrender charge period.																				
Fixed Rate Strategy Minimum Guaranteed Interest Rate	1% (May be subject to change)																				
Charge Free Amount	Beginning in the second contract year through contract year eight, 5% charge free partial surrenders are available. After the eighth year of the contract you may complete a partial or full surrender free of surrender charges and Market Value Adjustment.																				
Market Value Adjustment (MVA):	<p>The MVA may increase or decrease the amount of your surrender if more than the charge free amount is surrendered before the end of the 8th contract year. The MVA is calculated using a formula based on the changes in the Treasury Constant Maturity Series rate and the Barclays Capital US Aggregate Corporate Index spread, from the time of issue to the time of surrender. The formula includes an adjustment factor which, if not zero, may reduce the amount of your surrender. If interest rates went up after you bought your annuity, the MVA likely will decrease the amount you receive. If interest rates went down, the MVA likely will increase the amount you receive. At the end of the surrender charge period, you may surrender all or part of the annuity’s value without incurring an MVA for 30 days (Charge Free Window.) The MVA is in effect, until the end of the eight year MVA period.</p> <p>The amount of the MVA, either positive or negative, is limited to the amount of any interest credited in excess of 1.00%, compounded annually, credited to the accumulation value at the time the MVA is applied. MVA may not be applicable in all states and state variations may apply. Please refer to your contract for more details.</p>																				
Voya RenewalFLEX Feature:	This optional feature gives you the opportunity to withdraw all or part of the Accumulation Value associated with a given Premium, Index Strategy, and indexing period combination without Surrender Charges or MVA when a renewal rate for an indexed strategy is less favorable than the associated previous waiver rate. An index strategy does not include the Fixed Rate Strategy. Exercising the Voya RenewalFLEX Feature, if eligible, must occur during the 30-day window beginning on the premium anniversary. This feature is available for an added cost. May not be available in all states.																				
Surrender Charge Value	<table><tr><th>Contract Year</th><th>1</th><th>2</th><th>3</th><th>4</th><th>5</th><th>6</th><th>7</th><th>8</th><th>9+</th></tr><tr><th>Surrender Charge %</th><td>10%</td><td>10%</td><td>10%</td><td>10%</td><td>9%</td><td>8%</td><td>7%</td><td>6%</td><td>0%</td></tr></table> <p>Surrender Charges may vary by state. The surrender charge is a percentage of the amount withdrawn in excess of the charge free amount during the surrender charge period.</p>	Contract Year	1	2	3	4	5	6	7	8	9+	Surrender Charge %	10%	10%	10%	10%	9%	8%	7%	6%	0%
Contract Year	1	2	3	4	5	6	7	8	9+												
Surrender Charge %	10%	10%	10%	10%	9%	8%	7%	6%	0%												
Annuitization	After the first contract year, you can choose an annuity payment plan, which may spread out your distribution over a number of years or for life, depending on the option you choose. If you choose this option, the cash surrender value will be used to determine your payments. State exceptions may apply.																				
Cash Surrender Value	During the surrender charge period, your cash surrender value equals the greater of your accumulation value, adjusted for MVA, less any surrender charges and the Minimum Guaranteed Contract Value. After the surrender charge period, your cash surrender value equals the greater of your accumulation value, adjusted for MVA, the Minimum Guaranteed Contract Value, and the Minimum Persistency Value.																				
Nursing Home and Terminal Illness Waiver	These features guarantee your access to the accumulation value of your annuity, with no surrender charges, if you become hospitalized or confined to an eligible nursing home for at least 45 days during any continuous 60-day period or diagnosed with a terminal illness (life expectancy 12 months or less) on or after the first contract anniversary. MVA still applies. This feature may not be available in all states.																				

■ It's time to build your retirement savings.

If you are ready to take advantage of interest crediting potential and tax-deferred growth opportunities, talk to your financial professional about Voya Wealth Builder Eight Annuity.



Annuities are issued by Voya Insurance and Annuity Company, (Des Moines, IA), member of the Voya™ family of companies.

All guarantees are based upon the financial strength and claims-paying ability of the issuing company, which is solely responsible for all obligations under its contracts. This is a summary only. Read the contract for complete details. The product and its features may not be available in all states and are subject to change. Fixed index annuities are insurance contracts that, depending on the contract may offer a guaranteed annual interest rate and earnings potential that is linked to participation in the increase, if any, of an index or benchmark.

Surrenders reduce the death benefit and may be subject to Federal/State income tax and, if taken prior to age 59½, an additional 10% Federal penalty tax unless an exception applies. Amounts surrendered will not participate in interest credited. Federal law requires that surrenders be taken first from interest credited. All distributions from qualified annuities may be taxable. State premium taxes may reduce the final value of your annuity.

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Neither the company nor its agents or representatives can provide tax, legal or accounting advice. Please consult your attorney or tax advisor about your specific circumstances. The contract does not directly participate in any stock or equity products. For premium elected to the index or benchmark strategies, no amount is credited in the current contract year if the contract is annuitized, surrendered or re-elected prior to the end of the contract year. The interest rate, index cap, monthly cap, participation rate, index spread, trigger rate, participation multiplier and credit caps are set at the beginning of the period, are guaranteed for the first period and may change for future periods. Annuity income is defined as a series of periodic payments, a part of which may be return of your premium or principal, which is guaranteed by the issuing insurance company for a specified period of time or for the life of the annuitant.

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Your agent may provide advisory or other services to you under a separate agreement and/or for a separate fee charged to you. Such services are not part of the annuity and Voya Insurance and Annuity Company is not responsible for those services or for any associated fees.

Contract Form Series IU-IA-3128(6SC)-A. IU-RA-3125, IU-RA-3126, IU-RA-3110, IU-RA-3129, IU-RA-3130, IU-RA-3131, IU-RA-3132, IU-RA-3133, IU-RA-3134, IU-RA-3135, IU-RA-3136. May vary by state and may not be available in all states.

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