# OVERTURE ACCLAIM!®

PROSPECTUS
Sept. 1, 2009

Ameritas Life Insurance Corp.

AN 1048 9/09

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Account and Carillon Life Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Viva!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Executive Edge**
**Prospectuses Dated November 5, 2007**

**Protector *h*VUL and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Excel Performance VUL**
**Prospectus Dated May 1, 2019**

**Overture Ovation!, Medley!**
**and Ameritas Performance II VUL**
**Prospectuses Dated May 1, 2026**

**Supplement Dated July 2, 2026**

On or about June 15, 2026, Nomura Corporate Research and Asset Management Inc. ("NCRAM") was added as a sub-advisor to Nomura VIP Balanced Series (the "Fund").

Therefore, effective June 15, 2026, NCRAM is added as a sub-advisor for the Fund in the list of Portfolio Companies Available Under the Policy.

All other provisions of your Policy remain as stated in your Policy and prospectus as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

IN 2965 07-26

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**
**Overture Applause!,**
**Overture Applause! II, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III,**
**and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2026**

The following is a list of Portfolio Companies available under the Policy. More information about the Portfolio Companies is available in the prospectuses for the Portfolio Companies, which may be amended from time to time, and can be found online at ameritas.com/investments/fund-prospectuses.

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Current income and long-term capital appreciation. | Alger Balanced Portfolio, Class I-2<br>*Fred Alger Management, LLC* |
| The fund seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-sized domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400® Index (S&P 400 Index). [1] | BNY Mellon MidCap Stock Portfolio, Service Shares<br>*BNY Mellon Investment Adviser, Inc. /*<br>*Newton Investment Management North America, LLC* |
| Total return. | Calvert VP SRI Balanced Portfolio, Class I<br>*Calvert Research and Management* |
| Investing to correspond with the returns of the MSCI EAFE Index. | CVT EAFE International Index Portfolio, Class I<br>*Calvert Research and Management* |
| Investing to correspond with the returns of the Bloomberg Barclays U.S. Aggregate Bond Index. | CVT Investment Grade Bond Index Portfolio, Class I<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [2] |
| Investing to correspond with the returns of the NASDAQ 100 Index. | CVT Nasdaq 100 Index Portfolio, Class I<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [2] |
| Investing to correspond with the returns of the Russell 2000 Index. | CVT Russell 2000 Small Cap Index Portfolio, Class I<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [2] |
| Investing to correspond with the returns of the S&P 500 Index. [1] | CVT S&P 500 Index Portfolio<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [2] |
| Investing to correspond with the returns of the S&P MidCap 400 Index. [1] | CVT S&P MidCap 400 Index Portfolio, Class I<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [2] |
| Income and growth. | CVT Volatility Managed Moderate Growth Portfolio, Class F<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [2] *and Parametric Portfolio Associates LLC* |
| Current income. | CVT Volatility Managed Moderate Portfolio, Class F<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [2] *and Parametric Portfolio Associates LLC* |
| Long-term capital growth. | DWS International Opportunities VIP, Class A<br>*DWS Investment Management Americas, Inc.* |
| Long-term capital appreciation. | DWS Small Mid Cap Value VIP, Class A<br>*DWS Investment Management Americas, Inc.* |
| Seeks to obtain high total return with reduced risk over the long term by allocating its assets among stocks, bonds, and short-term instruments. | Fidelity® VIP Asset Manager 50% Portfolio, Initial Class [3]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to maximize total return by allocating its assets among stocks, bonds, short-term instruments, and other investments. | Fidelity® VIP Asset Manager 70% Portfolio, Initial Class [3]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term capital appreciation. | Fidelity® VIP Contrafund℠ Portfolio, Initial Class [3]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Seeks reasonable income. The fund will also consider the potential for capital appreciation. The fund's goal is to achieve a yield which exceeds the composite yield on the securities comprising the S&P 500® Index. [1] | Fidelity® VIP Equity-Income Portfolio[SM], Initial Class [3]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with preservation of capital and liquidity. | Fidelity® VIP Government Money Market Portfolio, Initial Class [3,4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to achieve capital appreciation. | Fidelity® VIP Growth Portfolio, Initial Class [3]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks a high level of current income, while also considering growth of capital. | Fidelity® VIP High Income Portfolio, Initial Class [3]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with the preservation of capital. | Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [3]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Mid Cap Portfolio [3,5]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Overseas Portfolio, Initial Class [3]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to maximize income while maintaining prospects for capital appreciation. | FTVIPT Franklin Income VIP Fund, Class 2<br>*Franklin Advisers, Inc.* |
| Seeks high current income, consistent with preservation of capital, with capital appreciation as secondary consideration. | FTVIPT Templeton Global Bond VIP Fund, Class 2<br>*Franklin Advisers, Inc.* |
| Seeks capital appreciation. | Invesco V.I. Discovery Mid Cap Growth Fund, Series I<br>*Invesco Advisers, Inc.* |
| Long-term growth of capital. | Invesco V.I. EQV International Equity Fund, Series I<br>*Invesco Advisers, Inc.* |
| Seeks capital appreciation. | Invesco V.I. Global Fund, Series I<br>*Invesco Advisers, Inc.* |
| Total return through growth of capital and current income. | Invesco V.I. Global Real Estate Fund, Series I<br>*Invesco Advisers, Inc.* |
| Long-term capital growth. Income is a secondary objective. | LVIP American Century Mid Cap Value Fund, Standard Class II<br>*Lincoln Financial Investments Corporation /*<br>*American Century Investment Management, Inc.* |
| Capital growth by investing in common stocks. Income is a secondary objective. | LVIP Avantis Large Cap Value Fund, Standard Class II (named LVIP American Century Disciplined Core Value Fund, Standard Class II prior to 5/01/26)<br>*Lincoln Financial Investments Corporation /*<br>*American Century Investment Management, Inc.* |
| Seeks total return with an emphasis on high current income, but also considering capital appreciation. | MFS® Income Portfolio, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks capital appreciation. | MFS® New Discovery Series, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks capital appreciation. | MFS® Research International Portfolio, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Total Return Series, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Utilities Series, Initial Class<br>*Massachusetts Financial Services Company* |
| Long-term capital appreciation by investing primarily in growth-oriented equity securities of issuers in emerging market countries. | Morgan Stanley VIF Emerging Markets Equity Portfolio, Class I<br>*Morgan Stanley Investment Management Inc. /*<br>*Morgan Stanley Investment Management Company* |
| Total return. | Morgan Stanley VIF Global Strategist Portfolio, Class I<br>*Morgan Stanley Investment Management Inc. /*<br>*Morgan Stanley Investment Management Limited* |
| Capital appreciation and some current income. | Morningstar Balanced ETF Asset Allocation Portfolio, Class II<br>*ALPS Advisors, Inc. /*<br>*Morningstar Investment Management LLC* |
| Capital appreciation. | Morningstar Growth ETF Asset Allocation Portfolio, Class II<br>*ALPS Advisors, Inc. /*<br>*Morningstar Investment Management LLC* |
| Current income and capital appreciation. | Morningstar Income and Growth ETF Asset Allocation Portfolio, Class II<br>*ALPS Advisors, Inc. /*<br>*Morningstar Investment Management LLC* |
| Seeks growth of capital. | Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I<br>*Neuberger Berman Investment Advisers LLC* |
| To seek to provide total return through a combination of capital appreciation and current income. | Nomura VIP Balanced Series, Service Class<br>*Delaware Management Company /*<br>*Macquarie Investment Management Global Limited* |
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Low Duration Portfolio, Administrative Class<br>*Pacific Investment Management Company LLC* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Seeks maximum real return, consistent with preservation of real capital and prudent investment management. | PIMCO Real Return Portfolio, Advisor Class<br>*Pacific Investment Management Company LLC* |
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Total Return Portfolio, Administrative Class<br>*Pacific Investment Management Company LLC* |
| Seeks to provide long-term capital growth. Income is a secondary objective. | T. Rowe Price Blue Chip Growth Portfolio-II<br>*T. Rowe Price Associates, Inc.* |
| Long-term capital appreciation. | Third Avenue Value Portfolio<br>*Third Avenue Management LLC* |

| | |
|---|---|
| 1 | "Standard & Poor's®," "S&P®," "S&P 500®," "Standard & Poor's 500," and "500" are trademarks of The McGraw-Hill Companies, Inc. and have been licensed for use by us. The Product is not sponsored, endorsed, sold or promoted by Standard & Poor's® and Standard & Poor's® makes no representation regarding the advisability of investing in the Product. The Statement of Additional Information sets forth certain additional disclaimers and limitations of liabilities on behalf of Standard & Poor's® as set forth in the Licensing Agreement between us and Standard & Poor's®. |
| 2 | Ameritas Investment Partners, Inc. is an affiliate of Ameritas Life. |
| 3 | FIDELITY, Contrafund and Equity-Income are registered service marks of FMR LLC. Used with permission. |
| 4 | You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at $1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time. |
| 5 | The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, and Overture Encore!. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!. |

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Life SPVUL, Overture Annuity, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Protector *h*VUL**
**Prospectus Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Overture Ovation!, and Medley!**
**Prospectuses Dated May 1, 2025**

**Supplement Dated March 9, 2026**

The Board of Directors of Calvert Variable Series, Inc. on behalf of Calvert VP SRI Mid Cap Portfolio (the "Fund") has approved the liquidation of the Fund, which is expected to take place on or about April 27, 2026 (the "Liquidation Date"). Further, on or about April 24, 2026, is the last day for withdrawals and transfers-out of the Fund. Notwithstanding the foregoing, the timing of the liquidation may be extended beyond the Liquidation Date if, in the opinion of the investment adviser, market conditions are unfavorable on or around the Liquidation Date. The Fund will notify shareholders of any such extension pursuant to a subsequent supplement.

Effective as of the close of business on the Liquidation Date, the Fund will no longer be available as an investment option under your Policy.

On or before April 24, 2026, you may change your allocation instructions and transfer any Policy Value you currently have allocated to the Fund to one or more of the other variable investment options, or the Fixed Account, available under your Policy (the “Other Investment Options”).

If you have Policy Value allocated to the Fund as of the Liquidation Date, such Policy Value will automatically be transferred to the Fidelity® VIP Government Money Market Portfolio, Initial Class (the "Money Market").

For 60 days following the Liquidation Date, you may transfer any values that were transferred to the Money Market on the Liquidation Date to any of the Other Investment Options, free of charge.

Transfers made due to the Fund's liquidation, prior to the Liquidation Date, or during the 60-day period after the Liquidation Date, will not count toward the number of total transfers or free transfers permitted during a Policy year.

The following are available options to transfer your Policy Values or change your investment allocations.

| | |
|---|---|
| • Call our Service Center. | 800-745-1112, ext. 87593 |
| • Access your Policy online. | ameritas.com/sign-in |
| • Email a signed approved form or letter of instruction to our Service Center. | alictd@ameritas.com |
| • Request an approved transfer form be sent to you. | Email alictd@ameritas.com; or call 800-745-1112, ext. 87593 |
| • You may also contact your financial professional to assist you. | |

To obtain a copy of the prospectus for the Money Market or any of the other underlying funds for the Other Investment Options available through your Policy, please call your financial professional, or our Service Center at 800-745-1112. You may also visit our website ameritas.com/investments/fund-prospectuses.

Effective as of the Liquidation Date, all references to the Fund are deleted from your prospectus.

All other provisions of your Policy remain as stated in your Policy and prospectus as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life Insurance Corp. at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Life SPVUL, Overture Annuity,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Supplement Dated January 22, 2026**

At a meeting held December 8-10, 2025, the Board of Trustees of Invesco V.I. Global Core Equity Fund (the "Target Fund"), a series portfolio of AIM Variable Insurance Funds (Invesco Variable Insurance Funds) (the "Trust"), unanimously approved an Agreement and Plan of Reorganization (the "Agreement") pursuant to which the Target Fund will transfer all or substantially all its assets and liabilities to Invesco V.I. Global Fund (the "Acquiring Fund"), also a series of the Trust, in exchange for shares of the Acquiring Fund that would be distributed to Target Fund shareholders.

The Agreement requires approval by the Target Fund's shareholders and will be submitted to Target Fund shareholders for their consideration at a special shareholder meeting to be held on or about April 13, 2026. If the Agreement is approved by shareholders of the Target Fund and certain conditions required by the Agreement are satisfied or waived, the reorganization is expected to be consummated after the close of business on or about April 24, 2026 (the "Closing Date"). Upon the closing of the reorganization, shareholders of the Target Fund will receive shares of a class of the Acquiring Fund that are equal in value to the shares of the corresponding class of the Target Fund that the shareholders held immediately prior to the closing of the reorganization, and the Target Fund will liquidate and cease operations. Shareholders of the Target Fund will vote on the Agreement, and the reorganization will be affected only if the Target Fund's shareholders approve the Agreement.

As of the Closing Date, the Acquiring Fund will be added as a variable investment option to your variable annuity or variable life insurance Policy. Unless you inform us otherwise, any instruction to purchase or exchange units in the Target Fund will be deemed to be an instruction to do so for the units in the Acquiring Fund. All such instructions that designate the Target Fund will be deemed to be an instruction for the Acquiring Fund. This includes, but is not limited to, instructions for purchase payments, partial withdrawals, and transfer instructions (including instructions under any automatic or systematic transfer option).

Prior to the Closing Date, you may change your allocation instructions and transfer any Policy value you currently have allocated to the Portfolio to one or more of the other variable investment option Subaccounts, or the Fixed Account, available under your Policy (the "Other Investment Options"). For sixty days following the Closing Date, you may transfer assets out of the Acquiring Fund. Any such transfer will not incur a transfer charge and will not count against the annual free transfer limit.

If your Policy remains allocated to the Target Fund at the time the reorganization occurs, those units will be replaced by units corresponding to the Acquiring Fund, and thereafter the value of your Policy will depend on the performance of the Acquiring Fund. The number of Acquiring Fund units you receive as a result of the reorganization will depend on the value of your units in the Target Fund at the time the reorganization occurs.

As of the Closing Date, your prospectus is revised by adding the following information:

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Seeks capital appreciation. | Invesco V.I. Global Fund, Series I<br>*Invesco Advisers, Inc.* |

Effective as of the Closing Date, your prospectus is revised by deleting all mention of the Target Fund.

To obtain a copy of any of the other underlying funds for the Other Investment Options available through your Policy, please call your financial professional, or our Service Center at 800-745-1112. You may also visit our website ameritas.com/investments/fund-prospectuses.

Please also see the fund prospectus for more information about the Acquiring Fund, including portfolio operating expenses for the year ended December 31, 2024.

All other provisions remain as stated in your Policy and prospectus as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Account and Carillon Life Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Executive Edge**
**Prospectuses Dated November 5, 2007**

**Protector *h*VUL and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Excel Performance VUL**
**Prospectus Dated May 1, 2019**

**Overture Ovation!, Medley!, Direction Variable Annuity**
**and Ameritas Performance II VUL**
**Prospectuses Dated May 1, 2025**

**Supplement Dated December 10, 2025**

Effective November 5, 2025, Invesco Asset Management Limited will no longer serve as sub-adviser for Invesco V.I. Global Real Estate Fund (the "Fund").

Therefore, effective November 5, 2025, all references to Invesco Asset Management Limited are removed and it will no longer be listed as a sub-adviser for the Fund in the list of Portfolio Companies Available Under the Policy.

All other provisions of your Policy remain as stated in your Policy and prospectus, as previously supplemented.

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**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, Overture Viva!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Executive Edge**
**Prospectuses Dated November 5, 2007**

**Protector *h*VUL and Excel Accumulator**
**Prospectus Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Supplement Dated November 6, 2025**

On April 21, 2025, Macquarie Group Limited, the parent company of Delaware Management Company ("DMC"), a series of Macquarie Investment Management Business Trust ("MIMBT"), together with certain of its affiliates, and Nomura Holding America Inc. ("Nomura"), announced that they had entered into an agreement for Nomura to acquire Macquarie Asset Management's US and European public investments business. As announced on October 23, 2025, the closing of this transaction is anticipated on or about December 1, 2025 ("Closing Date"), subject to legal and regulatory approvals, client consents, and customary closing conditions. The Closing Date is subject to change.

On June 18, 2025, the Board of Trustees approved the name change, investment advisory agreement, and sub-advisor changes for Macquarie VIP Balanced Series, Service Class (the "Fund") to be effective on the Closing Date. The closing will result in the automatic termination of the Fund's investment advisory agreement and applicable sub-advisory agreements.

At the joint special shareholder meeting held on September 10, 2025, shareholders of the Fund approved the proposal to approve a new investment advisory agreement for the Fund. Effective on the Closing Date, DMC will remain the advisor and the sub-advisors listed below will be removed. In addition, Macquarie Investment Management Global Limited will become an unaffiliated sub-advisor.

- Macquarie Investment Management Austria Kapitalanlage AG
- Macquarie Investment Management Europe Limited

Effective on the Closing Date, the name of the investment option and the sub-advisor(s) are updated in your prospectus as follows:

| CURRENT INFORMATION | UPDATED INFORMATION |
|---|---|
| **Macquarie VIP Balanced Series, Service Class**<br>*Delaware Management Company /*<br>*Macquarie Investment Management Global Limited, Macquarie Investment Management Austria Kapitalanlage AG, and Macquarie Investment Management Europe Limited* | **Nomura VIP Balanced Series, Service Class**<br>*Delaware Management Company /*<br>*Macquarie Investment Management Global Limited* |

All other provisions of your Policy remain as stated in your Policy and prospectus as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**
**Overture Applause!,**
**Overture Applause! II, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III,**
**and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2025**

The following is a list of Portfolio Companies available under the Policy. More information about the Portfolio Companies is available in the prospectuses for the Portfolio Companies, which may be amended from time to time, and can be found online at ameritas.com/investments/fund-prospectuses.

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Current income and long-term capital appreciation. | Alger Balanced Portfolio, Class I-2<br>*Fred Alger Management, LLC* |
| Seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400® Index (S&P 400 Index). [1] | BNY Mellon MidCap Stock Portfolio, Service Shares<br>*BNY Mellon Investment Adviser, Inc. /*<br>*Newton Investment Management North America, LLC* |
| Total return. | Calvert VP SRI Balanced Portfolio, Class I<br>*Calvert Research and Management* |
| Long-term capital appreciation. | Calvert VP SRI Mid Cap Portfolio [2]<br>*Calvert Research and Management* |
| Investing to correspond with the returns of the MSCI EAFE Index. | CVT EAFE International Index Portfolio, Class I<br>*Calvert Research and Management* |
| Investing to correspond with the returns of the Bloomberg Barclays U.S. Aggregate Bond Index. | CVT Investment Grade Bond Index Portfolio, Class I<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3]* |
| Investing to correspond with the returns of the NASDAQ 100 Index. | CVT Nasdaq 100 Index Portfolio, Class I<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3]* |
| Investing to correspond with the returns of the Russell 2000 Index. | CVT Russell 2000 Small Cap Index Portfolio, Class I<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3]* |
| Investing to correspond with the returns of the S&P 500 Index. [1] | CVT S&P 500 Index Portfolio<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3]* |
| Investing to correspond with the returns of the S&P MidCap 400 Index. [1] | CVT S&P MidCap 400 Index Portfolio, Class I<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3]* |
| Income and growth. | CVT Volatility Managed Moderate Growth Portfolio, Class F<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3] and Parametric Portfolio Associates LLC* |
| Current income. | CVT Volatility Managed Moderate Portfolio, Class F<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3] and Parametric Portfolio Associates LLC* |
| Long-term capital growth. | DWS International Opportunities VIP, Class A (named DWS International Growth VIP, Class A prior to 5/1/25)<br>*DWS Investment Management Americas, Inc.* |
| Long-term capital appreciation. | DWS Small Mid Cap Value VIP, Class A<br>*DWS Investment Management Americas, Inc.* |
| Seeks to obtain high total return with reduced risk over the long term by allocating its assets among stocks, bonds, and short-term instruments. | Fidelity® VIP Asset Manager 50% Portfolio, Initial Class [4] (named Fidelity® VIP Asset Manager Portfolio, Initial Class prior to 5/1/25)<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Seeks to maximize total return by allocating its assets among stocks, bonds, short-term instruments, and other investments. | Fidelity® VIP Asset Manager 70% Portfolio, Initial Class [4] (named Fidelity® VIP Asset Manager: Growth Portfolio, Initial Class prior to 5/1/25)<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term capital appreciation. | Fidelity® VIP Contrafund[SM] Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks reasonable income. The fund will also consider the potential for capital appreciation. The fund's goal is to achieve a yield which exceeds the composite yield on the securities comprising the S&P 500® Index. [1] | Fidelity® VIP Equity-Income Portfolio[SM], Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with preservation of capital and liquidity. | Fidelity® VIP Government Money Market Portfolio, Initial Class [4,5]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to achieve capital appreciation. | Fidelity® VIP Growth Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks a high level of current income, while also considering growth of capital. | Fidelity® VIP High Income Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with the preservation of capital. | Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Mid Cap Portfolio[4,6]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Overseas Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to maximize income while maintaining prospects for capital appreciation. | FTVIPT Franklin Income VIP Fund, Class 2<br>*Franklin Advisers, Inc.* |
| Seeks high current income, consistent with preservation of capital, with capital appreciation as secondary consideration. | FTVIPT Templeton Global Bond VIP Fund, Class 2<br>*Franklin Advisers, Inc.* |
| Seeks capital appreciation. | Invesco V.I. Discovery Mid Cap Growth Fund, Series I<br>*Invesco Advisers, Inc.* |
| Long-term growth of capital. | Invesco V.I. EQV International Equity Fund, Series I<br>*Invesco Advisers, Inc.* |
| Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. | Invesco V.I. Global Core Equity Fund, Series I<br>*Invesco Advisers, Inc. /*<br>*Invesco Asset Management Limited* |
| Total return through growth of capital and current income. | Invesco V.I. Global Real Estate Fund, Series I<br>*Invesco Advisers, Inc. /*<br>*Invesco Asset Management Limited* |
| Capital growth by investing in common stocks. Income is a secondary objective. | LVIP American Century Disciplined Core Value Fund, Standard Class II<br>*Lincoln Financial Investments Corporation /*<br>*American Century Investment Management, Inc.* |
| Long-term capital growth. Income is a secondary objective. | LVIP American Century Mid Cap Value Fund, Standard Class II<br>*Lincoln Financial Investments Corporation /*<br>*American Century Investment Management, Inc.* |
| To seek to provide total return through a combination of capital appreciation and current income. | Macquarie VIP Balanced Series, Service Class<br>*Delaware Management Company /*<br>*Macquarie Investment Management Global Limited, Macquarie Investment Management Austria Kapitalanlage AG, and Macquarie Investment Management Europe Limited* |
| Seeks total return with an emphasis on high current income, but also considering capital appreciation. | MFS® Income Portfolio, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks capital appreciation. | MFS® New Discovery Series, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks capital appreciation. | MFS® Research International Portfolio, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Total Return Series, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Utilities Series, Initial Class<br>*Massachusetts Financial Services Company* |
| Long-term capital appreciation by investing primarily in growth-oriented equity securities of issuers in emerging market countries. | Morgan Stanley VIF Emerging Markets Equity Portfolio, Class I<br>*Morgan Stanley Investment Management Inc. /*<br>*Morgan Stanley Investment Management Company* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Total return. | Morgan Stanley VIF Global Strategist Portfolio, Class I<br>*Morgan Stanley Investment Management Inc. /*<br>*Morgan Stanley Investment Management Limited* |
| Capital appreciation and some current income. | Morningstar Balanced ETF Asset Allocation Portfolio, Class II<br>*ALPS Advisors, Inc. /*<br>*Morningstar Investment Management LLC* |
| Capital appreciation. | Morningstar Growth ETF Asset Allocation Portfolio, Class II<br>*ALPS Advisors, Inc. /*<br>*Morningstar Investment Management LLC* |
| Current income and capital appreciation. | Morningstar Income and Growth ETF Asset Allocation Portfolio, Class II<br>*ALPS Advisors, Inc. /*<br>*Morningstar Investment Management LLC* |
| Seeks growth of capital. | Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I<br>*Neuberger Berman Investment Advisers LLC* |
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Low Duration Portfolio, Administrative Class<br>*Pacific Investment Management Company LLC* |
| Seeks maximum real return, consistent with preservation of real capital and prudent investment management. | PIMCO Real Return Portfolio, Advisor Class<br>*Pacific Investment Management Company LLC* |
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Total Return Portfolio, Administrative Class<br>*Pacific Investment Management Company LLC* |
| Seeks to provide long-term capital growth. Income is a secondary objective. | T. Rowe Price Blue Chip Growth Portfolio-II<br>*T. Rowe Price Associates, Inc.* |
| Long-term capital appreciation. | Third Avenue Value Portfolio<br>*Third Avenue Management LLC* |

| | |
|---|---|
| 1 | "Standard & Poor's®," "S&P®," "S&P 500®," "Standard & Poor's 500," and "500" are trademarks of The McGraw-Hill Companies, Inc. and have been licensed for use by us. The Product is not sponsored, endorsed, sold or promoted by Standard & Poor's® and Standard & Poor's® makes no representation regarding the advisability of investing in the Product. The Statement of Additional Information sets forth certain additional disclaimers and limitations of liabilities on behalf of Standard & Poor's® as set forth in the Licensing Agreement between us and Standard & Poor's®. |
| 2 | This portfolio is closed to new investments. Funds may remain invested in the Subaccount. Transfers or withdrawals from this portfolio cannot be reinvested in the portfolio. |
| 3 | Ameritas Investment Partners, Inc. is an affiliate of Ameritas Life. |
| 4 | FIDELITY, Contrafund and Equity-Income are registered service marks of FMR LLC. Used with permission. |
| 5 | You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at $1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time. |
| 6 | The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, and Overture Encore!. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!. |

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Protector *h*VUL**
**Prospectus Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Excel Performance VUL**
**Prospectus Dated May 1, 2019**

**Overture Ovation! and Medley!**
**Prospectuses Dated May 1, 2024**

**Supplement Dated November 15, 2024**

The Board of Directors of Morgan Stanley Variable Insurance Fund, Inc. approved a Plan of Liquidation with respect to the U.S. Real Estate Portfolio (the "Portfolio"). The Portfolio will suspend the offering of its shares to all investors at the close of business on or about December 4, 2024. Therefore, the Portfolio will be closed to all purchases and transfers-in at the close of business on or about December 4, 2024. Further, on or about December 5, 2024, is the last day for withdrawals and transfers-out of the Portfolio. The liquidation is expected to occur on or about December 6, 2024 (the "Liquidation Date").

Effective as of the close of business on the Liquidation Date, the Subaccount that invests in the Portfolio will no longer be available as an investment option under your Policy.

Prior to the Liquidation Date, you may change your allocation instructions and transfer any Policy value you currently have allocated to the Portfolio to one or more of the other variable investment option Subaccounts, or the Fixed Account, available under your Policy (the “Other Investment Options”).

If you have Policy value allocated to the Portfolio as of the Liquidation Date, such Policy value will automatically be transferred to the Fidelity® VIP Government Money Market Portfolio, Initial Class Subaccount (the "Money Market"). This includes money that is allocated through systematic transfer programs such as dollar cost averaging, portfolio rebalancing, or earnings sweep. Following the transfer, you will receive a confirmation statement showing that the transfer has occurred, and the amount transferred.

The Portfolio is an investment option in the static models in the Asset Allocation Program or one of the static Program Models with a Guaranteed Lifetime Withdrawal Benefit (GLWB) Rider (“Program GLWB Model”) (collectively the “Model(s)”). The Model(s) may no longer align with the original investment objective due to the Portfolio liquidation and subsequent inclusion of the Money Market in the Model(s), the effects of underlying portfolio performance, and changes in underlying portfolio investment objectives. Therefore, your investment may no longer be consistent with your objectives. You should consult with your financial professional about how to keep your allocations in line with your current investment goals and risk tolerance. You are responsible for determining what is best for you. Your financial professional can help you make this determination.

If you do not provide new allocation instructions prior to the Liquidation Date, any allocation instructions for future premiums directed to the Portfolio will automatically be changed to the Money Market as of the Liquidation Date.

For 60 days following the Liquidation Date, you may transfer any values that were transferred to the Money Market on the Liquidation Date to any of the Other Investment Options, free of charge. **Refer to your prospectus for additional information and limitations regarding the Models**. Transfers made due to the Portfolio's liquidation during this 60-day period will not count toward the number of total transfers or free transfers permitted during a Policy year.

You can transfer your Policy values or change your investment allocations by submitting your written, electronic, or telephone instructions to our Trade Desk, via email to alictd@ameritas.com or by calling 800-745-1112, ext. 87593.

To obtain a copy of the prospectus for the Money Market or any of the other underlying funds for the Other Investment Options available through your Policy, please call your financial professional, or our Service Center at 800-745-1112. You may also visit our website ameritas.com/investments/fund-prospectuses.

Effective as of the Liquidation Date, all references to the Portfolio are deleted from your prospectus.

All other provisions of your Policy remain as stated in your Policy and prospectus as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**

**Overture Applause!,**
**Overture Applause! II, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III,**
**and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2024**

Due to a name change, effective May 1, 2024, all references to Calvert Variable Products, Inc. in your prospectus will now be referred to as Calvert Variable Trust, Inc.

The following is a list of Portfolio Companies available under the Policy. More information about the Portfolio Companies is available in the prospectuses for the Portfolio Companies, which may be amended from time to time, and can be found online at ameritas.com/investments/fund-prospectuses.

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Current income and long-term capital appreciation. | Alger Balanced Portfolio, Class I-2<br>*Fred Alger Management, LLC* |
| Seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400®Index (S&P 400 Index). [1] | BNY Mellon MidCap Stock Portfolio, Service Shares<br>*BNY Mellon Investment Adviser, Inc. /*<br>*Newton Investment Management North America, LLC* |
| Total return. | Calvert VP SRI Balanced Portfolio, Class I<br>*Calvert Research and Management* |
| Long-term capital appreciation. | Calvert VP SRI Mid Cap Portfolio [2]<br>*Calvert Research and Management* |
| Investing to correspond with the returns of the MSCI EAFE Index. | CVT EAFE International Index Portfolio, Class I (named Calvert VP EAFE International Index Portfolio, Class I prior to 5/1/24)<br>*Calvert Research and Management* |
| Investing to correspond with the returns of the Bloomberg Barclays U.S. Aggregate Bond Index. | CVT Investment Grade Bond Index Portfolio, Class I (named Calvert VP Investment Grade Bond Index Portfolio, Class I prior to 5/1/24)<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [3] |
| Investing to correspond with the returns of the NASDAQ 100 Index. | CVT Nasdaq 100 Index Portfolio, Class I (named Calvert VP Nasdaq 100 Index Portfolio, Class I prior to 5/1/24)<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [3] |
| Investing to correspond with the returns of the Russell 2000 Index. | CVT Russell 2000 Small Cap Index Portfolio, Class I (named Calvert VP Russell 2000 Small Cap Index Portfolio, Class I prior to 5/1/24)<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [3] |
| Investing to correspond with the returns of the S&P 500 Index. [1] | CVT S&P 500 Index Portfolio (named Calvert VP S&P 500 Index Portfolio prior to 5/1/24)<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc.* [3] |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Investing to correspond with the returns of the S&P MidCap 400 Index. [1] | CVT S&P MidCap 400 Index Portfolio, Class I (named Calvert VP S&P MidCap 400 Index Portfolio, Class I prior to 5/1/24)<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3]* |
| Income and growth. | CVT Volatility Managed Moderate Growth Portfolio, Class F (named Calvert VP Volatility Managed Moderate Growth Portfolio, Class F prior to 5/1/24)<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3] and Parametric Portfolio Associates LLC* |
| Current income. | CVT Volatility Managed Moderate Portfolio, Class F (named Calvert VP Volatility Managed Moderate Portfolio, Class F prior to 5/1/24)<br>*Calvert Research and Management /*<br>*Ameritas Investment Partners, Inc. [3] and Parametric Portfolio Associates LLC* |
| Long-term capital growth. | DWS International Growth VIP, Class A<br>*DWS Investment Management Americas, Inc.* |
| Long-term capital appreciation. | DWS Small Mid Cap Value VIP, Class A<br>*DWS Investment Management Americas, Inc.* |
| Seeks to obtain high total return with reduced risk over the long term by allocating its assets among stocks, bonds, and short-term instruments. | Fidelity® VIP Asset Manager Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to maximize total return by allocating its assets among stocks, bonds, short-term instruments, and other investments. | Fidelity® VIP Asset Manager: Growth Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term capital appreciation. | Fidelity® VIP Contrafund℠ Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks reasonable income. The fund will also consider the potential for capital appreciation. The fund's goal is to achieve a yield which exceeds the composite yield on the securities comprising the S&P 500® Index. [1] | Fidelity® VIP Equity-Income Portfolio℠, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with preservation of capital and liquidity. | Fidelity® VIP Government Money Market Portfolio, Initial Class [4,5]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to achieve capital appreciation. | Fidelity® VIP Growth Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks a high level of current income, while also considering growth of capital. | Fidelity® VIP High Income Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with the preservation of capital. | Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Mid Cap Portfolio [4,6]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Overseas Portfolio, Initial Class [4]<br>*Fidelity Management & Research Company LLC /*<br>*Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to maximize income while maintaining prospects for capital appreciation. | FTVIPT Franklin Income VIP Fund, Class 2<br>*Franklin Advisers, Inc.* |
| Seeks high current income, consistent with preservation of capital, with capital appreciation as secondary. | FTVIPT Templeton Global Bond VIP Fund, Class 2<br>*Franklin Advisers, Inc.* |
| Seeks capital appreciation. | Invesco V.I. Discovery Mid Cap Growth Fund, Series I<br>*Invesco Advisers, Inc.* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Long-term growth of capital. | Invesco V.I. EQV International Equity Fund, Series I<br>*Invesco Advisers, Inc.* |
| Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. | Invesco V.I. Global Core Equity Fund, Series I<br>*Invesco Advisers, Inc. /*<br>*Invesco Asset Management Limited* |
| Total return through growth of capital and current income. | Invesco V.I. Global Real Estate Fund, Series I<br>*Invesco Advisers, Inc. /*<br>*Invesco Asset Management Limited* |
| Capital growth by investing in common stocks. Income is a secondary objective. | LVIP American Century Disciplined Core Value Fund, Standard Class II (American Century VP Disciplined Core Value Fund, Class I prior to reorganization 4/26/24)<br>*Lincoln Financial Investments Corporation /*<br>*American Century Investment Management, Inc.* |
| Long-term capital growth. Income is a secondary objective. | LVIP American Century Mid Cap Value Fund, Standard Class II (named American Century VP Mid Cap Value Fund, Class I prior to reorganization 4/26/24)<br>*Lincoln Financial Investments Corporation /*<br>*American Century Investment Management, Inc.* |
| To seek to provide total return through a combination of capital appreciation and current income. | Macquarie VIP Balanced Series, Service Class (named Delaware Ivy VIP Balanced, Class II prior to 5/1/24)<br>*Delaware Management Company /*<br>*Macquarie Investment Management Global Limited, Macquarie Investment Management Austria Kapitalanlage AG, and Macquarie Investment Management Europe Limited* |
| Seeks total return with an emphasis on high current income, but also considering capital appreciation. | MFS® Income Portfolio, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks capital appreciation. | MFS® New Discovery Series, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks capital appreciation. | MFS® Research International Portfolio, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Total Return Series, Initial Class<br>*Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Utilities Series, Initial Class<br>*Massachusetts Financial Services Company* |
| Long-term capital appreciation by investing primarily in growth-oriented equity securities of issuers in emerging market countries. | Morgan Stanley VIF Emerging Markets Equity Portfolio, Class I<br>*Morgan Stanley Investment Management Inc. /*<br>*Morgan Stanley Investment Management Company* |
| Total return. | Morgan Stanley VIF Global Strategist Portfolio, Class I<br>*Morgan Stanley Investment Management Inc. /*<br>*Morgan Stanley Investment Management Limited* |
| Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. | Morgan Stanley VIF U.S. Real Estate Portfolio, Class I<br>*Morgan Stanley Investment Management Inc.* |
| Capital appreciation and some current income. | Morningstar Balanced ETF Asset Allocation Portfolio, Class II<br>*ALPS Advisors, Inc. /*<br>*Morningstar Investment Management LLC* |
| Capital appreciation. | Morningstar Growth ETF Asset Allocation Portfolio, Class II<br>*ALPS Advisors, Inc. /*<br>*Morningstar Investment Management LLC* |
| Current income and capital appreciation. | Morningstar Income and Growth ETF Asset Allocation Portfolio, Class II<br>*ALPS Advisors, Inc. /*<br>*Morningstar Investment Management LLC* |
| Seeks growth of capital. | Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I<br>*Neuberger Berman Investment Advisers LLC* |
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Low Duration Portfolio, Administrative Class<br>*Pacific Investment Management Company LLC* |
| Seeks maximum real return, consistent with preservation of real capital and prudent investment management. | PIMCO Real Return Portfolio, Advisor Class<br>*Pacific Investment Management Company LLC* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Total Return Portfolio, Administrative Class<br>*Pacific Investment Management Company LLC* |
| Seeks to provide long-term capital growth. Income is a secondary objective. | T. Rowe Price Blue Chip Growth Portfolio-II<br>*T. Rowe Price Associates, Inc.* |
| Long-term capital appreciation. | Third Avenue Value Portfolio<br>*Third Avenue Management LLC* |

| | |
|---|---|
| 1 | "Standard & Poor's®," "S&P®," "S&P 500®," "Standard & Poor's 500," and "500" are trademarks of The McGraw-Hill Companies, Inc. and have been licensed for use by us. The Product is not sponsored, endorsed, sold or promoted by Standard & Poor's® and Standard & Poor's® makes no representation regarding the advisability of investing in the Product. The Statement of Additional Information sets forth certain additional disclaimers and limitations of liabilities on behalf of Standard & Poor's® as set forth in the Licensing Agreement between us and Standard & Poor's®. |
| 2 | This portfolio is closed to new investments. Funds may remain invested in the Subaccount. Transfers or withdrawals from this portfolio cannot be reinvested in the portfolio. |
| 3 | Ameritas Investment Partners, Inc. is an affiliate of Ameritas Life. |
| 4 | FIDELITY, Contrafund and Equity-Income are registered service marks of FMR LLC. Used with permission. |
| 5 | You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at $1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time. |
| 6 | The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, and Overture Encore!. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!. |

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Life SPVUL, Overture Annuity, and**
**Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Overture Ovation!** and **Medley!**
**Prospectuses Dated May 1, 2023**

**Supplement Dated November 21, 2023**

Effective September 7, 2023, the subadviser to the Invesco V.I. Global Core Equity Fund, Series I is Invesco Asset Management Limited.

Therefore, effective September 7, 2023, Invesco Asset Management Limited is the subadviser to the Invesco V.I. Global Core Equity Fund, Series I Subaccount Investment Option in your Policy prospectus.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**
**Overture Applause!, Overture Applause! II,**
**Overture Encore!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III,**
**and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2023**

**Subaccount underlying portfolios available as variable investment options for your Policy are:**

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Current income and long-term capital appreciation. | Alger Balanced Portfolio, Class I-2, *Fred Alger Management, LLC* |
| Capital growth by investing in common stocks. Income is a secondary objective. | American Century VP Disciplined Core Value Fund, Class I, *American Century Investment Management, Inc.* |
| Long-term capital growth. Income is a secondary objective. | American Century VP Mid Cap Value Fund, Class I, *American Century Investment Management, Inc.* |
| Seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400®Index (S&P 400 Index). [1] | BNY Mellon MidCap Stock Portfolio, Service Shares, *BNY Mellon Investment Adviser, Inc.* / *Newton Investment Management North America, LLC* |
| Investing to correspond with the returns of the MSCI EAFE Index. | Calvert VP EAFE International Index Portfolio, Class I, *Calvert Research and Management* |
| Investing to correspond with the returns of the Bloomberg Barclays U.S. Aggregate Bond Index. | Calvert VP Investment Grade Bond Index Portfolio, Class I, *Calvert Research and Management / Ameritas Investment Partners, Inc.* [2] |
| Investing to correspond with the returns of the NASDAQ 100 Index. | Calvert VP Nasdaq 100 Index Portfolio, Class I, *Calvert Research and Management / Ameritas Investment Partners, Inc.* [2] |
| Investing to correspond with the returns of the Russell 2000 Index. | Calvert VP Russell 2000 Small Cap Index Portfolio, Class I, *Calvert Research and Management / Ameritas Investment Partners, Inc.* [2] |
| Investing to correspond with the returns of the S&P 500 Index. [1] | Calvert VP S&P 500 Index Portfolio, *Calvert Research and Management / Ameritas Investment Partners, Inc.* [2] |
| Investing to correspond with the returns of the S&P MidCap 400 Index. [1] | Calvert VP S&P MidCap 400 Index Portfolio, Class I, *Calvert Research and Management / Ameritas Investment Partners, Inc.* [2] |
| Total return. | Calvert VP SRI Balanced Portfolio, Class I, *Calvert Research and Management* |
| Long-term capital appreciation. | Calvert VP SRI Mid Cap Portfolio [3], *Calvert Research and Management* |
| Income and growth. | Calvert VP Volatility Managed Moderate Growth Portfolio, Class F, *Calvert Research and Management / Ameritas Investment Partners, Inc.* [2] *and Parametric Portfolio Associates LLC* |
| Current income. | Calvert VP Volatility Managed Moderate Portfolio, Class F, *Calvert Research and Management / Ameritas Investment Partners, Inc.* [2] *and Parametric Portfolio Associates LLC* |
| To seek to provide total return through a combination of capital appreciation and current income. | Delaware Ivy VIP Balanced, Class II, *Delaware Management Company* / *Macquarie Investment Management Global Limited, Macquarie Investment Management Austria Kapitalanlage AG, and Macquarie Investment Management Europe Limited* |
| Long-term capital growth. | DWS International Growth VIP, Class A, *DWS Investment Management Americas, Inc.* |
| Long-term capital appreciation. | DWS Small Mid Cap Value VIP, Class A, *DWS Investment Management Americas, Inc.* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Seeks to obtain high total return with reduced risk over the long term by allocating its assets among stocks, bonds, and short-term instruments. | Fidelity® VIP Asset Manager Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to maximize total return by allocating its assets among stocks, bonds, short-term instruments, and other investments. | Fidelity® VIP Asset Manager: Growth Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term capital appreciation. | Fidelity® VIP Contrafund[SM] Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks reasonable income. The fund will also consider the potential for capital appreciation. The fund's goal is to achieve a yield which exceeds the composite yield on the securities comprising the S&P 500® Index. [1] | Fidelity® VIP Equity-Income Portfolio[SM], Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with preservation of capital and liquidity. | Fidelity® VIP Government Money Market Portfolio, Initial Class [4,5], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to achieve capital appreciation. | Fidelity® VIP Growth Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks a high level of current income, while also considering growth of capital. | Fidelity® VIP High Income Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with the preservation of capital. | Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Mid Cap Portfolio 2 [4,6], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Overseas Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to maximize income while maintaining prospects for capital appreciation. | FTVIPT Franklin Income VIP Fund, Class 2, *Franklin Advisers, Inc.* |
| Seeks high current income, consistent with preservation of capital, with capital appreciation as secondary. | FTVIPT Templeton Global Bond VIP Fund, Class 2, *Franklin Advisers, Inc.* |
| Seeks capital appreciation. | Invesco V.I. Discovery Mid Cap Growth Fund, Series I, *Invesco Advisers, Inc.* |
| Long-term growth of capital. | Invesco V.I. EQV International Equity Fund, Series I, *Invesco Advisers, Inc.* |
| Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. | Invesco V.I. Global Core Equity Fund, Series I, *Invesco Advisers, Inc. / Invesco Canada Ltd.* |
| Total return through growth of capital and current income. | Invesco V.I. Global Real Estate Fund, Series I, *Invesco Advisers, Inc. / Invesco Asset Management Limited* |
| Seeks total return with an emphasis on high current income, but also considering capital appreciation. | MFS® Income Portfolio, Initial Class, *Massachusetts Financial Services Company* |
| Seeks capital appreciation. | MFS® New Discovery Series, Initial Class, *Massachusetts Financial Services Company* |
| Seeks capital appreciation. | MFS® Research International Portfolio, Initial Class, *Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Total Return Series, Initial Class, *Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Utilities Series, Initial Class, *Massachusetts Financial Services Company* |
| Long-term capital appreciation by investing primarily in growth-oriented equity securities of issuers in emerging market countries. | Morgan Stanley VIF Emerging Markets Equity Portfolio, Class I, *Morgan Stanley Investment Management Inc. / Morgan Stanley Investment Management Company* |
| Total return. | Morgan Stanley VIF Global Strategist Portfolio, Class I, *Morgan Stanley Investment Management Inc. / Morgan Stanley Investment Management Limited* |
| Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. | Morgan Stanley VIF U.S. Real Estate Portfolio, Class I, *Morgan Stanley Investment Management Inc.* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Capital appreciation and some current income. | Morningstar Balanced ETF Asset Allocation Portfolio, Class II, *ALPS Advisors, Inc. / Morningstar Investment Management LLC* |
| Capital appreciation. | Morningstar Growth ETF Asset Allocation Portfolio, Class II, *ALPS Advisors, Inc. / Morningstar Investment Management LLC* |
| Current income and capital appreciation. | Morningstar Income and Growth ETF Asset Allocation Portfolio, Class II, *ALPS Advisors, Inc. / Morningstar Investment Management LLC* |
| Seeks growth of capital. | Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I, *Neuberger Berman Investment Advisers LLC* |
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Low Duration Portfolio, Administrative Class, *Pacific Investment Management Company LLC* |
| Seeks maximum real return, consistent with preservation of real capital and prudent investment management. | PIMCO Real Return Portfolio, Advisor Class, *Pacific Investment Management Company LLC* |
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Total Return Portfolio, Administrative Class, *Pacific Investment Management Company LLC* |
| Seeks to provide long-term capital growth. Income is a secondary objective. | T. Rowe Price Blue Chip Growth Portfolio-II, *T. Rowe Price Associates, Inc.* |
| Long-term capital appreciation. | Third Avenue Value Portfolio, *Third Avenue Management LLC* |

| | |
|---|---|
| 1 | "Standard & Poor's®," "S&P®," "S&P 500®," "Standard & Poor's 500," and "500" are trademarks of The McGraw-Hill Companies, Inc. and have been licensed for use by us. The Product is not sponsored, endorsed, sold or promoted by Standard & Poor's® and Standard & Poor's® makes no representation regarding the advisability of investing in the Product. The Statement of Additional Information sets forth certain additional disclaimers and limitations of liabilities on behalf of Standard & Poor's® as set forth in the Licensing Agreement between us and Standard & Poor's®. |
| 2 | Ameritas Investment Partners, Inc. is an affiliate of Ameritas Life. |
| 3 | This portfolio is closed to new investments. Funds may remain invested in the Subaccount. Transfers or withdrawals from this portfolio cannot be reinvested in the portfolio. |
| 4 | FIDELITY, Contrafund and Equity-Income are registered service marks of FMR LLC. Used with permission. |
| 5 | You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at $1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time. |
| 6 | The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, and Overture Encore!. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!. |

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VL,**
**Ameritas Variable Separate Account VA,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Account and Carillon Life Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Life SPVUL, UniVar, Overture Viva!,**
**Executive Select, Regent 2000, Overture Annuity,**
**Overture Annuity III-Plus, and Allocator 2000 Annuity**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Executive Edge**
**Prospectuses Dated November 5, 2007**

**Protector *h*VUL and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Designer Annuity and Excel Performance VUL (NY)**
**Prospectuses Dated May 1, 2010**

**Allocator 2000**
**Prospectus Dated September 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Excel Performance VUL**
**Prospectus Dated May 1, 2019**

**Supplement Dated May 1, 2022**

**The following disclosures are added to your Policy prospectus:**

**Fixed Account Risks**
The Fixed Account is part of the General Account of Ameritas Life Insurance Corp. The obligations of the General Account are subject to the claims of our creditors, the financial strength and the claims paying ability of the Company. The General Account is not a bank account and it is not insured by the FDIC or any other government agency.

**Insurance Company Risks**
Ameritas Life has sole legal responsibility to pay amounts that are owed under the Policy. You should look to the financial strength of Ameritas Life for its claims-paying ability. We are also exposed to risks related to natural and human-made disasters or other events, including (but not limited to) earthquakes, fires, floods, storms, epidemics and pandemics (such as COVID-19), terrorist acts, civil unrest, malicious acts and/or other events that could adversely affect our ability to conduct business. The risks from such events are common to all insurers. To mitigate such risks, we have business continuity plans in place that include remote workforces, remote system and telecommunication accessibility, and other plans to

ensure availability of critical resources and business continuity during an event. Such events can also have an adverse impact on financial markets, U.S. and global economies, service providers, and Fund performance for the portfolios available through your Policy. There can be no assurance that we, the Funds, or our service providers will avoid such adverse impacts due to such event and some events may be beyond control and cannot be fully mitigated or foreseen.

All other provisions of your Policy remain as stated in your Policy and prospectus as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**

**Supplement to:**

**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Executive Edge**
**Prospectuses Dated November 5, 2007**

**Protector *h*VUL and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Overture Ovation!**
**Prospectus Dated May 1, 2021**

**Supplement Dated February 14, 2022**

On January 1, 2022, Parametric Portfolio Associates LLC was added as a sub-adviser to the Calvert VP Volatility Managed Moderate Portfolio and the Calvert VP Volatility Managed Moderate Growth Portfolio (each individually "Portfolio"). Therefore, effective January 1, 2022, Parametric Portfolio Associates LLC is added as a sub-adviser to the Portfolio Subaccount Investment Option in your Policy prospectus.

Effective on or about April 29, 2022, the Invesco V.I. International Growth Fund (the "Fund") will be renamed Invesco V.I. EQV International Equity Fund. Therefore, on or about April 29, 2022, this name change is applicable to all references to the Fund and its associated Subaccount Investment Option in your prospectus and supporting materials.

All other provisions remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Overture Ovation!, Medley!, and Direction Variable Annuity**
**Prospectuses Dated May 1, 2021**

**Supplement Dated November 10, 2021**

Effective September 1, 2021, BNY Mellon Investment Adviser, Inc. has engaged its affiliate, Newton Investment Management North America, LLC, to serve as the fund's sub-investment adviser.

Therefore, effective September 1, 2021, Newton Investment Management North America, LLC is added as a subadviser to the BNY Mellon MidCap Stock Portfolio, Service Shares Subaccount Investment Option in your Policy prospectus.

All other provisions of your Policy remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Account and Carillon Life Account**
**(each, a "Separate Account")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Viva!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Executive Edge**
**Prospectuses Dated November 5, 2007**

**Protector *h*VUL and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Overture Ovation!, and Medley!**
**Prospectuses Dated May 1, 2021**

**Supplement Dated May 26, 2021**

On December 2, 2020, Waddell & Reed Financial, Inc. ("WDR"), the parent company of Ivy Investment Management Company, the investment adviser of the Ivy Funds Complex ("the Ivy Funds"), and Macquarie Management Holdings, Inc., the U.S. holding company for Macquarie Group Limited's U.S. asset management business ("Macquarie"), announced that they had entered into an agreement whereby Macquarie would acquire the investment management business of WDR (the "Acquisition"). The Acquisition closed on April 30, 2021 (the "Acquisition Date"). The Ivy Funds are now part of Delaware Funds by Macquarie family and are managed by Delaware Management Company and distributed by Delaware Distributors, L.P.

Effective as of the Acquisition Date, all references to Ivy Investment Management Company (Adviser) are replaced with Delaware Management Company ("DMC"), a series of Macquarie Investment Management Business Trust. Also, effective as of the Acquisition Date, DMC has added sub-advisers to each Portfolio Company as reflected in the chart below.

Effective July 1, 2021, the Portfolio Company name is changed as reflected in the "New" portion of the chart below.

The names of the Portfolio Companies and the Advisers are changed along with each related reference in your Policy prospectus, and the sub-advisers are added. The changes are reflected in the following chart:

| **Former**<br>**Portfolio Company and *Adviser / Subadviser(s)*** | **New**<br>**Portfolio Company and *Adviser / Subadviser(s)*** |
|---|---|
| Ivy VIP Balanced, Class II, *Ivy Investment Management Company* | Delaware Ivy VIP Balanced, Class II, *Delaware Management Company / Macquarie Funds Management Hong Kong Limited, Macquarie Investment Management Global Limited, Macquarie Investment Management Austria Kapitalanlage AG, and Macquarie Investment Management Europe Limited* |

Any instruction or purchase payment that designates a subaccount investing in a legacy Ivy Fund will be deemed to designate the subaccount investing in the same fund whose name will be updated on July 1, 2021 as noted in the table above. For sixty days following the Acquisition Date, you may transfer assets out of the subaccounts investing in the Delaware Funds, and any such transfer will not incur a transfer charge and will not count against the annual free transfer limit.

The Acquisition does not result in any change in the amount of your policy value, or in the dollar value of your investment in the Separate Account. In addition, the Acquisition does not cause any fees or charges under your policy to be greater, it does not alter your rights or our obligations under the policy, and it does not result in any tax liability to you.

All other provisions remain as stated in your Policy and prospectus.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**

**Overture Applause!, Overture Applause! II,**
**Overture Encore! and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III,**
**and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2021**

**Subaccount underlying portfolios available as variable investment options for your Policy are:**

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Current income and long-term capital appreciation. | Alger Balanced Portfolio, Class I-2, *Fred Alger Management, LLC* |
| Capital growth by investing in common stocks. Income is a secondary objective. | American Century VP Disciplined Core Value Fund, Class I, *American Century Investment Management, Inc.* |
| Long-term capital growth. Income is a secondary objective. | American Century VP Mid Cap Value Fund, Class I, *American Century Investment Management, Inc.* |
| Seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400®Index (S&P 400 Index). [2] | BNY Mellon MidCap Stock Portfolio, Service Shares, *BNY Mellon Investment Adviser, Inc.* |
| Investing to correspond with the returns of the MSCI EAFE Index. | Calvert VP EAFE International Index Portfolio, Class I, *Calvert Research and Management* |
| Investing to correspond with the returns of the Bloomberg Barclays U.S. Aggregate Bond Index. | Calvert VP Investment Grade Bond Index Portfolio, Class I, *Calvert Research and Management / Ameritas Investment Partners, Inc. ("AIP")* [1] |
| Investing to correspond with the returns of the NASDAQ 100 Index. | Calvert VP Nasdaq 100 Index Portfolio, Class I, *Calvert Research and Management / AIP* [1] |
| Investing to correspond with the returns of the Russell 2000 Index. | Calvert VP Russell 2000 Small Cap Index Portfolio, Class I, *Calvert Research and Management / AIP* [1] |
| Investing to correspond with the returns of the S&P 500 Index. | Calvert VP S&P 500 Index Portfolio, *Calvert Research and Management / AIP* [1,2] |
| Investing to correspond with the returns of the S&P MidCap 400 Index. | Calvert VP S&P MidCap 400 Index Portfolio, Class I, *Calvert Research and Management / AIP* [1,2] |
| Total return. | Calvert VP SRI Balanced Portfolio, Class I, *Calvert Research and Management* |
| Long-term capital appreciation. | Calvert VP SRI Mid Cap Portfolio [3], *Calvert Research and Management* |
| Income and growth. | Calvert VP Volatility Managed Moderate Growth Portfolio, Class F, *Calvert Research and Management / AIP* [1] |
| Current income. | Calvert VP Volatility Managed Moderate Portfolio, Class F, *Calvert Research and Management / AIP* [1] |
| Long-term capital growth. | DWS International Growth VIP, Class A, *DWS Investment Management Americas, Inc.* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Long-term capital appreciation. | DWS Small Mid Cap Value VIP, Class A, *DWS Investment Management Americas, Inc.* |
| Seeks to obtain high total return with reduced risk over the long term by allocating its assets among stocks, bonds, and short-term instruments. | Fidelity® VIP Asset Manager Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to maximize total return by allocating its assets among stocks, bonds, short-term instruments, and other investments. | Fidelity® VIP Asset Manager: Growth Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term capital appreciation. | Fidelity® VIP Contrafund[SM] Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks reasonable income. The fund will also consider the potential for capital appreciation. The fund's goal is to achieve a yield which exceeds the composite yield on the securities comprising the S&P 500® Index. [2] | Fidelity® VIP Equity-Income Portfolio[SM], Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with preservation of capital and liquidity. | Fidelity® VIP Government Money Market Portfolio, Initial Class [4]*, Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks to achieve capital appreciation. | Fidelity® VIP Growth Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks a high level of current income, while also considering growth of capital. | Fidelity® VIP High Income Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks as high a level of current income as is consistent with the preservation of capital. | Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Mid Cap Portfolio [4,5], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund.* |
| Seeks long-term growth of capital. | Fidelity® VIP Overseas Portfolio, Initial Class [4], *Fidelity Management & Research Company LLC / Other investment advisers serve as sub-advisers for the fund and FMR Investment Management (UK) Limited (FMR UK)*. |
| Seeks to maximize income while maintaining prospects for capital appreciation. | FTVIPT Franklin Income VIP Fund, Class 2, *Franklin Advisers, Inc.* |
| Seeks high current income, consistent with preservation of capital, with capital appreciation as secondary. | FTVIPT Templeton Global Bond VIP Fund, Class 2, *Franklin Advisers, Inc.* |
| Seeks capital appreciation. | Invesco V.I. Discovery Mid Cap Growth Fund, Series I, *Invesco Advisers, Inc.* |
| Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. | Invesco V.I. Global Core Equity Fund, Series I, *Invesco Advisers, Inc. / Invesco Canada Ltd.* |
| Total return through growth of capital and current income. | Invesco V.I. Global Real Estate Fund, Series I, *Invesco Advisers, Inc. / Invesco Asset Management Limited* |
| Long-term growth of capital. | Invesco V.I. International Growth Fund, Series I, *Invesco Advisers, Inc.* |
| To seek to provide total return through a combination of capital appreciation and current income. | Ivy VIP Balanced, Class II, *Ivy Investment Management Company* |
| Seeks total return with an emphasis on high current income, but also considering capital appreciation. | MFS® Income Portfolio, Initial Class, *Massachusetts Financial Services Company* |
| Seeks capital appreciation. | MFS® New Discovery Series, Initial Class, *Massachusetts Financial Services Company* |

| Type / Investment Objective | Portfolio Company and *Adviser / Subadviser(s)* |
|---|---|
| Seeks capital appreciation. | MFS® Research International Portfolio, Initial Class, *Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Total Return Series, Initial Class, *Massachusetts Financial Services Company* |
| Seeks total return. | MFS® Utilities Series, Initial Class, *Massachusetts Financial Services Company* |
| Long-term capital appreciation by investing primarily in growth-oriented equity securities of issuers in emerging market countries. | Morgan Stanley VIF Emerging Markets Equity Portfolio, Class I, *Morgan Stanley Investment Management Inc. / Morgan Stanley Investment Management Company* |
| Total return. | Morgan Stanley VIF Global Strategist Portfolio, Class I, *Morgan Stanley Investment Management Inc. / Morgan Stanley Investment Management Limited* |
| Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. | Morgan Stanley VIF U.S. Real Estate Portfolio, Class I, *Morgan Stanley Investment Management Inc.* |
| Capital appreciation and some current income. | Morningstar Balanced ETF Asset Allocation Portfolio, Class II, *ALPS Advisors, Inc. / Morningstar Investment Management LLC ("Morningstar")* |
| Capital appreciation. | Morningstar Growth ETF Asset Allocation Portfolio, Class II, *ALPS Advisors, Inc. / Morningstar* |
| Current income and capital appreciation. | Morningstar Income and Growth ETF Asset Allocation Portfolio, Class II, *ALPS Advisors, Inc. / Morningstar* |
| Seeks growth of capital. | Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I, *Neuberger Berman Investment Advisers LLC* |
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Low Duration Portfolio, Administrative Class, *Pacific Investment Management Company LLC* |
| Seeks maximum real return, consistent with preservation of real capital and prudent investment management. | PIMCO Real Return Portfolio, Advisor Class, *Pacific Investment Management Company LLC* |
| Seeks maximum total return, consistent with preservation of capital and prudent investment management. | PIMCO Total Return Portfolio, Administrative Class, *Pacific Investment Management Company LLC* |
| Seeks to provide long-term capital growth. Income is a secondary objective. | T. Rowe Price Blue Chip Growth Portfolio-II, *T. Rowe Price Associates, Inc.* |
| Long-term capital appreciation. | Third Avenue Value Portfolio, *Third Avenue Management LLC* (named FFI Strategies Portfolio prior to April 30, 2021) |

| | |
|---|---|
| 1 | Ameritas Investment Partners, Inc. is an affiliate of Ameritas Life. |
| 2 | "Standard & Poor's®," "S&P®," "S&P 500®," "Standard & Poor's 500," and "500" are trademarks of The McGraw-Hill Companies, Inc. and have been licensed for use by us. The Product is not sponsored, endorsed, sold or promoted by Standard & Poor's® and Standard & Poor's® makes no representation regarding the advisability of investing in the Product. The Statement of Additional Information sets forth certain additional disclaimers and limitations of liabilities on behalf of Standard & Poor's® as set forth in the Licensing Agreement between us and Standard & Poor's®. |
| 3 | This portfolio is closed to new investments. Funds may remain invested in the Subaccount. Transfers or withdrawals from this portfolio cannot be reinvested in the portfolio. |
| 4 | FIDELITY, Contrafund and Equity-Income are registered service marks of FMR LLC. Used with permission. |
| 5 | The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Ovation. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!. |

**The following disclosures are added to your Policy prospectus:**

**Cybersecurity Risk**
We are at risk for cyber security failures or breaches of our information and processing systems and the systems of our business partners that could have negative impacts on you. These impacts include, but are not limited to, potential financial losses under your Policy, your inability to conduct transactions under your Policy, our inability to calculate your Policy's values, and the disclosure of your personal or confidential information.

**Restrictions On Financial Transactions**
Applicable laws designed to counter terrorism and prevent money laundering might, in certain circumstances, require us to reject a Premium payment and/or block or “freeze” your Policy. If these laws apply in a particular situation, we would not be allowed to process any request for withdrawals, surrenders, loans or death benefits, make transfers, or continue making payments under your death benefit option until instructions are received from the appropriate regulator. We also may be required to provide additional information about you or your Policy to government regulators.

**Other Matters**
Pandemics and their related major public health issues have a major impact on the global economy and financial markets. Governmental and non-governmental organizations may not effectively combat the spread and severity of such a pandemic, increasing its harm to Ameritas Life. Any of these events could materially adversely affect the Company’s operations, business, financial results, or financial condition.

**Conflict of Interest**
Your representative may receive compensation for selling this policy to you, both in the form of commissions, additional cash benefits (e.g., bonuses), and non-cash compensation. This conflict of interest may influence your registered representative to recommend this policy over another investment for which the representative is not compensated or compensated less.

**Unclaimed Death Benefit Proceeds**
Every state has unclaimed property laws that generally declare life insurance and annuity policies to be abandoned after a period of inactivity of three to five years from the date any death benefit and/or annuity payment is due and payable. For example, if the payment of a death benefit has been triggered, and after a thorough search, we are still unable to locate the Beneficiary of the death benefit, the death benefit will be paid to the abandoned property investment division or unclaimed property office of the state in which the Beneficiary or the Policy Owner last resided, as shown on our books and records. (“Escheatment” is the formal, legal name for this process.) However, the state is obligated to pay the death benefit (without interest) if your Beneficiary steps forward to claim it with the proper documentation and within certain mandated periods. To prevent your Policy’s death benefit and/or annuity payment from being paid to the state’s abandoned or unclaimed property office, it is important that you update your Beneficiary designation, and personal information—including complete names and complete address—if and as they change.

All other provisions remain as stated in your Policy and prospectus as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL,**
**and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Supplement Dated January 6, 2021**

Effective December 1, 2020, the investment sub-adviser to Calvert VP Volatility Managed Moderate Growth Portfolio, Class F and Calvert VP Volatility Managed Moderate Portfolio, Class F is Ameritas Investment Partners, Inc.

All other provisions remain as stated in your Policy and prospectus, as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**

**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, Overture Life SPVUL,**
**Overture Annuity and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation!**
**Prospectus Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Medley!**
**Prospectus Dated May 1, 2013**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Supplement Dated November 24, 2020**

Effective October 15, 2020, the subadviser to the Invesco V.I. Global Core Equity Fund, Series I is Invesco Canada Ltd.

Accordingly, effective October 15, 2020, the list of variable investment options in your prospectus is revised to read as follows:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **AIM Variable Insurance Funds**<br>**(Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Global Core Equity Fund, Series I – *Invesco Canada Ltd.* | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |

All other provisions of your Policy remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, Overture Viva!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL,**
**and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Excel Performance VUL**
**Prospectus Dated May 1, 2019**

**Ameritas Performance II VUL**
**Prospectus Dated May 1, 2020**

**Supplement Dated November 20, 2020**

Effective November 30, 2020, Cadence Capital Management LLC has resigned its position as sub-adviser to the Third Avenue Variable Series Trust FFI Strategies Portfolio.

Accordingly, effective November 30, 2020, the list of variable investment options in your prospectus is revised to read as follows:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| FFI Strategies Portfolio | Long-term capital appreciation. |

All other provisions of your Policy remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Viva!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL,**
**and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Excel Performance VUL**
**Prospectus Dated May 1, 2019**

**Ameritas Performance II VUL**
**Prospectus Dated May 1, 2020**

**Supplement Dated September 3, 2020**

On June 26, 2020, American Century Investments announced that the name of the American Century VP Income & Growth Fund, Class I (the "Portfolio") will change to American Century VP Disciplined Core Value Fund, Class I, effective September 25, 2020. This name change is applicable to all references to the Portfolio in your prospectus and supporting materials.

All other provisions remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!,**
**Overture Encore!, Overture Life SPVUL,**
**Overture Annuity, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Medley!**
**Prospectus Dated May 1, 2013**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Supplement Dated July 1, 2020**

On April 29, 2020 MFS® Variable Insurance Trust II announced that the name of the MFS® Strategic Income Portfolio, Initial Class (the “Portfolio”) will change to MFS® Income Portfolio, Initial Class effective September 1, 2020. This name change is applicable to all references to the Portfolio in your prospectus and supporting materials.

All other provisions remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account VA-2**
**(Separate Account)**

**Supplement to:**
**Overture Annuity III-Plus**
**Prospectus Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III and**
**Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2020**

1. Subaccount underlying portfolios available as variable investment options for your Policy are:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **BNY Mellon Investment Portfolios** | **BNY Mellon Investment Adviser, Inc.** |
| BNY Mellon MidCap Stock Portfolio, Service Shares | Seeks investment results that are greater than the total return performance of publicly traded common stocks of medium-size domestic companies in the aggregate, as represented by the Standard & Poor's MidCap 400®Index (S&P 400 Index)**. |
| **Calvert Variable Products, Inc.** | **Calvert Research and Management** |
| Calvert VP EAFE International Index Portfolio, Class I | Index: MSCI EAFE Index. |
| Calvert VP Investment Grade Bond Index Portfolio, Class I – *Ameritas Investment Partners, Inc. ("AIP")** | Index: Bloomberg Barclays U.S. Aggregate Bond Index. |
| Calvert VP Nasdaq 100 Index Portfolio, Class I – *AIP** | Index: NASDAQ 100 Index. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *AIP** | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio** – *AIP** | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio**, Class I – *AIP** | Index: S&P MidCap 400 Index. |
| Calvert VP Volatility Managed Moderate Growth Portfolio, Class F – *AIP* and Milliman Financial Risk Management, LLC ("Milliman")* | Income and growth. |
| Calvert VP Volatility Managed Moderate Portfolio, Class F – *AIP* and Milliman* | Current income. |
| **Calvert Variable Series, Inc.** | **Calvert Research and Management** |
| Calvert VP SRI Balanced Portfolio, Class I | Total return. |
| **DWS Variable Series II** | **DWS Investment Management Americas, Inc.** |
| DWS International Growth VIP, Class A | Long-term capital growth. |
| DWS Small Mid Cap Value VIP, Class A | Long-term capital appreciation. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Fidelity® Variable Insurance Products ***** | **Fidelity Management & Research Company LLC** |
| Fidelity® VIP Asset Manager Portfolio, Initial Class *(1)* | Seeks to obtain high total return with reduced risk over the long term by allocating its assets among stocks, bonds, and short-term instruments. |
| Fidelity® VIP Asset Manager: Growth Portfolio, Initial Class *(1)* | Seeks to maximize total return by allocating its assets among stocks, bonds, short-term instruments, and other investments. |
| Fidelity® VIP Contrafund℠ Portfolio, Initial Class *(1)* | Seeks long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio℠, Initial Class *(1)* | Seeks reasonable income. The fund will also consider the potential for capital appreciation. The fund's goal is to achieve a yield which exceeds the composite yield on the securities comprising the S&P 500® Index**. |
| Fidelity® VIP Government Money Market Portfolio, Initial Class *(1)* | Seeks as high a level of current income as is consistent with preservation of capital and liquidity. |
| Fidelity® VIP Growth Portfolio, Initial Class *(1)* | Seeks to achieve capital appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class *(1)* | Seeks a high level of current income, while also considering growth of capital. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class *(1)* | Seeks as high a level of current income as is consistent with the preservation of capital. |
| Fidelity® VIP Mid Cap Portfolio, Service Class 2 *(1)* | Seeks long-term growth of capital. |
| Fidelity® VIP Overseas Portfolio, Initial Class *(1,2)* | Seeks long-term growth of capital. |
| *Subadvisers: (1) Other investment advisers serve as sub-advisers for the fund and (2) FMR Investment Management (UK) Limited (FMR UK)* | |
| **Franklin Templeton Variable Insurance Products Trust** | **Franklin Advisers, Inc.** |
| Franklin Income VIP Fund, Class 2 | Seeks to maximize income while maintaining prospects for capital appreciation. |
| Templeton Global Bond VIP Fund, Class 2 | Seeks high current income, consistent with preservation of capital, with capital appreciation as secondary. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco Oppenheimer V.I. Discovery Mid Cap Growth Fund, Series I (merged from Invesco V.I. Mid Cap Growth Fund, Series I, prior to May 1, 2020) | Seeks capital appreciation. |
| Invesco V.I. Global Core Equity Fund, Series I – *Invesco Asset Management Limited* | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| **Ivy Variable Insurance Portfolios** | **Ivy Investment Management Company** |
| Ivy VIP Balanced, Class II | To seek to provide total return through a combination of capital appreciation and current income. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **MFS® Variable Insurance Trust II** | **Massachusetts Financial Services Company** |
| MFS® Research International Portfolio, Initial Class | Seeks capital appreciation. |
| MFS® Strategic Income Portfolio, Initial Class | Seeks total return with an emphasis on high current income, but also considering capital appreciation. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Morgan Stanley Variable Insurance Fund, Inc.** | **Morgan Stanley Investment Management Inc.** |
| Morgan Stanley VIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company* | Long-term capital appreciation by investing primarily in growth-oriented equity securities of issuers in emerging market countries. |
| Morgan Stanley VIF Global Strategist Portfolio, Class I – *Morgan Stanley Investment Management Limited* | Total return. |
| Morgan Stanley VIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |
| **ALPS Variable Investment Trust** | **ALPS Advisors, Inc.** |
| Morningstar Balanced ETF Asset Allocation Portfolio, Class II – *Morningstar Investment Management LLC ("Morningstar")* | Capital appreciation and some current income. |
| Morningstar Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Capital appreciation. |
| Morningstar Income and Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Current income and capital appreciation. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Investment Advisers LLC** |
| Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I | Seeks growth of capital. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Low Duration Portfolio, Administrative Class | Seeks maximum total return. |
| PIMCO Real Return Portfolio, Advisor Class | Seeks maximum real return. |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks to provide long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| FFI Strategies Portfolio – *Cadence Capital Management LLC* | Long-term capital appreciation. |

* Ameritas Investment Partners, Inc. is an affiliate of Ameritas Life.

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2. The following is added to the first page of your prospectus:

Ameritas and its subsidiaries continuously monitor their various businesses, internal and external operations, the financial services industry as a whole, and the effects of various external events on our businesses. In response to the current COVID-19 pandemic, we have taken additional steps to continuously provide service to our policy owners. We continuously monitor the life insurance company's investments, and are keeping abreast of developing strategies, in order to ensure that we maintain our financial strength during this unprecedented time of general uncertainty due to the pandemic.

3. The instructions for electing to receive communications electronically, on page one of your prospectus, are replaced with the following:

You may elect to receive shareholder reports and other communications from us electronically by:

1. Calling our Customer Service Center at 800-745-1112, or
2. Visiting ameritas.com and following these instructions:
   - Click on **Account Access**.
   - Select **Life/Annuities/Disability** and click **Customer Login**.
   - Click on your variable policy number, then the **Electronic Consent** tab and click **Accept** to indicate your preference for electronic information.
   - First time users select **Register** and follow the simple registration prompts. You will need your policy number and Social Security Number or tax identification number and date of birth.

4. In the section titled Taxation of Death Proceeds, the first three sentences are revised to read as follows:

A death benefit paid under the Policy may be taxable income to the beneficiary. The rules on taxation of an annuity apply. Estate taxes may also apply to your annuity, even if all or a portion of the benefit is subject to federal income taxes.

All other provisions remain as stated in your Policy and prospectus as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, Overture Viva!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III, Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I, and**
**VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Excel Performance VUL**
**Prospectus Dated May 1, 2019**

**Ameritas Performance II VUL**
**Prospectus Dated December 16, 2019**

**Supplement Dated March 5, 2020**

On February 10, shareholders of Third Avenue Value Portfolio (the "Portfolio") approved a new investment sub-advisory agreement among the Third Avenue Variable Series Trust (the "Trust"), on behalf of the Portfolio, Third Avenue Management LLC ("Third Avenue" or the "Adviser"), the Portfolio's investment adviser, and Cadence Capital Management LLC ("Cadence" or the "Sub-Adviser"), the Portfolio's sub-adviser (the "Sub-Advisory Agreement"), to take effect upon execution of the Sub-Advisory Agreement.

Cadence will assume portfolio sub-advisory responsibility for the portion of the Portfolio allocated to it by Third Avenue. Additionally, in connection with the approval of the Sub-Advisory Agreement, the Portfolio will be renamed the "FFI Strategies Portfolio" effective March 16, 2020. Therefore, effective March 16, 2020, all references to "Third Avenue Value" in your prospectus will be changed to "FFI Strategies Portfolio" and information relating to the Portfolio in the list of subaccount underlying portfolios in your prospectus is revised to read as follows.

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| FFI Strategies Portfolio – Cadence Capital Management LLC | Long-term Capital appreciation |

All other provisions remain as stated in your Policy, prospectus and supplements as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VL,**
**Ameritas Variable Separate Account VA,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Account and Carillon Life Account**
**(Separate Accounts)**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Life SPVUL, UniVar, Overture Viva!,**
**Executive Select, Regent 2000, Overture Annuity,**
**Overture Annuity III-Plus, and Allocator 2000 Annuity**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL,**
**and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Designer Annuity and Excel Performance VUL (NY)**
**Prospectuses Dated May 1, 2010**

**Allocator 2000**
**Prospectus Dated September 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Excel Performance VUL and Direction Variable Annuity**
**Prospectuses Dated May 1, 2019**

**Ameritas Performance II VUL**
**Prospectus Dated December 16, 2019**

**and Statements of Additional Information ("SAI")**

**Supplement Dated January 10, 2020**

Effective January 1, 2020, Ameritas Investment Corp., the underwriter, converted from a Nebraska corporation to a Nebraska limited liability company (Ameritas Investment Company, LLC). All references in the prospectus to Ameritas Investment Corp. ("AIC") are changed to Ameritas Investment Company, LLC ("AIC").

All other provisions remain as stated in your Policy, prospectus, supplements and Statement of Additional Information as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account VA-2**

**Supplement to:**

**Overture Annuity III-Plus**
**Prospectus Dated May 1, 2007**

**Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**and Statement of Additional Information ("SAI")**

**Supplement Dated May 1, 2019**

1. Subaccount underlying portfolios available as variable investment options for your Policy are:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc. *** | **Calvert Research and Management** |
| Calvert VP EAFE International Index Portfolio, Class I | Index: MSCI EAFE Index. |
| Calvert VP Investment Grade Bond Index Portfolio, Class I – *Ameritas Investment Partners, Inc. ("AIP")*** | Index: Bloomberg Barclays U.S. Aggregate Bond Index. |
| Calvert VP Nasdaq 100 Index Portfolio, Class I – *AIP*** | Index: NASDAQ 100 Index. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *AIP*** | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio*** – *AIP*** | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio***, Class I – *AIP*** | Index: S&P MidCap 400 Index. |
| Calvert VP Volatility Managed Moderate Growth Portfolio, Class F – *AIP** and Milliman Financial Risk Management, LLC ("Milliman")* | Income and growth. |
| Calvert VP Volatility Managed Moderate Portfolio, Class F – *AIP** and Milliman* | Current income. |
| **Calvert Variable Series, Inc. *** | **Calvert Research and Management** |
| Calvert VP SRI Balanced Portfolio, Class I | Total return. |
| **Dreyfus Investment Portfolios (renamed BNY Mellon Investment Portfolios effective on or about June 3, 2019)** | **The Dreyfus Corporation (renamed BNY Mellon Investment Adviser, Inc. effective on or about June 3, 2019)** |
| Dreyfus MidCap Stock Portfolio, Service Shares (renamed BNY Mellon MidCap Stock Portfolio, Service Shares effective on or about June 3, 2019) | Index: S&P MidCap 400 Index.*** |
| **DWS Variable Series II** | **DWS Investment Management Americas, Inc.** |
| DWS International Growth VIP, Class A | Long-term capital growth. |
| DWS Small Mid Cap Value VIP, Class A | Long-term capital appreciation. |
| **Fidelity® Variable Insurance Products ****** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager Portfolio, Initial Class *(1,2,4)* | Seeks to obtain high total return with reduced risk over the long term by allocating its assets among stocks, bonds, and short-term instruments. |
| Fidelity® VIP Asset Manager: Growth Portfolio, Initial Class *(1,2,4)* | Seeks to maximize total return by allocating its assets among stocks, bonds, short-term instruments, and other investments. |
| Fidelity® VIP Contrafund® Portfolio, Initial Class *(2,4)* | Seeks long-term capital appreciation. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| Fidelity® VIP Equity-Income Portfolio, Initial Class *(2,4)* | Seeks reasonable income. The fund will also consider the potential for capital appreciation. The fund's goal is to achieve a yield which exceeds the composite yield on the securities comprising the S&P 500® Index. |
| Fidelity® VIP Government Money Market Portfolio, Initial Class *(1,4)* | Seeks as high a level of current income as is consistent with preservation of capital and liquidity. |
| Fidelity® VIP Growth Portfolio, Initial Class *(2,4)* | Seeks to achieve capital appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class *(2,4)* | Seeks a high level of current income, while also considering growth of capital. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class *(1,4)* | Seeks as high a level of current income as is consistent with the preservation of capital. |
| Fidelity® VIP Mid Cap Portfolio, Service Class 2 *(2,4)* | Seeks long-term growth of capital. |
| Fidelity® VIP Overseas Portfolio, Initial Class *(2,3,4)* | Seeks long-term growth of capital. |
| *Subadvisers: (1) Fidelity Investments Money Management, Inc.; (2) FMR Co., Inc.; (3) FMR Investment Management (UK) Limited; and (4) other investment advisers serve as sub-advisers for the fund.* | |
| **Franklin Templeton Variable Insurance Products Trust** | **Franklin Advisers, Inc.** |
| Franklin Income VIP Fund, Class 2 | Seeks to maximize income while maintaining prospects for capital appreciation. |
| Templeton Global Bond VIP Fund, Class 2 | Seeks high current income, consistent with preservation of capital, with capital appreciation as secondary. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Global Core Equity Fund, Series I – *Invesco Asset Management Limited* | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| Invesco V.I. Mid Cap Growth Fund, Series I | Seek capital growth. |
| **Ivy Variable Insurance Portfolios** | **Ivy Investment Management Company** |
| Ivy VIP Balanced, Class II | To seek to provide total return through a combination of capital appreciation and current income. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **MFS® Variable Insurance Trust II** | **Massachusetts Financial Services Company** |
| MFS® Research International Portfolio, Initial Class | Seeks capital appreciation. |
| MFS® Strategic Income Portfolio, Initial Class | Seeks total return with an emphasis on high current income, but also considering capital appreciation. |
| **Morgan Stanley Variable Insurance Fund, Inc.** | **Morgan Stanley Investment Management Inc.** |
| Morgan Stanley VIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company* | Long-term capital appreciation by investing primarily in growth-oriented equity securities of issuers in emerging market countries. |
| Morgan Stanley VIF Global Strategist Portfolio, Class I – *Morgan Stanley Investment Management Limited* | Total return. |
| Morgan Stanley VIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |
| **ALPS Variable Investment Trust** | **ALPS Advisors, Inc.** |
| Morningstar Balanced ETF Asset Allocation Portfolio, Class II – *Morningstar Investment Management LLC ("Morningstar")* | Capital appreciation and some current income. |
| Morningstar Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Capital appreciation. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| Morningstar Income and Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Current income and capital appreciation. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Investment Advisers LLC** |
| Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I | Seeks growth of capital. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Low Duration Portfolio, Administrative Class | Seeks maximum total return. |
| PIMCO Real Return Portfolio, Advisor Class | Seeks maximum real return. |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks to provide long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |

* Prior to December 31, 2016, these funds, the funds' previous investment adviser, and the funds' previous underwriter were part of Ameritas Mutual Holding Company ("Ameritas"), the ultimate parent of Ameritas Life. The funds are no longer affiliated with Ameritas, and the current investment adviser and current underwriter are not affiliated with Ameritas.

** Ameritas Investment Partners, Inc. is an indirect subsidiary of Ameritas.

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2. The following language is added to your prospectus:

Beginning on January 1, 2021, as permitted by regulations adopted by the Securities and Exchange Commission, paper copies of the shareholder reports for portfolio companies available under your policy will no longer be sent by mail, unless you specifically request paper copies of the reports from Ameritas Life Insurance Corp. Instead, the reports will be made available on a website, and you will be notified by mail each time a report is posted and provided with a website address to access the report.

If you already elected to receive shareholder reports electronically, you will not be affected by this change and you need not take any action. You may elect to receive shareholder reports and other communications from us electronically by:

1. Calling our Customer Service Center at 800-745-1112, option 2, or
2. Visiting ameritas.com and following these instructions:
   - Click on **Account Access** in the top right corner.
   - Select **Life/Annuities/Disability** and click **Client Login**.
   - If you are already registered for Account Access:
     - Click on your variable policy number;
     - Select the **Electronic Consent** tab and click **Accept** to indicate your preference for electronic information.
   - If you are not already registered:
     - Select **Register Now** and follow the simple registration prompts. You'll need your policy number, Social Security Number or tax identification number, and date of birth.
     - Select the **Electronic Consent** tab and click **Accept** to indicate your preference for electronic information.

You may elect to receive all future reports in paper free of charge. You can inform us that you wish to continue receiving paper copies of your shareholder reports by calling our Customer Service Center at 800-745-1112, option 2. Your election to receive reports in paper will apply to all portfolio companies available under your policy.

3. The Calculation of Performance section of your SAI is revised to replace the references to specific fee deductions reflected in the Standardized Performance Reporting and Yields subsections with a statement that all recurring fees that are charged to Policy owners are reflected in such returns or yields.

4. Please see the fund prospectuses for more information about subaccount underlying portfolios, including portfolio operating expenses for the year ended December 31, 2018.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VL,**
**Ameritas Variable Separate Account VA,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, Executive Select, Regent 2000,**
**Overture Annuity III-Plus and Allocator 2000 Annuity**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL, and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III, Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Designer Annuity and Excel Performance VUL (NY)**
**Prospectuses Dated May 1, 2010**

**Allocator 2000**
**Prospectus Dated September 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Excel Performance VUL and Direction Variable Annuity**
**Prospectuses Dated May 1, 2018**

**Supplement Dated June 22, 2018**

On or about July 2, 2018, Deutsche Investment Management Americas Inc., the investment advisor to the Deutsche funds available through your policy, will be renamed to DWS Investment Management Americas, Inc. In addition, the "Deutsche funds" will become known as the "DWS funds" and each of the Deutsche funds listed in your prospectus will be renamed.

As of the effective date of the foregoing name changes, all references to Deutsche in your prospectus and supporting material relating to your variable policy will thereafter refer to DWS.

All other provisions remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL and Overture Bravo!**
**Prospectuses Dated May 1, 2007**

**Overture Accent!**
**Prospectus Dated September 1, 2009**

**and Statements of Additional Information ("SAI")**

**Supplement Dated May 1, 2018**

1. The Asset Allocation Program section of your prospectus and SAI is deleted and replaced with the following:

**ASSET ALLOCATION PROGRAM**
We may offer an asset allocation program using models. However, you always have the ability to construct your own asset allocation plan from among the Investment Options available in your Policy. Asset allocation programs using models are intended to match model risk tolerance and investment objectives with the Investment Options available in your Policy.

To assist you in your selection of an asset allocation model, we offer an Asset Allocation Program (the "Program"). The Program consists of models that were developed by an unaffiliated third party investment adviser. The unaffiliated third party investment adviser provided research and business support services relating to the models and selected the specific funds to populate each model from those available in the Policy. Ameritas Life paid for these consultant services at no additional cost to the Policy Owners.

Ameritas Investment Corp. ("AIC"), an affiliate of ours, previously served as discretionary investment adviser for Program participants solely in connection with the development and periodic updates to the model portfolios. In this regard, AIC entered into an investment advisory agreement with each Policy Owner participating in the Program. In its role as investment adviser, AIC relied upon the recommendations of third parties to provide research and business support services and select the specific funds to populate the models. AIC's role as investment adviser for development of and periodic updates to the models terminated on August 1, 2016, and the models in the Program no longer undergo periodic updates.

**Important Information Concerning the Asset Allocation Program after August 1, 2016**
On and after August 1, 2016, the models in the Program no longer undergo periodic updates (the models became "static"). Any investment advisory agreement you previously entered into with AIC terminated, and AIC no longer makes updates to the models. Policy Owners received notice of the termination of their investment advisory agreement and additional notice that the models were becoming static. The models will remain invested in accordance with the most recent model allocations. You may continue rebalancing your allocation among the funds in your particular static model on a quarterly basis. You were not required to take any action to continue participating in a static model. You may allocate to a different static model or discontinue participating in static models.

To participate in the Program:
- **You are responsible for determining which model is best for you.** Your financial adviser can help you make this determination and may provide you with an investor questionnaire to help you define your investing style. There is no guarantee that the model you select is appropriate to your ability to withstand investment risk. We are not responsible for your selection of a specific Investment Option or model, or your decision to change to a different Investment Option.

- You must allocate all of your Policy Value to one asset allocation model. We must receive notice of your asset allocation model election by Written Notice before we can begin a Program for you. Only you can select which model is best for you. The Asset Allocation questionnaire can be an aid, but is just a tool; you will make your own selection. You may wish to consult with your own financial professional to determine whether participation in the Program is best for you, and if so, which model is most suitable.
- If you are currently participating in a Program model and you make changes to your allocations outside the model, you will be considered as having withdrawn from the Program. You will be required to communicate with the Service Center if you wish to make a transfer or trade. The Service Center will communicate that your election to execute a trade will result in the discontinuance of the Program for your Policy prior to you being able to execute any telephone transaction.
- You may participate in quarterly rebalancing where each quarter we will automatically rebalance the Subaccount values to be consistent with the allocation percentages for the Program model that you selected. Such rebalancing will be disclosed in quarterly statements to you. Performance of each model is updated monthly on our website and is available upon request.

The Program consists of five models, ranging from aggressive to conservative. On and after August 1, 2016, the static models will retain these descriptions.

- Aggressive Model – The Aggressive Model is for long-term investors who want high growth potential and do not need current income. The model may entail substantial year-to-year volatility in exchange for potentially higher long-term returns. Losses are still possible.
- Capital Growth Model – The Capital Growth Model is for long-term investors who want good growth potential and do not need current income. The model entails a fair amount of volatility, but not as much as the Aggressive Model. Losses are still possible.
- Balanced Model – The Balanced Model is for long-term investors who do not need current income and want some growth potential. The model is likely to entail some fluctuations, but presents less volatility than the overall equity market. Losses are still possible.
- Moderate Model – The Moderate Model is for investors who seek current income and stability, with modest potential for increase in the value of their investments. Losses are still possible.
- Conservative Model – The Conservative Model is for investors who seek current income and stability, and are less concerned about growth. Losses are still possible.

The *Adding, Deleting, or Substituting Variable Investment Options* Section above describes how changes to the Subaccounts' underlying portfolios will be addressed in the static models.

**Potential Conflicts of Interest Relating to Program Models**

We, and our affiliates, managed the competing interests that had the potential to influence the decision making with regard to the models by engaging a third party investment adviser to design the models and select the Investment Options for such models. Such competing interests included the following: AIC is compensated by us as principal underwriter for the Policies and as a distributor for a majority of our Policies. Calvert Variable Products, Inc. and Calvert Variable Series, Inc. (the "Calvert Funds"), have portfolios offered through the Policy. The Calvert Funds were advised by Calvert Investment Management, Inc. ("CIM"), an affiliate of ours prior to December 31, 2016, and certain of the Calvert Funds are subadvised by Ameritas Investment Partners, Inc. ("AIP") a current affiliate of ours. CIM was and AIP is compensated for administrative, advisory and sub-advisory services they provided or provide to Calvert Funds. Calvert Fund portfolios may or may not be included in the models. We may receive administrative services fees from other portfolios that are available as Investment Options or distribution fees. As a result of these competing interests the affiliated parties faced in this Program, there was an increased potential risk of a conflict of interest in these arrangements.

There is no additional charge for selecting the Program. Although asset allocation programs are intended to mitigate investment risk, there is a risk that investing pursuant to a model will still result in losses. The models will remain unchanged, thus, the percentages of your Policy value allocated to each portfolio within the selected model will not be changed by us, and subsequent purchase payments will be invested in the same model unless we receive new instructions. Over time, the static model you select may no longer align with its original investment objective due to the effects of underlying portfolio performance and changes in underlying portfolio investment objectives. Therefore, your investment may no longer be consistent with your objectives. Portfolio rebalancing may help address this risk, but this is not guaranteed. You should consult with your financial professional about how to keep your allocations in line with your current investment goals.

We may discontinue the Asset Allocation Program at any time. We reserve the right to modify the terms of the Program. We may configure new static models from time to time. We will provide advance notice of any such changes to the Program and inform you of your options.

2. Subaccount underlying portfolios available as variable investment options for your Policy are:

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc.*** | **Calvert Research and Management** |
| Calvert VP EAFE International Index Portfolio, Class I | Index: MSCI EAFE Index. |
| Calvert VP Investment Grade Bond Index Portfolio, Class I – *Ameritas Investment Partners, Inc. ("AIP")*** | Index: Bloomberg Barclays U.S. Aggregate Bond Index. |
| Calvert VP Nasdaq 100 Index Portfolio, Class I – *AIP*** | Index: NASDAQ 100 Index. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *AIP*** | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio*** – *AIP*** | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio*** Class I – *AIP*** | Index: S&P MidCap 400 Index. |
| Calvert VP Volatility Managed Moderate Growth Portfolio, Class F – *AIP** and Milliman Financial Risk Management, LLC ("Milliman")* | Income and growth. |
| Calvert VP Volatility Managed Moderate Portfolio, Class F – *AIP** and Milliman* | Current income. |
| **Calvert Variable Series, Inc.*** | **Calvert Research and Management** |
| Calvert VP SRI Balanced Portfolio, Class I | Total return. |
| **Deutsche Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| Deutsche International Growth VIP, Class A | Long-term capital growth. |
| Deutsche Small Mid Cap Value VIP, Class A | Long-term capital appreciation. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P MidCap 400 Index.*** |
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager Portfolio, Service Class (1,2,4) | Seeks to obtain high total return with reduced risk over the long term by allocating its assets among stocks, bonds, and short-term instruments. |
| Fidelity® VIP Asset Manager: Growth Portfolio, Service Class (1,2,4) | Seeks to maximize total return by allocating its assets among stocks, bonds, short-term instruments, and other investments. |
| Fidelity® VIP Contrafund® Portfolio, Service Class (2,4) | Seeks long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio, Service Class (2,4) | Seeks reasonable income. The fund will also consider the potential for capital appreciation. The fund's goal is to achieve a yield which exceeds the composite yield on the securities comprising the S&P 500® Index.*** |
| Fidelity® VIP Government Money Market Portfolio, Initial Class (1,4) | Seeks as high a level of current income as is consistent with preservation of capital and liquidity. |
| Fidelity® VIP Growth Portfolio, Service Class (2,4) | Seeks to achieve capital appreciation. |
| Fidelity® VIP High Income Portfolio, Service Class (2,4) | Seeks a high level of current income, while also considering growth of capital. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class (1,4) | Seeks as high a level of current income as is consistent with the preservation of capital. |
| Fidelity® VIP Mid Cap Portfolio**** (2,4) | Seeks long-term growth of capital. |
| Fidelity® VIP Overseas Portfolio, Service Class (2,3,4) | Seeks long-term growth of capital. |
| *Subadvisers: (1) Fidelity Investments Money Management, Inc.; (2) FMR Co., Inc.; (3) FMR Investment Management (UK) Limited; and (4) other investment advisers serve as sub-advisers for the fund.* | |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Franklin Templeton Variable Insurance Products Trust** | **Franklin Advisers, Inc.** |
| Franklin Income VIP Fund, Class 2 | Income. |
| Templeton Global Bond VIP Fund, Class 2 | Current income, consistent with preservation of capital, with capital appreciation as secondary. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Global Core Equity Fund, Series I | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| Invesco V.I. Mid Cap Growth Fund, Series I | Seek capital growth. |
| **Ivy Variable Insurance Portfolios** | **Ivy Investment Management Company** |
| Ivy VIP Balanced, Class II | To seek to provide total return through a combination of capital appreciation and current income. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **MFS® Variable Insurance Trust II** | **Massachusetts Financial Services Company** |
| MFS® Research International Portfolio, Initial Class | Seeks capital appreciation. |
| MFS® Strategic Income Portfolio, Initial Class | Seeks total return with an emphasis on high current income, but also considering capital appreciation. |
| **Morgan Stanley Variable Insurance Fund, Inc.** | **Morgan Stanley Investment Management Inc.** |
| Morgan Stanley VIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company* | Long-term capital appreciation by investing primarily in growth oriented equity securities of issuers in emerging market countries. |
| Morgan Stanley VIF Global Strategist Portfolio, Class I | Total return. |
| Morgan Stanley VIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |
| **ALPS Variable Investment Trust** | **ALPS Advisors, Inc.** |
| Morningstar Balanced ETF Asset Allocation Portfolio, Class II – *Morningstar Investment Management LLC ("Morningstar")* | Capital appreciation and some current income. |
| Morningstar Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Capital appreciation. |
| Morningstar Income and Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Current income and capital appreciation. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Investment Advisers LLC** |
| Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I | Seeks growth of capital. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Low Duration Portfolio, Administrative Class | Seeks maximum total return. |
| PIMCO Real Return Portfolio, Advisor Class | Seeks maximum real return. |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks to provide long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |

* Prior to December 31, 2016, these funds, the funds' previous investment adviser, and the funds' previous underwriter were part of Ameritas Mutual Holding Company ("Ameritas"), the ultimate parent of Ameritas Life. The funds are no longer affiliated with Ameritas, and the current investment adviser and the current underwriter are not affiliated with Ameritas.

** Ameritas Investment Partners, Inc. is an indirect subsidiary of Ameritas.

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**** The "Initial Class" of this portfolio is available for the Corporate Benefit VUL and Overture Bravo!, and the "Service Class 2" is available for Overture Accent!.

3. Please see the fund prospectuses for more information about subaccount underlying portfolios, including portfolio operating expenses for the year ended December 31, 2017.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore! and**
**Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL,**
**and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectuses Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Overture Medley®**
**Prospectus Dated May 1, 2016**

**Supplement Dated August 1, 2017**

On or about October 1, 2017, the Deutsche Global Growth VIP will be renamed Deutsche International Growth VIP. All references in the prospectus to Deutsche Global Growth VIP will be replaced with Deutsche International Growth VIP.

All other provisions remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Overture Applause!, Overture Applause! II,**
**Overture Encore!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation!**
**Prospectus Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2017**

**1. Subaccount underlying portfolios available as variable investment options for your Policy are:**

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc.*** | **Calvert Research and Management** |
| Calvert VP EAFE International Index Portfolio, Class I | Index: MSCI EAFE Index. |
| Calvert VP Investment Grade Bond Index Portfolio, Class I – *Ameritas Investment Partners, Inc. ("AIP")*** | Index: Bloomberg Barclays U.S. Aggregate Bond Index. |
| Calvert VP Nasdaq 100 Index Portfolio, Class I – *AIP*** | Index: NASDAQ 100 Index. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *AIP*** | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio*** – *AIP*** | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio***, Class I – *AIP*** | Index: S&P MidCap 400 Index. |
| Calvert VP Volatility Managed Moderate Growth Portfolio, Class F – *AIP** and Milliman Financial Risk Management, LLC ("Milliman")* | Income and growth. |
| Calvert VP Volatility Managed Moderate Portfolio, Class F – *AIP** and Milliman* | Current income. |
| **Calvert Variable Series, Inc.*** | **Calvert Research and Management** |
| Calvert VP SRI Balanced Portfolio, Class I | Total return. |
| **Deutsche Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| Deutsche Global Growth VIP, Class A | Long-term capital growth. |
| Deutsche Small Mid Cap Value VIP, Class A | Long-term capital appreciation. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P MidCap 400 Index. *** |
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager Portfolio, Initial Class (1,2,3) | Total return. |
| Fidelity® VIP Asset Manager: Growth Portfolio, Initial Class (1,2,3) | Total return. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| Fidelity® VIP Contrafund® Portfolio, Initial Class (2,3) | Long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio, Initial Class (2,3) | Index: S&P 500® Index. *** |
| Fidelity® VIP Government Money Market Portfolio, Initial Class (1,3) | Current income. |
| Fidelity® VIP Growth Portfolio, Initial Class (2,3) | Capital appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class (2,3) | Income and growth. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class (1,3) | Bond. |
| Fidelity® VIP Mid Cap Portfolio**** (2,3) | Long-term growth. |
| Fidelity® VIP Overseas Portfolio, Initial Class (2,3) | Long-term growth. |
| *Subadvisers: (1) Fidelity Investments Money Management, Inc.; (2) FMR Co., Inc.; (3) other investment advisers serve as sub-advisers for the fund.* | |
| **Franklin Templeton Variable Insurance Products Trust** | **Franklin Advisers, Inc.** |
| Franklin Income VIP Fund, Class 2 | Income. |
| Templeton Global Bond VIP Fund, Class 2 | Current income, consistent with preservation of capital, with capital appreciation as secondary. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Global Core Equity Fund, Series I | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| Invesco V.I. Mid Cap Growth Fund, Series I | Seek capital growth. |
| **Ivy Variable Insurance Portfolios** | **Ivy Investment Management Company** |
| Ivy VIP Balanced, Class II | Total return through a combination of capital appreciation and current income. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **MFS® Variable Insurance Trust II** | **Massachusetts Financial Services Company** |
| MFS® Research International Portfolio, Initial Class | Seeks capital appreciation. |
| MFS® Strategic Income Portfolio, Initial Class | Seeks total return with an emphasis on high current income, but also considering capital appreciation. |
| **Morgan Stanley Variable Insurance Fund, Inc.** | **Morgan Stanley Investment Management Inc.** |
| Morgan Stanley VIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company* (named UIF Emerging Markets Equity Portfolio prior to May 1, 2017) | Long-term capital appreciation by investing primarily in growth oriented equity securities of issuers in emerging market countries. |
| Morgan Stanley VIF Global Strategist Portfolio, Class I (named UIF Global Strategist Portfolio prior to May 1, 2017) | Total return. |
| Morgan Stanley VIF U.S. Real Estate Portfolio, Class I (named UIF U.S. Real Estate Portfolio prior to May 1, 2017) | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |
| **ALPS Variable Investment Trust** | **ALPS Advisors, Inc.** |
| Morningstar Balanced ETF Asset Allocation Portfolio, Class II – *Morningstar Investment Management LLC ("Morningstar")* | Capital appreciation and some current income. |
| Morningstar Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Capital appreciation. |
| Morningstar Income and Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Current income and capital appreciation. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Investment Advisers LLC** |
| Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I | Seeks growth of capital. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Low Duration Portfolio, Administrative Class | Seeks maximum total return. |
| PIMCO Real Return Portfolio, Advisor Class | Seeks maximum real return. |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks to provide long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |

* Prior to December 31, 2016, these funds, the funds' previous investment adviser, and the funds' previous underwriter were part of Ameritas Mutual Holding Company ("Ameritas"), the ultimate parent of Ameritas Life. The funds are no longer affiliated with Ameritas, and the current investment adviser and the current underwriter are not affiliated with Ameritas.

** Ameritas Investment Partners, Inc. is an indirect subsidiary of Ameritas.

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**** The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Ovation. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!.

**2. Please see the fund prospectuses for more information about subaccount underlying portfolios, including portfolio operating expenses for the year ended December 31, 2016.**

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**
**("Separate Accounts")**

**Supplement to:**
**Overture Applause!, Overture Applause! II, Overture Encore!, Overture Bravo!, Corporate Benefit VUL, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Executive Edge and Excel Choice**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL, and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III, Overture Acclaim! and Overture Accent!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**and Statements of Additional Information ("SAI")**

**Supplement Dated February 1, 2017**

1. Effective December 31, 2016, Ameritas Life is no longer affiliated with the Calvert Variable Products and Calvert Variable Series funds (the "Funds"). The Funds' new investment adviser and new underwriter are also not affiliated with Ameritas Life. All references to former Calvert affiliations in your prospectus and SAI are deleted. Ameritas Life continues to be affiliated with Ameritas Investment Partners, Inc., the subadviser to certain portfolios of the Funds.

2. The Variable Investment Options chart in your prospectus is revised by replacing information about the Calvert Variable Products and Calvert Variable Series portfolios with the respective information below.

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Calvert Variable Products, Inc.*** | **Calvert Research and Management** |
| Calvert VP EAFE International Index Portfolio, Class I | Index: MSCI EAFE Index. |
| Calvert VP Investment Grade Bond Index Portfolio, Class I – *Ameritas Investment Partners, Inc. ("AIP")*** | Index: Bloomberg Barclays U.S. Aggregate Bond Index. |
| Calvert VP Nasdaq 100 Index Portfolio, Class I – *AIP*** | Index: NASDAQ 100 Index. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *AIP*** | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio – *AIP*** | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio, Class I – *AIP*** | Index: S&P MidCap 400 Index. |
| Calvert VP Volatility Managed Moderate Growth Portfolio, Class F – *AIP** and Milliman Financial Risk Management, LLC ("Milliman")* | Income and growth. |
| Calvert VP Volatility Managed Moderate Portfolio, Class F – *AIP** and Milliman* | Current income. |
| **Calvert Variable Series, Inc.*** | **Calvert Research and Management** |
| Calvert VP SRI Balanced Portfolio, Class I | Income and capital growth. |

* Prior to December 31, 2016, these funds, the funds' previous investment adviser, and the funds' previous underwriter were part of Ameritas Mutual Holding Company ("Ameritas"), the ultimate parent of Ameritas Life. The funds are no longer affiliated with Ameritas, and the current investment adviser and current underwriter are not affiliated with Ameritas.

** Ameritas Investment Partners, Inc. is an indirect subsidiary of Ameritas.

Please see the Portfolio prospectuses, as revised, for more information.

All other provisions remain as stated in your Contract or Policy and prospectus, as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Contract or Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V, Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, Overture Viva!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL, and Excel Accumulator VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III, Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**and Statements of Additional Information**

**Supplement Dated November 22, 2016**

1. Ameritas Life has been advised that on October 20, 2016, Calvert Investment Management, Inc. and Ameritas Holding Company, both affiliates of Ameritas Life, entered into an asset purchase agreement with Eaton Vance Management ("Eaton Vance"), a newly formed subsidiary of Eaton Vance to operate as Calvert Research and Management ("New Calvert"), and other parties, pursuant to which New Calvert has agreed to acquire the business assets of Calvert Investment Management, Inc. Completion of the transaction is subject to shareholder approvals of new investment advisory agreements, among other conditions, and is currently expected to occur by the end of 2016 or early 2017.

2. Ivy Investment Management Company (IICO), an affiliate of Waddell & Reed Investment Management Company (WRIMCO), has entered into investment management agreements to provide investment advisory services to each portfolio of the Ivy Funds Variable Insurance Portfolios (Trust) and WRIMCO has terminated its investment management agreements with the Trust. The name of the Trust was changed to Ivy Variable Insurance Portfolios and the name of each portfolio is changed as set forth below.

The Variable Investment Options chart in your prospectus, and supporting material relating to your variable Contract or Policy, is revised as follows:

| **Former Fund Name** | **New Fund Name** |
|---|---|
| Ivy Funds Variable Insurance Portfolios | Ivy Variable Insurance Portfolios |
| **Former Investment Advisor** | **New Investment Advisor** |
| Waddell & Reed Investment Management Company | Ivy Investment Management Company |
| **Former Portfolio Name** | **New Portfolio Name** |
| Ivy Funds VIP Balanced | Ivy VIP Balanced |

Please see the Portfolio prospectuses, as revised, for more information.

All other provisions remain as stated in your Contract or Policy and prospectus, as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Medley!**
**Prospectus Dated May 1, 2013**

**Supplement Dated July 28, 2016**

1. The Board of Directors of Calvert Variable Products, Inc. (the "Board") has approved a resolution to reorganize the Calvert VP SRI Large Cap Core Portfolio into the Calvert VP S&P 500 Index Portfolio (the "Reorganization"). Each Portfolio is a series of Calvert Variable Products, Inc.

The Board has recommended approval of the Reorganization by shareholders of the Calvert VP SRI Large Cap Core Portfolio. If the Reorganization is approved by the shareholders of the Calvert VP Large Cap Core Portfolio, it will be merged into the Calvert VP S&P 500 Index Portfolio on or about September 23, 2016. If your variable annuity Policy or variable life insurance Policy remains allocated to the Subaccount corresponding to Calvert VP SRI Large Cap Core Portfolio at the time the Reorganization is consummated, those Subaccount units will be replaced by units in the Subaccount corresponding to the Calvert VP S&P 500 Index Portfolio, and thereafter the value of your Policy will depend on the performance of the Subaccount corresponding to the Calvert VP S&P 500 Index Portfolio rather than the Subaccount corresponding to the Calvert VP SRI Large Cap Core Portfolio. The number of Calvert VP S&P 500 Index Subaccount units you receive will depend on the value of your Calvert VP SRI Large Cap Core Subaccount units at the time the Reorganization takes place.

If the Reorganization is approved, your prospectus is revised by deleting all mention of the Calvert VP SRI Large Cap Core Portfolio at the time of the Reorganization.

2. The Board of Directors of Calvert Variable Products, Inc. (the "Board") has approved a resolution to reorganize the Calvert VP Natural Resources Portfolio into the Calvert VP Russell 2000 Small Cap Index Portfolio (the "Reorganization"). Each Portfolio is a series of Calvert Variable Products, Inc.

The Board has recommended approval of the Reorganization by shareholders of the Calvert VP Natural Resources Portfolio. If the Reorganization is approved by the shareholders of the Calvert VP Natural Resources Portfolio, it will be merged into the Calvert VP Russell 2000 Small Cap Index Portfolio on or about September 23, 2016. If your variable annuity Policy or variable life insurance Policy remains allocated to the Subaccount corresponding to Calvert VP Natural Resources Portfolio at the time the

Reorganization is consummated, those Subaccount units will be replaced by units in the Subaccount corresponding to the Calvert VP Russell 2000 Small Cap Index Portfolio, Class I, and thereafter the value of your Policy will depend on the performance of the Subaccount corresponding to the Calvert VP Russell 2000 Small Cap Index Portfolio, Class I, rather than the Subaccount corresponding to the Calvert VP Natural Resources Portfolio. The number of Calvert VP Russell 2000 Small Cap Index Portfolio, Class I, Subaccount units you receive will depend on the value of your Calvert VP Natural Resources Subaccount units at the time the Reorganization takes place.

If the Reorganization is approved, your prospectus is revised by deleting all mention of the Calvert VP Natural Resources Portfolio at the time of the Reorganization.

3. Effective June 9, 2016, the "Calvert VP SRI Mid Cap Growth Portfolio" is renamed "Calvert VP SRI Mid Cap Portfolio," and all references are revised to reflect the name change. The corresponding Subaccount remains closed to new money.

4. Effective June 30, 2016, Morgan Stanley Investment Management Limited will no longer be a Sub-Adviser to the Universal Institutional Funds, Inc., Emerging Markets Equity Portfolio, Class I. Accordingly, effective June 30, 2016, the Investment Options chart in your prospectus is revised as follows:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.** |
| UIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company* | Long-term capital appreciation by investing primarily in growth oriented equity securities of issuers in emerging market countries. |

Please see the Portfolio prospectuses, as supplemented, for more information.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V and**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Overture Applause!, Overture Applause! II,**
**Overture Encore!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation!**
**Prospectus Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**and Statements of Additional Information ("SAI") for all products listed above**

**Supplement Dated May 1, 2016**

**1. Subaccount underlying portfolios available as variable investment options for your Policy are:**

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP EAFE International Index Portfolio, Class I – *World Asset Management, Inc.* | Index: MSCI EAFE Index. |
| Calvert VP Investment Grade Bond Index Portfolio, Class I – *Ameritas Investment Partners, Inc. ("AIP")* | Index: Barclays Capital Aggregate Bond Index. |
| Calvert VP Nasdaq 100 Index Portfolio, Class I – *AIP* | Index: NASDAQ 100® Index. |
| Calvert VP Natural Resources Portfolio – *AIP* | Capital growth. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *AIP* | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio ** – *AIP* | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio, ** Class I – *AIP* | Index: S&P MidCap 400 Index. |
| Calvert VP SRI Large Cap Core Portfolio (named Calvert VP SRI Large Cap Value Portfolio prior to May 1, 2016) | Total return. |
| Calvert VP Volatility Managed Moderate Growth Portfolio, Class F – *AIP and Milliman Financial Risk Management, LLC ("Milliman")* | Income and capital growth. |
| Calvert VP Volatility Managed Moderate Portfolio, Class F – *AIP and Milliman* | Current income. |
| **Calvert Variable Series, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP SRI Balanced Portfolio, Class I | Income and capital growth. |
| **Deutsche Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| Deutsche Global Growth VIP Portfolio, Class A | Long-term capital growth. |
| Deutsche Small Mid Cap Value VIP Portfolio, Class A | Long-term capital appreciation. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P MidCap 400 Index. ** |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager (SM) Portfolio, Initial Class (1,2,3) | Total return. |
| Fidelity® VIP Asset Manager: Growth® Portfolio, Initial Class (1,2,3) | Total return. |
| Fidelity® VIP Contrafund® Portfolio, Initial Class (2,3) | Long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio, Initial Class (2,3) | Index: S&P 500® Index. ** |
| Fidelity® VIP Government Money Market Portfolio, Initial Class (1,3) | Current income. |
| Fidelity® VIP Growth Portfolio, Initial Class (2,3) | Capital appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class (2,3) | Income and growth. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class (1,3) | Bond. |
| Fidelity® VIP Mid Cap Portfolio *** (2,3) | Long-term growth. |
| Fidelity® VIP Overseas Portfolio, Initial Class (2,3) | Long-term growth. |
| *Subadvisers: (1) Fidelity Investments Money Management, Inc.; (2) FMR Co., Inc.; and (3) other investment advisers serve as sub-advisers for the fund.* | |
| **Franklin Templeton Variable Insurance Products Trust** | **Franklin Advisers, Inc.** |
| Franklin Income VIP Fund, Class 2 | Income. |
| Templeton Global Bond VIP Fund, Class 2 | Current income, consistent with preservation of capital, with capital appreciation as secondary. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Global Core Equity Fund, Series I | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| Invesco V.I. Mid Cap Growth Fund, Series I | Seek capital growth. |
| **Ivy Funds Variable Insurance Portfolios** | **Waddell & Reed Investment Management Company** |
| Ivy Funds VIP Balanced | Total return through a combination of capital appreciation and current income. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **MFS® Variable Insurance Trust II** | **Massachusetts Financial Services Company** |
| MFS® Research International Portfolio, Initial Class | Seeks capital appreciation. |
| MFS® Strategic Income Portfolio, Initial Class | Seeks total return with an emphasis on high current income, but also considering capital appreciation. |
| **ALPS Variable Investment Trust** | **ALPS Advisors, Inc.** |
| Morningstar Balanced ETF Asset Allocation Portfolio, Class II – *Morningstar Investment Management LLC ("Morningstar")* (named Ibbotson Balanced ETF Asset Allocation Portfolio prior to May 1, 2016) | Capital appreciation and some current income. |
| Morningstar Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* (named Ibbotson Growth ETF Asset Allocation Portfolio prior to May 1, 2016) | Capital appreciation. |
| Morningstar Income and Growth ETF Asset Allocation Portfolio – *Morningstar* (named Ibbotson Income and Growth ETF Asset Allocation Portfolio prior to May 1, 2016) | Current income and capital appreciation. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Investment Advisers LLC** |
| Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I | Seeks growth of capital. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Low Duration Portfolio, Administrative Class | Seeks maximum total return. |
| PIMCO Real Return Portfolio, Advisor Class | Seeks maximum real return. |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks to provide long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.** |
| UIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company and Morgan Stanley Investment Management Limited* | Long-term capital appreciation by investing primarily in growth oriented equity securities of issuers in emerging market countries. |
| UIF Global Strategist Portfolio, Class I | Total return. |
| UIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |

* These funds are part of Ameritas Mutual Holding Company ("Ameritas"), the ultimate parent of Ameritas Life. The funds' investment adviser and Ameritas Investment Partners, Inc. are indirect subsidiaries of Ameritas. Calvert Investment Distributors, Inc., the underwriter for these funds, is also an indirect subsidiary of Ameritas.

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*** The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Ovation. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!.

**2. Please see the fund prospectuses for more information about subaccount underlying portfolios, including portfolio operating expenses for the year ended December 31, 2015.**

**3. The Asset Allocation Program section of your prospectus and SAI is deleted and replaced with the following:**

**ASSET ALLOCATION PROGRAM**

We may offer an asset allocation program using models. However, you have the ability to construct your own asset allocation plan from among the Investment Options available in your Policy. Asset allocation programs using models are intended to match model risk tolerance and investment objectives with the Investment Options available in your Policy.

To assist you in your selection of an asset allocation model, we offer an Asset Allocation Program (the "Program"). The Program consists of models that were developed by an unaffiliated third party investment adviser. The unaffiliated third party investment adviser provided research and business support services relating to the models and selected the specific funds to populate each model from those available in the Policy. Ameritas Life paid for these consultant services at no additional cost to the Policy Owners.

Ameritas Investment Corp. ("AIC"), an affiliate of ours, has served as discretionary investment adviser for Program participants solely in connection with the development and periodic updates to the model portfolios. In this regard, AIC has entered into an investment advisory agreement with each Policy Owner participating in the Program. In its role as investment adviser, AIC relied upon the recommendations of third parties to provide research and business support services and select the specific funds to populate the models. AIC's role as investment adviser for development of and periodic updates to the models will terminate on August 1, 2016, and the models in the Program will no longer undergo periodic updates.

**Important Information Concerning the Asset Allocation Program after August 1, 2016**

On and after August 1, 2016, the models in the Program will no longer undergo periodic updates (the models will become "static"). The investment advisory agreement you have previously entered into with AIC will terminate, and AIC will no longer make updates to the models. Policy Owners will receive notice of the termination of their investment advisory agreement and additional notice that the models are becoming static. The models will remain invested in accordance with the most recent model allocations. You may continue rebalancing your allocation among the funds in your particular static model on a quarterly basis. You will not be required to take any action if you wish to continue participating in a static model. You may allocate to a different static model or discontinue participating in static models after August 1, 2016.

To participate in the Program:

- **You are responsible for determining which model is best for you.** Your financial adviser can help you make this determination and may provide you with an investor questionnaire to help you define your investing style. There is no guarantee that the model you select is appropriate to your ability to withstand investment risk. We are not responsible for your selection of a specific investment option or model, or your decision to change to a different Investment Option.
- You must allocate all of your Policy Value to one asset allocation model. We must receive notice of your asset allocation model election by Written Notice before we can begin a Program for you. Only you can select which model is best for you. The Asset Allocation questionnaire can be an aid, but is just a tool; you will make your own selection. You may wish to consult with your own financial professional to determine whether participation in the Program is best for you, and if so, which model is most suitable.
- If you are currently participating in a Program model and you make changes to your allocations outside the model, you will be considered as having withdrawn from the Program. You will be required to communicate with the Service Center if you wish to make a transfer or trade. The Service Center will communicate that your election to execute a trade will result in the discontinuance of the Program for your Policy prior to you being able to execute any telephone transaction.
- You may participate in quarterly rebalancing where each quarter we will automatically rebalance the Subaccount values to be consistent with the allocation percentages for the Program model that you selected. Such rebalancing will be disclosed in quarterly statements to you. Performance of each model is updated monthly on our website and is available upon request.

The Program consists of five models, ranging from aggressive to conservative. On and after August 1, 2016, the static models will retain these descriptions.

- Aggressive Model – The Aggressive Model is for long-term investors who want high growth potential and do not need current income. The model may entail substantial year-to-year volatility in exchange for potentially higher long-term returns. Losses are still possible.
- Capital Growth Model – The Capital Growth Model is for long-term investors who want good growth potential and do not need current income. The model entails a fair amount of volatility, but not as much as the Aggressive Model. Losses are still possible.
- Balanced Model – The Balanced Model is for long-term investors who do not need current income and want some growth potential. The model is likely to entail some fluctuations, but presents less volatility than the overall equity market. Losses are still possible.
- Moderate Model – The Moderate Model is for investors who seek current income and stability, with modest potential for increase in the value of their investments. Losses are still possible.
- Conservative Model – The Conservative Model is for investors who seek current income and stability, and are less concerned about growth. Losses are still possible.

The *Adding, Deleting, or Substituting Variable Investment Options* Section describes how changes to the Subaccounts' underlying portfolios will be addressed once the Program becomes static.

**Potential Conflicts of Interest Relating to Program Models**

We, and our affiliates, managed the competing interests that had the potential to influence the decision making with regard to the models by engaging a third party investment adviser to design the models and select the Investment Options for such models. Such competing interests include the following: AIC is compensated by us as principal underwriter for the Policies and as a distributor for a majority of our Policies. Calvert Variable Products, Inc. and Calvert Variable Series, Inc. (the "Calvert Funds"), have portfolios offered through the Policy. The Calvert Funds are advised by Calvert Investment Management, Inc. ("CIM"), an affiliate of ours, and certain of the Calvert Funds are subadvised by Ameritas Investment Partners, Inc. ("AIP") also an affiliate of ours. CIM and AIP are compensated for administrative, advisory and sub-advisory services they provide to Calvert Funds. Calvert Fund portfolios may or may not be included in the models. We may receive administrative services fees from other portfolios that are available as Investment Options or distribution fees. As a result of these competing interests the affiliated parties faced in this Program, there was an increased potential risk of a conflict of interest in these arrangements.

There is no additional charge for selecting the Program. Although asset allocation programs are intended to mitigate investment risk, there is a risk that investing pursuant to a model will still result in losses. The models will remain unchanged, thus, the percentages of your Policy value allocated to each portfolio within the selected model will not be changed by us, and subsequent purchase payments will be invested in the same model unless we receive new instructions. Over time, the static model you select may no longer align with its original investment objective due to the effects of underlying portfolio performance and changes in underlying portfolio investment objectives. Therefore, your investment may no longer be consistent with your objectives. Portfolio rebalancing may help address this risk, but this is not guaranteed. You should consult with your financial professional about how to keep your allocations in line with your current investment goals.

We may discontinue the Asset Allocation Program at any time. We reserve the right to modify the terms of the Program. We may configure new static models from time to time. We will provide advance notice of any such changes to the Program and inform you of your options.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V, Ameritas Variable Separate Account VA-2, Carillon Life Account and Carillon Account**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II, Overture Bravo!, Overture Encore! and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III, Overture Accent! and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Excel Performance VUL and Overture Medley®**
**Prospectuses Dated May 1, 2015**

**Supplement Dated January 29, 2016**

On January 1, 2016, the subadviser to the Alps Variable Investment Trust portfolios, Ibbotson Associates, Inc., a wholly-owned subsidiary of Morningstar, Inc., merged with and into Morningstar Associates, LLC, another wholly-owned subsidiary of Morningstar, Inc. On the same day, Morningstar Associates, LLC changed its name to Morningstar Investment Management LLC.

Accordingly, effective January 1, 2016, the list of variable investment options in your prospectus is revised to read as follows:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **ALPS Variable Investment Trust** | **ALPS Advisors, Inc.** |
| Ibbotson Balanced ETF Asset Allocation Portfolio, Class II – *Morningstar Investment Management LLC ("Morningstar")* | Capital appreciation and some current income. |
| Ibbotson Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Capital appreciation. |
| Ibbotson Income and Growth ETF Asset Allocation Portfolio, Class II – *Morningstar* | Current income and capital appreciation. |

All other provisions of your Policy remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V, Ameritas Variable Separate Account VA-2,**
**Carillon Account, and Carillon Life Account**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, Overture Viva!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL, and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III, Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II SA & VA II**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Excel Performance VUL and Overture Medley®**
**Prospectuses Dated May 1, 2015**

**and Statements of Additional Information**

**Supplement Dated January 14, 2016**

The Asset Allocation Program (the "Program") disclosure in your prospectus is revised to reflect that Ameritas Life has engaged an unaffiliated third party investment expert to provide the fund-specific model recommendations that were previously provided by Ameritas Investment Partners, Inc. ("AIP"). Accordingly, the prospectus and SAI disclosure relating to the Program is revised to remove references to AIP as providing these services and to delete references to certain conflicts of interest related to AIP. The unaffiliated third party investment expert provides research and business support services relating to the models and selects the specific funds to populate each model from those available in the product. Ameritas Life pays for these consultant services at no additional cost to Policy Owners.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V, Ameritas Variable Separate Account VL,**
**Ameritas Variable Separate Account VA,**
**Ameritas Variable Separate Account VA-2, Carillon Life Account**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II, Overture Bravo!,**
**Overture Encore!, Overture Life SPVUL, UniVar, Overture Viva!,**
**Executive Select, Regent 2000, Overture Annuity, Overture Annuity III-Plus,**
**and Allocator 2000 Annuity**
**Prospectuses Dated May 1, 2007**

**Overture Ovation!, and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III, Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Designer Annuity and Excel Performance (NY)**
**Prospectuses Dated May 1, 2010**

**Allocator 2000**
**Prospectus Dated September 1, 2010**

**Medley!**
**Prospectus Dated May 1, 2013**

**Excel Performance VUL and Overture Medley®**
**Prospectuses Dated May 1, 2015**

**Supplement Dated December 7, 2015**

Effective December 1, 2015, the Fidelity® VIP Money Market Portfolio, Initial Class has transitioned to a government money market fund and has changed its name to "Fidelity® VIP Government Money Market Portfolio, Initial Class."

All other provisions of your Policy remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V, Ameritas Variable Separate Account VA-2,**
**Carillon Account and Carillon Life Account**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II, Overture Bravo!,**
**Overture Encore!, Overture Life SPVUL, Overture Annuity, Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL, and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III, Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Excel Performance VUL and Overture Medley®**
**Prospectuses Dated May 1, 2015**

**Supplement Dated September 29, 2015**

The contractual advisory fee rate of the Universal Institutional Funds, Inc. Emerging Markets Equity Portfolio, Class I (the "Portfolio") and total expense ratio cap of the Portfolio's Class I shares have been decreased, effective September 30, 2015. Accordingly, effective September 30, 2015, the following table replaces the Portfolio Company Operating Expenses table in your Policy prospectus for the Portfolio:

| Subaccount's underlying Portfolio Name * | Management Fees | 12b-1 Fees** | Other Fees | Acquired Fund Fees and Expenses | Total Portfolio Fees | Waivers and Reductions | Total Expenses *after Waivers and Reductions, if any* |
|---|---|---|---|---|---|---|---|
| **UIF, Class I** | | | | | | | |
| Emerging Markets Equity | 0.95% | - | 0.45% | - | 1.40% | 0.05% | 1.35%[(1)(2)] |

**UIF (1)** The Management Fees have been restated to reflect the decrease in the advisory fee schedule effective September 30, 2015.

**UIF (2)** The Portfolio's "Adviser," Morgan Stanley Investment Management Inc., has agreed to reduce its advisory fee and/or reimburse the Portfolio so that Total Portfolio Fees, excluding certain investment related expenses, taxes, interest and other extraordinary expenses (including litigation), will not exceed 1.35%. The fee waivers and/or expense reimbursements will continue for at least one year or until such time as the Board of Directors of The Universal Institutional Funds, Inc. (the "Fund") acts to discontinue all or a portion of such waivers and/or reimbursements when it deems such action is appropriate.

* Short cites are used in this list. The **INVESTMENT OPTIONS** section uses complete Portfolio names.

** Portfolios pay 12b-1 fees to us pursuant to Rule 12b-1 under the Investment Company Act of 1940, which allows investment companies to pay fees out of portfolio assets to those who sell and distribute portfolio shares. Some portfolios may also pay 0.05 to 0.25 percent of annual portfolio assets for us to provide shareholder support and marketing services.

All other provisions remain as stated in your Contract or Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Contract or Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Overture Applause!, Overture Applause! II, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation!**
**Prospectus Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2015**

Subaccount underlying portfolios available as variable investment options for your Policy are:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP EAFE International Index Portfolio, Class I – *World Asset Management, Inc.* | Index: MSCI EAFE Index. |
| Calvert VP Investment Grade Bond Index Portfolio – *Ameritas Investment Partners, Inc. ("AIP")* | Index: Barclays Capital Aggregate Bond Index. |
| Calvert VP Nasdaq 100 Index Portfolio – *AIP* | Index: NASDAQ 100® Index. |
| Calvert VP Natural Resources Portfolio – *AIP* | Capital growth. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *AIP* | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio ** – *AIP* | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio, Class I ** – *AIP* | Index: S&P MidCap 400 Index. |
| Calvert VP SRI Large Cap Value Portfolio *** | Long-term capital appreciation. |
| Calvert VP Volatility Managed Moderate Growth Portfolio, Class F – *AIP and Milliman Financial Risk Management, LLC ("Milliman")* | Income and capital growth. |
| Calvert VP Volatility Managed Moderate Portfolio, Class F – *AIP and Milliman* | Current income. |
| **Calvert Variable Series, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP SRI Balanced Portfolio, Class I *** | Income and capital growth. |
| **Deutsche Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| Deutsche Global Growth VIP Portfolio, Class A | Long-term capital growth. |
| Deutsche Small Mid Cap Value VIP Portfolio, Class A | Long-term capital appreciation. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P MidCap 400 Index. ** |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager (SM) Portfolio, Initial Class (1,2,3) | Total return. |
| Fidelity® VIP Asset Manager: Growth® Portfolio, Initial Class (1,2,3) | Total return. |
| Fidelity® VIP Contrafund® Portfolio, Initial Class (2,3) | Long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio, Initial Class (2,3) | Index: S&P 500® Index. ** |
| Fidelity® VIP Growth Portfolio, Initial Class (2,3) | Capital appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class (2,3) | Income and growth. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class (1,3) | Bond. |
| Fidelity® VIP Mid Cap Portfolio **** (1,3) | Long-term growth. |
| Fidelity® VIP Money Market Portfolio, Initial Class (1,3) | Current income. |
| Fidelity® VIP Overseas Portfolio, Initial Class (2,3) | Long-term growth. |
| *Subadvisers: (1) Fidelity Investments Money Management, Inc.; (2) FMR Co., Inc.; and (3) other investment advisers serve as sub-advisers for the fund.* | |
| **Franklin Templeton Variable Insurance Products Trust** | **Franklin Advisers, Inc.** |
| Templeton Global Bond VIP Fund, Class 2 | Current income, consistent with preservation of capital, with capital appreciation as secondary. |
| **ALPS Variable Investment Trust** | **ALPS Advisors, Inc.** |
| Ibbotson Balanced ETF Asset Allocation Portfolio, Class II – *Ibbotson Associates, Inc. ("Ibbotson")* | Capital appreciation and some current income. |
| Ibbotson Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson* | Capital appreciation. |
| Ibbotson Income and Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson* | Current income and capital appreciation. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Global Core Equity Fund, Series I | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| Invesco V.I. Mid Cap Growth Fund, Series I | Seek capital growth. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **MFS® Variable Insurance Trust II** | **Massachusetts Financial Services Company** |
| MFS® Research International Portfolio, Initial Class | Seeks capital appreciation. |
| MFS® Strategic Income Portfolio, Initial Class | Seeks total return. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Management LLC** |
| Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I – *Neuberger Berman LLC* | Seeks growth of capital. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Low Duration Portfolio, Administrative Class | Seeks maximum total return. |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks long-term capital growth. Income is a secondary objective. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.** |
| UIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company and Morgan Stanley Investment Management Limited* | Long-term capital appreciation by investing primarily in growth oriented equity securities of issuers in emerging market countries. |
| UIF Global Strategist Portfolio, Class I (named UIF Global Tactical Asset Allocation Portfolio prior to May 1, 2015) | Total return. |
| UIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |

* These funds are part of Ameritas Mutual Holding Company ("Ameritas"), the ultimate parent of Ameritas Life. The funds' investment adviser and Ameritas Investment Partners, Inc. are indirect subsidiaries of Ameritas. Calvert Investment Distributors, Inc., the underwriter for these funds, is also an indirect subsidiary of Ameritas.

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*** Sustainable and Responsible Investment ("SRI")

**** The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Ovation. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!.

Please see the fund prospectuses for more information about subaccount underlying portfolios, including portfolio operating expenses for the year ended December 31, 2014.

All other provisions of your Policy remain as stated in your Policy and prospectus as supplemented

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL,**
**and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Excel Performance VUL and Overture Medley®**
**Prospectuses Dated May 1, 2014**

**Supplement Dated January 30, 2015**

The Board of Trustees of the MFS® Research International Series (the "Target Fund") has approved the proposed reorganization of the Target Fund into the MFS® Research International Portfolio (the "Acquiring Fund"). The proposed transaction is still subject to approval by the shareholders of the Target Fund at a shareholders' meeting expected to be held in March 2015. The reorganization is expected to occur on or about March 27, 2015. No assurance can be given that the reorganization will occur.

Under the terms of the proposed Agreement and Plan of Reorganization, the Target Fund's assets and liabilities would be transferred to the Acquiring Fund in return for shares of the Acquiring Fund with equal total net asset value as of the valuation date. These Acquiring Fund shares would be distributed pro rata to shareholders of the Target Fund in exchange for their Target Fund shares. Current Target Fund shareholders would thus become shareholders of the Acquiring Fund and receive shares of the Acquiring Fund with a total net asset value equal to that of their shares of the Target Fund at the time of the reorganization. The proposed transaction is expected to be a tax-free event for federal income tax purposes.

If the reorganization occurs, Ameritas Life Contract and Policy Owners who are invested in the Subaccount corresponding to the Target Fund will become invested in the Subaccount corresponding to the Acquiring Fund. Specifically, such Owners will receive units of the Subaccount investing in the Initial Class shares of the Acquiring Fund equal to the value of their units of the Subaccount investing in the Initial Class shares of the Target Fund.

If the reorganization occurs, Ameritas Life will add a Subaccount corresponding to the Acquiring Fund to the investment options in your Policy and all references to the Target Fund in your prospectus are deleted and replaced as follows:

1. The list of variable investment options is revised to include MFS® Research International Portfolio, Initial Class.

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **MFS® Variable Insurance Trust II** | **Massachusetts Financial Services Company** |
| MFS® Research International Portfolio, Initial Class | Seeks capital appreciation. |

2. In the prospectuses for Overture Medley® and Excel Performance VUL, the table of **PORTFOLIO COMPANY OPERATING EXPENSES** for the year ended December 31, 2013 is revised to include the following:

| **Subaccount's underlying** Portfolio Name * | Management Fees | 12b-1 Fees | Other Fees | Acquired Fund Fees and Expenses | Total Portfolio Fees | Waivers and Reductions | Total Expenses *after Waivers and Reductions, if any* |
|---|---|---|---|---|---|---|---|
| **MFS® VIT II, Initial Class** | | | | | | | |
| Research International | 0.90 | - | 0.10 | - | 1.00 | - | 1.00 |

* Short cites are used in this list. The **INVESTMENT OPTIONS** section uses complete Portfolio names.

All other provisions remain as stated in your Contract or Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Contract or Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 800-745-1112.**

**Ameritas Life Insurance Corp.**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VA-2,**
**Carillon Life Account and Carillon Account**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge**
**Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL, and Excel Accumulator**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**VA I and VA II and VA II SA**
**Prospectuses Dated December 31, 2009**

**Excel Performance VUL (NY)**
**Prospectus Dated May 1, 2010**

**Advantage VA III**
**Prospectus Dated May 1, 2012**

**Medley!**
**Prospectus Dated May 1, 2013**

**Excel Performance VUL and Overture Medley®**
**Prospectuses Dated May 1, 2014**

**Supplement Dated September 18, 2014**

The Board of Directors of Calvert Variable Products, Inc. ("CVP") has approved a resolution to reorganize the Calvert VP Inflation Protected Plus Portfolio into the Calvert VP Investment Grade Bond Index Portfolio (the "Reorganization"). Each Portfolio is a series of Calvert Variable Products, Inc.

The CVP Board has recommended approval of the Reorganization by shareholders of the Calvert VP Inflation Protected Plus Portfolio. If the Reorganization is approved by the shareholders of the Calvert VP Inflation Protected Plus Portfolio, it will be merged into the Calvert VP Investment Grade Bond Index Portfolio on or about November 14, 2014. If your variable annuity Contract or variable life insurance Policy remains allocated to the Subaccount corresponding to the Calvert VP Inflation Protected Plus Portfolio at the time the Reorganization is consummated, those units will be replaced by units corresponding to the Calvert VP Investment Grade Bond Index Portfolio, and thereafter the value of your Contract or Policy will depend on the performance of the Calvert VP Investment Grade Bond Index Portfolio rather than the Calvert VP Inflation Protected Plus Portfolio. The number of Calvert VP Investment Grade Bond Index Portfolio units you receive will depend on the value of your Calvert VP Inflation Protected Plus Portfolio units at the time the Reorganization takes place.

If the Reorganization is approved, your prospectus is revised by deleting all mention of the Calvert VP Inflation Protected Plus Portfolio at the time of the Reorganization.

All other provisions remain as stated in your Contract or Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Contract or Policy with Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**

**Ameritas Variable Separate Account V, Ameritas Variable Separate Account VL,
Ameritas Variable Separate Account VA, Ameritas Variable Separate Account VA-2,
Carillon Life Account and Carillon Account**

**Supplement to:
Corporate Benefit VUL, Overture Applause!, Overture Applause! II, Overture Bravo!,
Overture Encore!, Executive Select, Regent 2000, Overture Annuity III-Plus and Allocator 2000 Annuity
Prospectuses Dated May 1, 2007**

**Excel Choice and Excel Executive Edge
Prospectuses Dated November 5, 2007**

**Overture Ovation!, Protector *h*VUL and Excel Accumulator
Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III, Overture Accent! and Overture Acclaim!
Prospectuses Dated September 1, 2009**

**VA I and VA II SA and VA II
Prospectuses Dated December 31, 2009**

**Designer Annuity and Excel Performance VUL (NY)
Prospectuses Dated May 1, 2010**

**Allocator 2000
Prospectus Dated September 1, 2010**

**Advantage VA III
Prospectus Dated May 1, 2012**

**Medley!
Prospectus Dated May 1, 2013**

**Excel Performance VUL and Overture Medley®
Prospectuses Dated May 1, 2014**

**Supplement Dated August 7, 2014**

Effective August 11, 2014, the "DWS Funds" will become known as the "Deutsche Funds" and the below-listed DWS funds and share classes, as applicable, will be renamed as follows:

| **Former Fund Name**<br>Former Portfolio Name | **New Fund Name**<br>New Portfolio Name |
|---|---|
| **DWS Investments VIT Funds** | **Deutsche Investments VIT Funds** |
| DWS Equity 500 Index VIP Portfolio, Class A | Deutsche Equity 500 Index VIP Portfolio, Class A |
| DWS Small Cap Index VIP Portfolio, Class A | Deutsche Small Cap Index VIP Portfolio, Class A |
| **DWS Variable Series I** | **Deutsche Variable Series I** |
| DWS Capital Growth VIP Portfolio, Class A | Deutsche Capital Growth VIP Portfolio, Class A |
| DWS International VIP Portfolio, Class A | Deutsche International VIP Portfolio, Class A |
| **DWS Variable Series II** | **Deutsche Variable Series II** |
| DWS Global Growth VIP Portfolio, Class A | Deutsche Global Growth VIP Portfolio, Class A |
| DWS Money Market VIP Portfolio, Class A | Deutsche Money Market VIP Portfolio, Class A |
| DWS Small Mid Cap Value Portfolio, Class A | Deutsche Small Mid Cap Value Portfolio, Class A |

Not all portfolios are available as variable investment options in your Policy. Consult your prospectus, as supplemented, for a complete list of variable investment options.

All other provisions of your Policy remain as stated in your Policy and prospectus, as supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy with
Ameritas Life Insurance Corp.
If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Overture Applause!, Overture Applause! II, Overture Encore!,**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation!**
**Prospectus Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2014**

**1.** Subaccount underlying portfolios available as variable investment options for your Policy are:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP EAFE International Index Portfolio, Class I – *World Asset Management, Inc.* | Index: MSCI EAFE Index. |
| Calvert VP Inflation Protected Plus Portfolio – *Ameritas Investment Partners, Inc. ("AIP")* | Current income. |
| Calvert VP Investment Grade Bond Index Portfolio – *AIP (includes assets merged from Calvert VP Income as of April 30, 2014)* | Index: Barclays Capital Aggregate Bond Index. |
| Calvert VP Nasdaq 100 Index Portfolio – *AIP* | Index: NASDAQ 100® Index. |
| Calvert VP Natural Resources Portfolio – *AIP* | Capital growth. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *AIP (includes assets merged from Calvert VP Small Cap Growth as of April 30, 2014)* | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio **– *AIP (includes assets merged from Calvert VP SRI Equity as of April 30, 2014)* | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio, Class I **– *AIP* | Index: S&P MidCap 400 Index. |
| Calvert VP SRI Large Cap Value Portfolio *** | Long-term capital appreciation. |
| Calvert VP Volatility Managed Moderate Portfolio, Class F – *AIP and Milliman* | Current income. |
| **Calvert Variable Series, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP SRI Balanced Portfolio, Class I *** | Income and capital growth. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P MidCap 400 Index. ** |
| **DWS Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| DWS Global Growth VIP Portfolio, Class A | Long-term capital growth. |
| DWS Small Mid Cap Value VIP Portfolio, Class A | Long-term capital appreciation. |
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager℠ Portfolio, Initial Class [1,2,4] | Total return. |
| Fidelity® VIP Asset Manager: Growth® Portfolio, Initial Class [1,2,3,4] | Total return. |
| Fidelity® VIP Contrafund® Portfolio, Initial Class [2,4] | Long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio, Initial Class [2,4] | Index: S&P 500® Index. ** |
| Fidelity® VIP Growth Portfolio, Initial Class [2,4] | Capital appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class [2,4] | Income and growth. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [1,4] | Bond. |
| Fidelity® VIP Mid Cap Portfolio,**** [2,4] | Long-term growth. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| Fidelity® VIP Money Market Portfolio, Initial Class [1,4] | Current income. |
| Fidelity® VIP Overseas Portfolio, Initial Class [2,4] | Long-term growth. |
| *Subadvisers: (1) Fidelity Investments Money Management, Inc.; (2) FMR Co., Inc.; (3) Geode Capital Management, LLC; and (4) other investment advisers serve as sub-advisers for the fund.* | |
| **Franklin Templeton Variable Insurance Products Trust** | **Franklin Advisers, Inc.** |
| Templeton Global Bond VIP Fund, Class 2 | Current income, consistent with preservation of capital, with capital appreciation as secondary. |
| **ALPS Variable Investors Trust** | **ALPS Advisors, Inc.** |
| Ibbotson Balanced ETF Asset Allocation Portfolio, Class II – *Ibbotson Associates, Inc. ("Ibbotson")* | Capital appreciation and some current income. |
| Ibbotson Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson* | Capital appreciation. |
| Ibbotson Income and Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson* | Current income and capital appreciation. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Global Core Equity Fund, Series I – *Invesco Asset Management Limited ("IAML") effective until September 1, 2014* | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. Global Real Estate Fund, Series I – *IAML* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| Invesco V.I. Mid Cap Growth Fund, Series I | Seek capital growth. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Research International Series, Initial Class | Seeks capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **MFS® Variable Insurance Trust II** | **Massachusetts Financial Services Company** |
| MFS® Strategic Income Portfolio, Initial Class | Seeks total return. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Management LLC** |
| Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I – *Neuberger Berman LLC* | Seeks growth of capital. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Low Duration Portfolio, Administrative Class | Seeks maximum total return. |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.** |
| UIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company and Morgan Stanley Investment Management Limited* | Long-term capital appreciation by investing primarily in growth oriented equity securities of issuers in emerging market countries. |
| UIF Global Tactical Asset Allocation Portfolio, Class I | Total return. |
| UIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |

* These funds are part of Ameritas Mutual Holding Company ("Ameritas"), the ultimate parent of Ameritas Life. The funds' investment adviser and Ameritas Investment Partners, Inc. are indirect subsidiaries of Ameritas. Calvert Investment Distributors, Inc., the underwriter for these funds, is also an indirect subsidiary of Ameritas.

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*** Sustainable and Responsible Investment ("SRI")

**** The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Ovation. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!.

**2**. Please see the fund prospectuses for more information about subaccount underlying portfolios, including portfolio operating expenses for the year ended December 31, 2013.

**3.** The disclosure about the Ameritas company's businesses is updated and revised to read as follows:

The Ameritas companies are a diversified family of financial services businesses offering life insurance and annuities, group dental, vision and hearing care insurance, retirement plans and 401(k) plans as well as mutual funds and other investments, financial planning, and public financing.

**4.** The sixth bullet of the **Asset Allocation Program** section is revised to read as follows:

If you are currently participating in a Program model and you make changes to your allocations outside the model, you will not receive future notifications of model changes. You will then be considered as having withdrawn from the Program and as having cancelled your relationship with AIC for purposes of implementing the Program with your Policy. You will be required to communicate with the Service Center if you are in the Program, but wish to make an online transfer or trade. The Service Center will communicate that your election to execute a trade will result in the discontinuance of the Program for your Policy prior to you being able to execute any telephone or online transaction.

**5.** The Legal Proceedings section in your prospectus is deleted and replaced with the following:

## LEGAL PROCEEDINGS

We and our subsidiaries, like other life insurance companies, are subject to regulatory and legal proceedings in the ordinary course of our business. Certain of the proceedings we are involved in assert claims for substantial amounts. While it is not possible to predict with certainty the ultimate outcome of any pending or future case, legal proceeding or regulatory action, we do not expect the ultimate result of any of these actions to result in a material adverse effect on the Separate Account, our ability to meet our obligations under the Policies, or AIC's ability to perform its obligations. Nonetheless, given the large or indeterminate amounts sought in certain of these matters, and the inherent unpredictability of litigation, it is possible that an adverse outcome in certain matters could, from time to time, have a material adverse effect on any or all of the above.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VL**
**Ameritas Variable Separate Account VA**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!, Overture Applause! II,**
**Overture Bravo!, Overture Encore!, Overture Life SPVUL,**
**Executive Select, Regent 2000,**
**Overture Annuity, Overture Annuity III-Plus,**
**and Allocator 2000 Annuity**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Designer Annuity**
**Prospectus Dated May 1, 2010**

**Allocator 2000**
**Prospectus Dated September 1, 2010**

**Supplement Dated October 4, 2013**

The Calvert Variable Series, Inc. Board of Directors approved, effective as of September 11, 2013, (1) the removal of New Amsterdam Partners LLC ("New Amsterdam") as an investment subadvisor for Calvert VP SRI Balanced Portfolio (the "Portfolio") and (2) the assumption of responsibility by the current investment advisor, Calvert Investment Management, Inc., for the day to day management of the equity assets previously managed by New Amsterdam.

Therefore, in the Separate Account Variable Investment Options section of your prospectus, the reference to New Amsterdam as subadvisor to the Portfolio is removed.

Please see the Portfolio prospectus, as supplemented, for more information.

All other provisions of your Policy remain as stated in your Policy and prospectus, as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**

**Overture Applause!, Overture Applause! II, Overture Encore!,**
**Corporate Benefit VUL, and Overture Bravo!**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Excel Performance VUL**
**Prospectus Dated May 1, 2013**

**Overture Annuity III-Plus**
**Prospectus Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III, Overture Acclaim!, and Overture Accent!**
**Prospectuses Dated September 1, 2009**

**Medley! and Overture Medley ®**
**Prospectuses Dated May 1, 2013**

**Supplement Dated August 28, 2013**

Effective on or about September 3, 2013, Dreman Value Management, L.L.C. will no longer serve as subadvisor to the DWS Small Mid Cap Value VIP Portfolio, Class A of the DWS Variable Series II. The Separate Account Variable Investment Options chart in your prospectus is updated to remove reference to Dreman Value Management, L.L.C. as subadvisor to this Portfolio.

Please see the respective DWS Small Mid Cap Value VIP Portfolio, Class A prospectus, as supplemented, for more information.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VL,**
**Ameritas Variable Separate Account VA,**
**and Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Life SPVUL, UniVar, Overture Viva!,**
**Executive Select, Regent 2000,**
**Overture Annuity, Overture Annuity III-Plus,**
**and Allocator 2000 Annuity**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Designer Annuity**
**Prospectus Dated May 1, 2010**

**Allocator 2000**
**Prospectus Dated September 1, 2010**

**Medley!**
**Prospectus Dated May 1, 2013**

**Supplement Dated August 16, 2013**

This supplement describes changes to the variable investment options available under your Policy. You should read this information carefully and retain this supplement for future reference together with the Prospectus for your Policy. [All capitalized terms used but not defined herein have the same meaning as those included in the Prospectus.]

**New Variable Investment Option**

**1.** The list of variable investment options on page 1 of **Overture Annuity, Overture Annuity II, Overture Annuity III, Overture Annuity III-Plus, Overture Accent!, Overture Acclaim!, Medley!, Designer Annuity and Allocator 2000 Annuity** is revised to include the following: *

| **FIDELITY ® VIP Initial Class** |
|---|
| • Money Market |

* Short cites are used in this list. The **Separate Account Variable Investment Options** section of the prospectus uses complete fund and portfolio names.

**2.** The table of **Separate Account Variable Investment Options** is revised to include the following:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Money Market [1,2] | Current income. |
| *Subadvisers: (1) Fidelity Investments Money Management, Inc. and (2) other investment advisers serve as sub-advisers for the fund.* | |

**Portfolio Substitution**

**3.** We have filed an application with the Securities and Exchange Commission (the "SEC") seeking an order approving the substitution of shares of the Fidelity VIP Money Market Portfolio, Initial Class for shares of the Calvert VP Money Market Portfolio.

The effect of the substitution would permit us to replace the Calvert VP Money Market Portfolio ("Existing Fund") with the Fidelity VIP Money Market Portfolio ("Replacement Fund") as an investment option under the Policies. The Existing Fund and Replacement Fund are described in their respective summary prospectuses, which are available at no charge by contacting Customer Service at 1-800-745-1112, or by logging into your account on the internet service center at Ameritas.com.

Until the date of the substitution, Policy value currently allocated to the Calvert VP Money Market Portfolio may remain invested in the corresponding Subaccount, and transfers of Policy value into and out of that Subaccount will be allowed. Any allocation to the Calvert VP Money Market Portfolio pursuant to an asset allocation model will continue according to the model until the date of any substitution unless we receive different allocation instructions from you.

We anticipate the substitution will occur on or around November 15, 2013. From the date of this supplement to the date of the substitution, if you have allocations to the Calvert VP Money Market Portfolio Subaccount, you may transfer such allocations to any other available Subaccount without any charge or limitation (except potentially harmful transfers (see "Disruptive Trading Procedures" in the Prospectus)) and without the transfer counting toward the number of free transfers that otherwise may be made in a given Policy Year.

If carried out, the proposed substitution would result in any Policy value you have allocated to the Subaccount funded by the Existing Fund being, in effect, transferred at relative net asset value to a Subaccount investing in the Replacement Fund. We will pay all expenses incurred in connection with the substitution. There would be no tax consequences resulting from this exchange. After the substitution, the Subaccount funded by the Existing Fund will no longer be available for investment under the Policy.

Once the substitution occurs, unless you instruct us otherwise, any existing or future instruction that designates the Subaccount funded by the Existing Fund will be deemed to be an instruction for the Subaccount funded by the Replacement Fund. This includes, but is not limited to, instructions for purchase payments, partial withdrawals, and transfer instructions (including instructions under any automatic or systematic transfer option). All references in your prospectus to the Existing Fund will be replaced with a reference to the Replacement Fund.

From the date of the substitution, until at least thirty (30) days after the substitution, you are permitted to transfer Policy value out of the Subaccount investing in the Replacement Fund to one or more other Subaccounts or the fixed account (if available) within the Policy without any charge or limitation (except potentially harmful transfers (see "Disruptive Trading Procedures" in the Prospectus)) and without the transfer being treated as one of a limited number of free transfers allowed under your Policy. If you would like to make a transfer of Policy value, please contact Customer Service at 1-800-745-1112, or log into your account on the internet service center at Ameritas.com.

Information about the Replacement Fund, its investment policy, risks, fees and expenses and other aspects of its operations, can be found in its prospectus, which you should read carefully. THERE IS NO ASSURANCE THAT ANY NEW FUND WILL ACHIEVE ITS STATED OBJECTIVE.

If you have any questions about this proposed substitution, please contact a Customer Service representative at 1-800-745-1112.

All other provisions of your Policy remain as stated in your Policy and prospectus, as previously supplemented.

**Please retain this supplement with the current prospectus for your variable policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VA-2**
**("Separate Account")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Life SPVUL,**
**Overture Annuity, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Medley! and Overture Medley ®**
**Prospectuses Dated May 1, 2013**

**Supplement Dated July 15, 2013**

At its April board meeting, the Board of Trustees of the MFS® Strategic Income Series, a series of MFS Variable Insurance Trust (the "Target Fund") approved the proposed reorganization of the Target Fund into the MFS® Strategic Income Portfolio, a series of MFS® Variable Insurance Trust II (the "Acquiring Fund"). The proposed reorganization provides for the transfer of assets to and the assumption of liabilities of the Target Fund by the Acquiring Fund in exchange solely for shares of the Acquiring Fund and the distribution of Acquiring Fund shares to the shareholders of the Target Fund in complete liquidation and termination of the Target Fund. The proposed reorganization is subject to approval by the shareholders of the Target Fund at a Special Meeting of Shareholders expected to be held on August 8, 2013. Proxies for the reorganization were filed with the SEC. If shareholders approve the reorganization, the reorganization will occur on or around August 16, 2013 (the "Effective Date"). At that time, Ameritas Life Policy Owners who are invested in the Subaccount corresponding to the Target Fund will become invested in the Subaccount corresponding to the Acquiring Fund. Specifically, such Policy Owners will receive units of the Subaccount investing in the Initial Class shares of the Acquiring Fund equal to the value of their units of the Subaccount investing in the Initial Class shares of the Target Fund.

As of the Effective Date, Ameritas Life will add the Acquiring Fund subaccount investment option to your Policy and will add the following information to your prospectus to describe the underlying portfolio for the investment option.

1. The list of variable investment options will be revised to include MFS® Strategic Income Portfolio, Initial Class.

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **MFS® Variable Insurance Trust II** | **Massachusetts Financial Services Company** |
| MFS® Strategic Income Portfolio, Initial Class | Seeks total return with an emphasis on high current income, but also considering capital appreciation. |

2. In the prospectus for Overture Medley ®, the table of **PORTFOLIO COMPANY OPERATING EXPENSES** for the year ended December 31, 2012 will be revised to include the following:

| **Subaccount's underlying** Portfolio Name * | Management Fees | 12b-1 Fees | Other Fees | Acquired Fund Fees and Expenses** | Total Portfolio Fees | Waivers and Reductions (Recoupment) | Total Expenses *after Waivers and Reductions, if any* |
|---|---|---|---|---|---|---|---|
| **MFS® VIT II, Initial Class** | | | | | | | |
| Strategic Income | 0.70% | - | 0.32% | 0.01% | 1.03% | - | 1.03%(1) |

MFS (1) Massachusetts Financial Services company has agreed in writing to bear the fund's expenses, excluding interest, taxes, extraordinary expenses, brokerage and transaction costs, and investment–related expenses (such as interest and borrowing expenses incurred in connection with the fund's investment activity, and fees and expenses associated with investments in investment companies and other similar investment vehicles), such that "Total Portfolio Fees" do not exceed 0.90% of the fund's average daily net assets annually. This written agreement will continue until modified by the fund's Board of Trustees, but such agreement will continue until at least April 30, 2014.

* Short cites are used in this list. The **INVESTMENT OPTIONS** section uses complete Portfolio names.

** Some portfolios invest in other investment companies (the "acquired portfolios"). In these instances, portfolio shareholders indirectly bear the fees and expenses of the acquired portfolios.

In addition, at the time of the reorganization, your Policy prospectus is revised by deleting all mention of the MFS® Variable Insurance Trust Strategic Income Series, Initial Class. For more information, please refer to the prospectus of the Acquiring Fund.

All other provisions of your Policy will remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**
**Overture Ovation!**
**Prospectus Dated May 1, 2008**
**Overture Annuity II, Overture Annuity III, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**
**and Statements of Additional Information for all Prospectuses listed above**

**Supplement Dated May 1, 2013**

**1.** Subaccount underlying portfolios available as variable investment options for your Policy are:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP EAFE International Index Portfolio, Class I – *World Asset Management, Inc.* | Index: MSCI EAFE Index. |
| Calvert VP Inflation Protected Plus Portfolio – *Ameritas Investment Partners, Inc. ("AIP")* | Current income. |
| Calvert VP Investment Grade Bond Index Portfolio – *AIP* (named Calvert VP Barclays Capital Aggregate Bond Index Portfolio prior to April 30, 2013) | Index: Barclays Capital Aggregate Bond Index. |
| Calvert VP NASDAQ 100 Index Portfolio – *AIP* | Index: NASDAQ 100® Index. |
| Calvert VP Natural Resources Portfolio – *AIP* | Capital growth. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *AIP* | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio ** – *AIP* (includes assets merged from Calvert VP SRI Strategic Portfolio as of April 30, 2013) | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio, Class I ** – *AIP* | Index: S&P MidCap 400 Index. |
| Calvert VP SRI Large Cap Value Portfolio – *No Subadviser* | Long-term capital appreciation. |
| **Calvert Variable Series, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP Income Portfolio – *No Subadviser* | Long-term income. |
| Calvert VP Money Market Portfolio – *No Subadviser* | Money market: current income. |
| Calvert VP Small Cap Growth Portfolio – *Eagle Asset Management, Inc.* | Long-term capital appreciation. |
| Calvert VP SRI Balanced Portfolio – *Equity Portion: New Amsterdam Partners LLC; Fixed Income Portion: No Subadviser* | Income and capital growth. |
| Calvert VP SRI Equity Portfolio – *Atlanta Capital Management Company, LLC* | Capital growth. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P MidCap 400 Index. ** |
| **DWS Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| DWS Global Growth VIP Portfolio, Class A (named DWS Global Thematic VIP Portfolio prior to May 1, 2013) | Long-term capital growth. |
| DWS Small Mid Cap Value VIP Portfolio, Class A – *Dreman Value Management, L.L.C.* (named DWS Dreman Small Mid Cap Value VIP Portfolio prior to May 1, 2013) | Long-term capital appreciation. |
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager℠ Portfolio, Initial Class [1,2,3] | Total return. |
| Fidelity® VIP Asset Manager: Growth® Portfolio, Initial Class [1,2,3,4] | Total return. |
| Fidelity® VIP Contrafund® Portfolio, Initial Class [2,4] | Long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio, Initial Class [2,4] | Index: S&P 500® Index. ** |
| Fidelity® VIP Growth Portfolio, Initial Class [2,4] | Capital Appreciation. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| Fidelity® VIP High Income Portfolio, Initial Class [2,4] | Income and growth. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [1,4] | Bond. |
| Fidelity® VIP Mid Cap Portfolio *** [2,4] | Long-term growth. |
| Fidelity® VIP Overseas Portfolio, Initial Class [2,4] | Long-term growth. |
| *Subadvisers: (1) Fidelity Investments Money Management, Inc.; (2) FMR Co., Inc.; (3) Geode Capital Management, LLC; and (4) other investment advisers serve as sub-advisers for the fund.* | |
| **ALPS Variable Investors Trust (Financial Investors Variable Insurance Trust prior to April 30, 2013)** | **ALPS Advisors, Inc.** |
| Ibbotson Balanced ETF Asset Allocation Portfolio, Class II – *Ibbotson Associates, Inc. ("Ibbotson")* | Capital appreciation and some current income. |
| Ibbotson Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson* | Capital appreciation. |
| Ibbotson Income and Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson* | Current income and capital appreciation. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Global Core Equity Fund, Series I | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| Invesco V.I. Mid Cap Growth Fund, Series I (named Invesco Van Kampen V.I. Mid Cap Growth Fund prior to April 29, 2013) | Seek capital growth. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Research International Series, Initial Class | Seeks capital appreciation. |
| MFS® Strategic Income Series, Initial Class | Seeks total return with emphasis on high current income, but also considering capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Management LLC** |
| Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I – *Neuberger Berman LLC* | Capital growth. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.** |
| UIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company and Morgan Stanley Investment Management Limited* | Long-term capital appreciation by investing primarily in growth oriented equity securities of issuers in emerging market countries. |
| UIF Global Tactical Asset Allocation Portfolio, Class I | Total return. |
| UIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |

* These funds are part of Ameritas Mutual Holding Company ("Ameritas"), the ultimate parent of Ameritas Life. The funds' investment adviser and Ameritas Investment Partners, Inc. (named Summit Investment Advisors, Inc. prior to May 1, 2013) are indirect subsidiaries of Ameritas. Calvert Investment Distributors, Inc., the underwriter for these funds, is also an indirect subsidiary of Ameritas.

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*** The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Ovation. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture ACCLAIM!.

**2.** Please see the fund prospectuses for more information about subaccount underlying portfolios, including portfolio operating expenses for the year ended December 31, 2012.

**3.** Ameritas Investment Partners, Inc. was named Summit Investment Advisors, Inc. prior to May 1, 2013. All references to Summit Investment Advisors, Inc. in your prospectus and Statement of Additional Information are changed to Ameritas Investment Partners, Inc. to reflect the name change.

**4**. The disclosure relating to model performance in the **Asset Allocation Program** section of the prospectus is revised to state that performance of each model is updated monthly on our website.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**

**Overture Life SPVUL, Overture Applause!, Overture Applause! II, Overture Encore!, Corporate Benefit VUL, and Overture Bravo!**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Excel Performance VUL**
**Prospectus Dated May 1, 2012**

**Overture Annuity and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Annuity II, Overture Annuity III, Overture Acclaim!, and Overture Accent!**
**Prospectuses Dated September 1, 2009**

**Medley!**
**Prospectus Dated May 1, 2012**

**Overture Medley ®**
**Prospectus Dated August 27, 2012**

**Supplement Dated January 18, 2013**

The Calvert Variable Series, Inc. Board of Directors (the "Board") approved (i) the removal of the investment subadviser for Calvert VP SRI Strategic Portfolio (the "Portfolio") and (ii) the assumption of the day-to-day management of the Portfolio by the current investment adviser, Calvert Investment Management, Inc., effective as of December 13, 2012. The portfolio manager change does not affect the Portfolio's investment objective.

The Board also approved the reorganization of the Portfolio into the Calvert VP S&P 500 Index Portfolio and recommended approval of the reorganization by Portfolio shareholders. If the Portfolio's shareholders approve the reorganization, the Portfolio will be merged into the Calvert VP S&P 500 Index Portfolio on or about April 30, 2013. If your variable annuity or variable life insurance policy remains invested in Portfolio shares at the time the reorganization is consummated, your Portfolio shares will be replaced by shares of Calvert VP S&P 500 Index Portfolio and thereafter the value of your Account will depend on the performance of Calvert VP S&P 500 Index Portfolio, rather than that of the Portfolio.

The portion of the Separate Account Variable Options chart relating to this Portfolio is revised to read as follows:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Calvert Variable Series, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP SRI Strategic Portfolio – *No Subadviser* | Long-term capital appreciation; current income is secondary. |

* This fund is part of Ameritas Mutual Holding Company ("Ameritas ®"), the ultimate parent of Ameritas Life. The fund's investment adviser and Calvert Investment Distributors, Inc., the underwriter for this fund, are indirect subsidiaries of Ameritas.

All other provisions of your Policy remain as stated in your Policy and prospectus.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V,**
**Ameritas Variable Separate Account VL,**
**Ameritas Variable Separate Account VA,**
**and Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Corporate Benefit VUL, Overture Applause!,**
**Overture Applause! II, Overture Bravo!, Overture Encore!,**
**Overture Life SPVUL, UniVar, Overture Viva!,**
**Executive Select, Regent 2000,**
**Overture Annuity, Overture Annuity III-Plus,**
**and Allocator 2000 Annuity**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Designer Annuity**
**Prospectus Dated May 1, 2010**

**Allocator 2000**
**Prospectus Dated September 1, 2010**

**and Statements of Additional Information**

**Supplement Dated May 2, 2012**

On May 2, 2012, the members of UNIFI ® Mutual Holding Company ("UNIFI ®") approved an amendment to change the company's name to "Ameritas Mutual Holding Company." Therefore, all references to UNIFI ® Mutual Holding Company in your prospectus, supplements, and Statement of Additional Information are changed to Ameritas Mutual Holding Company. The short cite for the new company name is "Ameritas;" therefore, all references to UNIFI ® are changed to Ameritas.

All other provisions of your Policy remain as stated in your Policy, prospectus, supplements, and Statement of Additional Information.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**
**Overture Ovation!**
**Prospectus Dated May 1, 2008**
**Overture Annuity II, Overture Annuity III, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**
**and Statements of Additional Information**

**Supplement Dated May 1, 2012**

**1.** Subaccount underlying portfolios available as variable investment options for your Policy are:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP Barclays Capital Aggregate Bond Index Portfolio – *Summit Investment Advisors, Inc. ("Summit")* | Index: Barclays Capital Aggregate Bond Index. |
| Calvert VP EAFE International Index Portfolio, Class I – *World Asset Management, Inc.* | Index: MSCI EAFE Index. |
| Calvert VP Inflation Protected Plus Portfolio – *Summit* | Current income. |
| Calvert VP Nasdaq 100 Index Portfolio – *Summit* | Index: Nasdaq 100® Index. |
| Calvert VP Natural Resources Portfolio – *Summit* | Capital growth. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *Summit* | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio ** – *Summit* | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio, Class I ** – *Summit* | Index: S&P MidCap 400 Index. |
| Calvert VP SRI Large Cap Value Portfolio – *No Subadviser* | Long-term capital appreciation |
| **Calvert Variable Series, Inc.*** | **Calvert Investment Management, Inc.** |
| Calvert VP Income Portfolio – *No Subadviser* | Long-term income. |
| Calvert VP Money Market Portfolio – *No Subadviser* | Money market: current income. |
| Calvert VP Small Cap Growth Portfolio – *Eagle Asset Management, Inc.* | Long-term capital appreciation. |
| Calvert VP SRI Balanced Portfolio – *Equity Portion: New Amsterdam Partners LLC; Fixed Income Portion: No Subadviser* | Income and capital growth. |
| Calvert VP SRI Equity Portfolio – *Atlanta Capital Management Company, LLC* | Capital growth. |
| Calvert VP SRI Strategic Portfolio – *Thornburg Investment Management, Inc.* | Long-term capital appreciation; current income is secondary. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P MidCap 400 Index. ** |
| **DWS Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| DWS Dreman Small Mid Cap Value VIP Portfolio, Class A – *Dreman Value Management, L.L.C.* | Long-term capital appreciation. |
| DWS Global Thematic VIP Portfolio, Class A – *Global Thematic Partners, LLC* | Long-term capital growth. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager[SM] Portfolio, Initial Class [1,2] | Total return. |
| Fidelity® VIP Asset Manager: Growth® Portfolio, Initial Class [1,2,3] | Total return. |
| Fidelity® VIP Contrafund® Portfolio, Initial Class [2,3] | Long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio, Initial Class [2,3] | Index: S&P 500® Index. ** |
| Fidelity® VIP Growth Portfolio, Initial Class [2,3] | Capital Appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class [2,3] | Income and growth. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [1,3] | Bond. |
| Fidelity® VIP Mid Cap Portfolio *** [2,3] | Long-term growth. |
| Fidelity® VIP Overseas Portfolio, Initial Class [2,3] | Long-term growth. |
| *Subadvisers: (1) Fidelity Investments Money Management, Inc., (2) FMR Co., Inc., and (3) other investment advisers serve as sub-advisers for the fund.* | |
| **Financial Investors Variable Insurance Trust (ALPS)** | **ALPS Advisors, Inc.** |
| Ibbotson Balanced ETF Asset Allocation Portfolio, Class II – *Ibbotson Associates, Inc.* | Capital appreciation and some current income. |
| Ibbotson Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson Associates, Inc.* | Capital appreciation. |
| Ibbotson Income and Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson Associates, Inc.* | Current income and capital appreciation. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Global Core Equity Fund, Series I (named Invesco Van Kampen V.I. Global Value Equity Fund prior to April 30, 2012) | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| Invesco Van Kampen V.I. Mid Cap Growth Fund, Series I (merged from Invesco V.I. Capital Development Fund prior to April 30, 2012) | Long-term growth of capital. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Research International Series, Initial Class | Seeks capital appreciation. |
| MFS® Strategic Income Series, Initial Class | Seeks Total return with emphasis on high current income, but also considering capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Management LLC** |
| Neuberger Berman AMT Mid Cap Intrinsic Value Portfolio, Class I (named Neuberger Berman AMT Regency Portfolio prior to May 1, 2012) | Capital growth. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.** |
| UIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company and Morgan Stanley Investment Management Limited* | Long-term capital appreciation by investing primarily in growth oriented equity securities of issuers in emerging market countries. |
| UIF Global Tactical Asset Allocation Portfolio, Class I | Total Return. |
| UIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |

* These funds are part of and their investment adviser and Summit are indirect subsidiaries of the UNIFI ® Mutual Holding Company (UNIFI ®), the ultimate parent of Ameritas Life. Also, Calvert Investment Distributors, Inc., an indirect subsidiary of UNIFI ®, is the underwriter for these funds.

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*** The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Ovation. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture ACCLAIM!.

**2.** Please see the fund prospectuses for more information about subaccount underlying portfolios, including portfolio operating expenses for the year ended December 31, 2011.

**3.** The **Asset Allocation Program** section of the prospectus is revised as follows:

**a.** The following sentences are added at the end of the first paragraph:

**We also obtain research and business support services relating to models from unaffiliated consultants. We pay for these consultant services, at no additional cost to Policy Owners.**

**b.** In the **Potential Conflicts of Interest** first paragraph, the fourth sentence is deleted and replaced with the following:

**We may receive fees for administrative services from other portfolios in the models.**

**4.** The SAI **ASSET ALLOCATION PROGRAM** text is revised as follows:

**a.** In **The Asset Allocation Program Models** section, the first two sentences are deleted and replaced with the following:

**Development of the Program models is a multi-step process. First, we obtain research relating to models from an unaffiliated firm, then an optimization analysis is performed to determine the breakdown of asset classes.**

**b.** In the **Potential Conflicts of Interest** paragraph, the sentence, "We and AIC may receive revenue sharing from other portfolios that are available as investment options or distribution fees." is deleted and replaced with the following:

**We may receive revenue sharing from other portfolios that are available as investment options or distribution fees.**

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**

**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp.**
**("Ameritas Life")**

**Ameritas Variable Separate Account V**
**Ameritas Variable Separate Account VA-2**
**("Separate Accounts")**

**Supplement to:**
**Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**
**Overture Ovation!**
**Prospectus Dated May 1, 2008**
**Overture Annuity II, Overture Annuity III, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**
**and Statements of Additional Information**

**Supplement Dated May 1, 2011**

**1.** Subaccount underlying portfolios available as variable investment options for your Policy are:

| **FUND NAME**<br>Portfolio Name – ***Subadviser(s)*** | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc.**<br>**(*See note following chart.)** | **Calvert Investment Management, Inc.**<br>**(Named Calvert Asset Management Company, Inc. prior to 4/30/11)** |
| Calvert VP Barclays Capital Aggregate Bond Index Portfolio – *Summit Investment Advisors, Inc. ("Summit")* | Index: Barclays Capital Aggregate Bond Index. |
| Calvert VP EAFE International Index Portfolio, Class I – *World Asset Management, Inc.* | Index: MSCI EAFE Index. |
| Calvert VP Inflation Protected Plus Portfolio – *Summit* | Current income. |
| Calvert VP Nasdaq 100 Index Portfolio – *Summit* | Index: Nasdaq 100 Index. |
| Calvert VP Natural Resources Portfolio – *Summit* | Capital growth. |
| Calvert VP Russell 2000 Small Cap Index Portfolio, Class I – *Summit* | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio – *Summit* | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio, Class I – *Summit* (Calvert VP Mid Cap Value Portfolio prior to merger 5/1/11) | Index: S&P MidCap 400 Index. |
| Calvert VP SRI Large Cap Value Portfolio – *No Subadviser* | Long-term capital appreciation. |
| **Calvert Variable Series, Inc.**<br>**(* See note following chart.)** | **Calvert Investment Management, Inc.**<br>**(Named Calvert Asset Management Company, Inc. prior to 4/30/11)** |
| Calvert VP Income Portfolio – *No Subadviser* | Long-term income. |
| Calvert VP Money Market Portfolio – *No Subadviser* | Money market: current income. |
| Calvert VP Small Cap Growth Portfolio – *Eagle Asset Management, Inc.* | Long-term capital appreciation. |
| Calvert VP SRI Balanced Portfolio – *Equity Portion: New Amsterdam Partners LLC; Fixed Income Portion: No Subadviser* | Income and capital growth. |
| Calvert VP SRI Equity Portfolio – *Atlanta Capital Management Company, LLC* | Capital growth. |
| Calvert VP SRI Strategic Portfolio – *Thornburg Investment Management, Inc.* | Long-term capital appreciation; current income is secondary. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P MidCap 400 Index. |
| **DWS Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| DWS Dreman Small Mid Cap Value VIP Portfolio, Class A– *Dreman Value Management, L.L.C.* | Long-term capital appreciation. |
| DWS Global Thematic VIP Portfolio, Class A – *Global Thematic Partners, LLC* | Long-term capital growth. |

| FUND NAME<br>Portfolio Name – ***Subadviser(s)*** | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Objective |
|---|---|
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager℠ Portfolio, Initial Class [1,2,3,4] | Total return. |
| Fidelity® VIP Asset Manager: Growth® Portfolio, Initial Class [1,2,3,4] | Total return. |
| Fidelity® VIP Contrafund® Portfolio, Initial Class [1,2,3] | Long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio, Initial Class [1,2,3] | Index: S&P 500 Index. |
| Fidelity® VIP Growth Portfolio, Initial Class [1,2,3] | Capital Appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class [1,2] | Income and growth. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [1,4] | Bond. |
| Fidelity® VIP Mid Cap Portfolio [1,2,3] (**See note at end of chart.) | Long-term growth. |
| Fidelity® VIP Overseas Portfolio, Initial Class [1,2,3] | Long-term growth. |
| *Subadvisers: (1) Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited; (2) FMR Co., Inc., Fidelity Investments Japan Limited; (3) Fidelity Management & Research (U.K.) Inc.; and (4) Fidelity Investments Money Management, Inc.* | |
| **Financial Investors Variable Insurance Trust (ALPS)** | **ALPS Advisors, Inc.** |
| Ibbotson Balanced ETF Asset Allocation Portfolio, Class II – *Ibbotson Associates, Inc. ("Ibbotson")* (Calvert VP Lifestyle Moderate Portfolio prior to merger 5/1/11) | Capital appreciation and some current income. |
| Ibbotson Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson* (Calvert VP Lifestyle Aggressive Portfolio prior to merger 5/1/11) | Capital appreciation. |
| Ibbotson Income and Growth ETF Asset Allocation Portfolio, Class II – *Ibbotson.* (Calvert VP Lifestyle Conservative Portfolio prior to merger 5/1/11) | Current income and capital appreciation. |
| **AIM Variable Insurance Funds (Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco V.I. Capital Development Fund, Series I (Invesco V.I. Dynamics Fund prior to merger 5/2/11) | Long-term growth of capital. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco Van Kampen V.I. Global Value Equity Fund, Series I (UIF Global Value Equity Portfolio prior to merger 6/1/10) | Long-term capital appreciation by investing primarily in equity securities of issuers throughout the world, including U.S. issuers. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Seeks capital appreciation. |
| MFS® Research International Series, Initial Class | Seeks capital appreciation. |
| MFS® Strategic Income Series, Initial Class | Seeks total return with emphasis on high current income, but also considering capital appreciation. |
| MFS® Total Return Series, Initial Class | Seeks total return. |
| MFS® Utilities Series, Initial Class | Seeks total return. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Management LLC** |
| Neuberger Berman AMT Regency Portfolio, Class I | Capital growth. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Total Return Portfolio, Administrative Class | Seeks maximum total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks Long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.** |
| UIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company ("MSIMC") and Morgan Stanley Investment Management Limited ("MSIML")* | Long-term capital appreciation by investing primarily in growth oriented equity securities of issuers in emerging market countries. |
| UIF Global Tactical Asset Allocation Portfolio, Class I – *MSIML and MSIMC* (UIF International Magnum prior to 10/29/10) | Total Return. |
| UIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation by investing primarily in equity securities of companies in the U.S. real estate industry, including real estate investment trusts. |

* These funds are part of and their investment adviser and Summit are indirect subsidiaries of the UNIFI ® Mutual Holding Company (UNIFI ®), the ultimate parent of Ameritas Life. Also, Calvert Investment Distributors, Inc. (named Calvert Distributors, Inc. prior to 4/30/11), an indirect subsidiary of UNIFI ®, is the underwriter for these funds.
** The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Ovation. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture Acclaim!.

**2.** Please see the fund prospectuses for more information about subaccount underlying portfolios, including portfolio operating expenses for the year ended December 31, 2010.

**3.** The prospectus sections on systematic transfer programs (Dollar Cost Averaging, Portfolio Rebalancing, and Earnings Sweep) are revised by deleting the phrase "or by Internet when available" each time it appears in that section. We currently do not process Internet instructions for systematic programs, although the Internet may be used for other Policy communications, as stated in the **Transfers** section of your prospectus.

**4.** In the **Asset Allocation Program** section of the prospectus, the reference to "AIC's Form ADV Part II" is deleted and replaced with "AIC's Form ADV Part 2A, Appendix 1."

**5.** In the prospectus and the Statement of Additional Information ("SAI"), references to our affiliate, Summit Investment Advisors, Inc., are revised to the short cite "Summit."

**6.** In the **Asset Allocation Program** section of the prospectus and in the SAI, the name of our affiliate, which is the adviser of the Calvert Funds, is changed to Calvert Investment Management, Inc. (named Calvert Asset Management Company, Inc. prior to April 30, 2011). References to Calvert Investment Management, Inc. are revised to the short cite "CIM."

**7.** The SAI **ASSET ALLOCATION PROGRAM** text is revised as follows:

**a.** In the **Asset Allocation Program Models** section, the sentence "First, SIA performs an optimization analysis to determine the breakdown of asset classes." is deleted and replaced with the following:

**First, an optimization analysis is performed to determine the breakdown of asset classes. Next, after the asset class exposures are known, a determination is made of how available investment options can be used to implement the asset class level allocations.**

**b.** In the second paragraph of the **Periodic Updates of the Models and Notices of Updates** section, the sentence "This means the allocation of your accumulated value, and potentially the investment options in which you are invested, will automatically change and your accumulated value and any subsequent premium payments will be automatically reallocated among the investment options in your updated model (independently of the automatic quarterly rebalancing)." is deleted and replaced with the following:

**This means the allocation of your accumulated value, and potentially the investment options in which you are invested, will automatically change and your accumulated value and any subsequent premium payments will be automatically reallocated among the investment options in your updated model when your next automatic quarterly rebalancing occurs.**

**c.** In the first paragraph on **Potential Conflicts of Interest**, the sentence "SIA analyzes all our model investment options and their underlying portfolios; it evaluates and recommends the selection, allocation weighting, and periodic updates regarding portfolios in the models." is deleted and replaced with the following:

**Summit analyzes all our model investment options and their underlying portfolios; it evaluates and recommends the selection of specific funds and periodic updates regarding portfolios in the models. In developing these recommendations, Summit consults with unaffiliated third parties to obtain information on asset class-level allocation weightings and the impact of the models on insurance reserves.**

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**Ameritas Life Insurance Corp. of New York SM**
**(formerly First Ameritas Life Insurance Corp. of New York ®)**
**("Ameritas Life of NY")**

**First Ameritas Variable Life Separate Account**
**and**
**First Ameritas Variable Annuity Separate Account**
**("Separate Accounts")**

**Supplement to**
**Overture Encore! II,**
**Overture Annuity III-Plus, Overture Acclaim! and Overture Accent!**
**Prospectuses and Statements of Additional Information Dated May 1, 2003**

**Supplement Dated October 1, 2011**

Effective October 1, 2011, the name of the Depositor for your variable life insurance policy or variable annuity is Ameritas Life Insurance Corp. of New York SM. This is a change in the company name from First Ameritas Life Insurance Corp. of New York ®. Therefore, all references to First Ameritas Life Insurance Corp. of New York ® in your prospectus and supplements are changed to Ameritas Life Insurance Corp. of New York SM. The short cite for the new Depositor name is Ameritas Life of NY.

Ameritas Life of NY also has a new address, website and phone number. The new address is:

Ameritas Life Insurance Corp. of New York SM
1350 Broadway, Suite 2201
New York, New York 10018

The new website is AmeritasNY.com and the toll-free phone number is 1-877-280-6110.

All other provisions of your Policy remain as stated in your Policy and prospectus, as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp. of New York SM.**

**AMERITAS LIFE INSURANCE CORP.**
**("Ameritas Life")**
**AMERITAS VARIABLE SEPARATE ACCOUNT V**
**AMERITAS VARIABLE SEPARATE ACCOUNT VA-2**
**("Separate Accounts")**

**Supplement to:**

**Corporate Benefit VUL, Overture Applause!®,**
**Overture Applause! II, Overture Bravo!®, Overture Encore!,**
**Overture Life SPVUL,**
**Overture Annuity, and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation!**
**Prospectus Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent!, and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Overture Medley®**
**Prospectus Dated May 1, 2010**

**Supplement Dated October 29, 2010**

The Board of Directors of The Universal Institutional Funds, Inc. (the "Fund") approved, among other changes, changes to the name and investment objective of the UIF International Magnum Portfolio (the "Portfolio") at a meeting held on June 17-18, 2010. Investment objective changes require stockholder approval, which was provided by stockholders of record at a Special Meeting held September 16, 2010. Therefore, on or about October 29, 2010, the Portfolio's name will be changed to "UIF Global Tactical Asset Allocation Portfolio" and the investment objective will be changed to "total return."

**1.** All references to the UIF International Magnum Portfolio in your variable product prospectus listed above are changed to "UIF Global Tactical Asset Allocation Portfolio," or if a short cite is used, to "Global Tactical Asset Allocation."

**2.** The portfolio objectives charts in the Separate Account Variable Investment Options sections of the variable product prospectuses listed above are updated as follows:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Strategy |
|---|---|
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.** |
| UIF Global Tactical Asset Allocation Portfolio, Class I – *Morgan Stanley Investment Management Limited and Morgan Stanley Investment Management Company* | Total return. |

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

Please see the UIF Global Tactical Asset Allocation Portfolio prospectus for more information.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas Life at 1-800-745-1112.**

**AMERITAS LIFE INSURANCE CORP.**
**("Ameritas Life")**
**AMERITAS VARIABLE SEPARATE ACCOUNT V**
**AMERITAS VARIABLE SEPARATE ACCOUNT VA-2**
**("Separate Accounts")**

**Supplement to:**

**Corporate Benefit VUL, Overture Applause!®,**
**Overture Applause! II, Overture Bravo!®, Overture Encore!**
**and Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent! and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Excel Performance VUL and**
**Overture Medley®**
**Prospectuses Dated May 1, 2010**

**Supplement Dated October 22, 2010**

Effective October 6, 2010, the name of the Subadviser to the Calvert VP Mid Cap Value Portfolio changed from RiverSource Investments, LLC to Columbia Management Investment Advisers, LLC. Therefore, the portfolio objectives charts in the Separate Account Variable Investment Options sections for the variable product prospectuses listed above, are updated for the Calvert VP Mid Cap Value Portfolio, to read as follows:

| **FUND NAME**<br>Portfolio Name – ***Subadviser(s)*** | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Strategy |
|---|---|
| **Calvert Variable Series, Inc.*** | **Calvert Asset Management Company, Inc.** |
| Calvert VP Mid Cap Value Portfolio – *Columbia Management Investment Advisers, LLC*<br>(Ameritas Mid Cap Value Portfolio prior to 5/1/10) | Long-term capital appreciation. |

* This fund is part of, and its investment adviser is an indirect subsidiary of the UNIFI Mutual Holding Company, the ultimate parent of Ameritas Life.

All other provisions of your Policy remain as stated in your Policy and prospectus, as previously supplemented.

Please see the Calvert VP Mid Cap Value Portfolio prospectus for more information.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas at 1-800-745-1112.**

**AMERITAS LIFE INSURANCE CORP.**
**("Ameritas Life")**

**AMERITAS VARIABLE SEPARATE ACCOUNT V**
**AMERITAS VARIABLE SEPARATE ACCOUNT VA-2**
**("Separate Accounts")**

**Supplement to:**

**Corporate Benefit VUL, Overture Applause!®,**
**Overture Applause! II, Overture Bravo!®, Overture Encore! and**
**Overture Annuity III-Plus**
**Prospectuses Dated May 1, 2007**

**Overture Ovation! and Protector *h*VUL**
**Prospectuses Dated May 1, 2008**

**Overture Annuity II, Overture Annuity III,**
**Overture Accent! and Overture Acclaim!**
**Prospectuses Dated September 1, 2009**

**Excel Performance VUL and**
**Overture Medley®**
**Prospectuses Dated May 1, 2010**

**Supplement Dated September 3, 2010**

Effective June 30, 2010, Global Thematic Partners, LLC became the Subadviser for the DWS Global Thematic VIP Portfolio. The portfolio objectives chart in your prospectus is updated for this information.

Please see the DWS Global Thematic VIP Portfolio prospectus, as supplemented, for more information.

All other provisions of your Policy remain as stated in your Policy and prospectus as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas at 1-800-745-1112.**

**AMERITAS LIFE INSURANCE CORP.**
**("AMERITAS")**
**AMERITAS VARIABLE SEPARATE ACCOUNT V**
**AMERITAS VARIABLE SEPARATE ACCOUNT VL,**
**AMERITAS VARIABLE SEPARATE ACCOUNT VA-2**
**and**
**AMERITAS VARIABLE SEPARATE ACCOUNT VA**
**("Separate Accounts")**

**Supplement to:**
**OVERTURE LIFE SPVUL, OVERTURE APPLAUSE!, OVERTURE APPLAUSE! II,**
**OVERTURE ENCORE!, OVERTURE BRAVO!, CORPORATE BENEFIT VUL,**
**ALLOCATOR 2000, EXECUTIVE SELECT, REGENT 2000,**
**OVERTURE ANNUITY, OVERTURE ANNUITY III-Plus,**
**ALLOCATOR 2000 ANNUITY, and DESIGNER ANNUITY**
**Prospectuses Dated May 1, 2007**

**OVERTURE OVATION! and PROTECTOR *h*VUL**
**Prospectuses Dated May 1, 2008**

**Excel Performance VUL**
**Prospectus Dated May 1, 2009**

**OVERTURE ANNUITY II, OVERTURE ANNUITY III,**
**OVERTURE ACCENT®!, and OVERTURE ACCLAIM®!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated December 31, 2009**

Effective September 23, 2009, The Alger American Fund Board voted and approved to change the name of The Alger American Fund to The Alger Portfolios (the "Series"). In addition, the Series portfolios listed below were renamed as follows and changed from Class O to Class I-2.

| Former Portfolio Names | New Names Effective September 23, 2009 |
|---|---|
| Alger American Balanced Portfolio | Alger Balanced Portfolio |
| Alger American Capital Appreciation Portfolio * | Alger Capital Appreciation Portfolio * |
| Alger American LargeCap Growth Portfolio ** | Alger Large Cap Growth Portfolio ** |
| Alger American MidCap Growth Portfolio ** | Alger Mid Cap Growth Portfolio ** |
| Alger American SmallCap Growth Portfolio ** | Alger Small Cap Growth Portfolio ** |

* Available only for the Excel Performance VUL.

** Available only for ALLOCATOR 2000, EXECUTIVE SELECT, REGENT 2000, ALLOCATOR 2000 ANNUITY, and DESIGNER ANNUITY Policy Owners who currently invest in the respective underlying portfolio.

Therefore, all references to the Series and portfolios in your prospectus are changed to the new names.

All other provisions of your Policy remain as stated in your Policy and prospectus, as previously supplemented.

Please see the Series prospectus for each portfolio for more information.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas at 1-800-745-1112.**

**AMERITAS LIFE INSURANCE CORP.**
**("AMERITAS")**
**AMERITAS VARIABLE SEPARATE ACCOUNT V**
**AMERITAS VARIABLE SEPARATE ACCOUNT VL,**
**AMERITAS VARIABLE SEPARATE ACCOUNT VA-2**
**and**
**AMERITAS VARIABLE SEPARATE ACCOUNT VA**
**("Separate Accounts")**

**Supplement to:**
**CORPORATE BENEFIT VUL, OVERTURE APPLAUSE!,**
**OVERTURE APPLAUSE! II, OVERTURE BRAVO!, OVERTURE ENCORE!,**
**OVERTURE LIFE SPVUL, OVERTURE VIVA℠,**
**ALLOCATOR 2000, EXECUTIVE SELECT, REGENT 2000,**
**OVERTURE ANNUITY, OVERTURE ANNUITY III-Plus,**
**ALLOCATOR 2000 ANNUITY and DESIGNER ANNUITY**
**Prospectuses Dated May 1, 2007**

**OVERTURE OVATION! and PROTECTOR *h*VUL**
**Prospectuses Dated May 1, 2008**

**Excel Performance VUL**
**Prospectus Dated May 1, 2009**

**OVERTURE ANNUITY II, OVERTURE ANNUITY III,**
**OVERTURE ACCENT®! and OVERTURE ACCLAIM®!**
**Prospectuses Dated September 1, 2009**

**Supplement Dated January 8, 2010**

Effective December 11, 2009, the Calvert Variable Series, Inc. Board of Directors approved changes to the Subadviser and Portfolio Type for the Ameritas MidCap Growth Portfolio and Social International Equity Portfolio.

Therefore, for the products listed above, the portfolio objectives chart found in the Separate Account Variable Investment Options section is updated to read as follows:

| **FUND NAME**<br>**Portfolio Name –** *Subadviser(s)* | **INVESTMENT ADVISER**<br>**Portfolio Type / Summary of Investment Strategy** |
|---|---|
| **Calvert Variable Series, Inc.*** | **Calvert Asset Management Company, Inc.** |
| Ameritas MidCap Growth Portfolio ** – *Summit Investment Partners, Inc.* | Index: S&P MidCap 400 Index. |
| Social International Equity Portfolio *** – *World Asset Management, Inc.* | Index: MSCI EAFE Index. |

* This fund and its investment adviser are part of the UNIFI Mutual Holding Company ("UNIFI"), the ultimate parent of Ameritas.

** Portfolio not available for the ALLOCATOR 2000 ANNUITY, DESIGNER ANNUITY, ALLOCATOR 2000, EXECUTIVE SELECT and REGENT 2000. Due to the affiliation between the Adviser (a subsidiary of Calvert Group, Ltd., which is a subsidiary of UNIFI) and Summit, this change in sub-adviser is subject to shareholder approval. A filing is being made with the Securities and Exchange Commission detailing this change and will be sent to shareholders on or about February 15, 2010.

*** Portfolio not available for VIVA.

All other provisions of your Policy remain as stated in your Policy and prospectus, as previously supplemented.

Please see the respective Calvert Variable Series, Inc. portfolio prospectus and supplement for more information.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas at 1-800-745-1112.**

**AMERITAS LIFE INSURANCE CORP. ("AMERITAS")**
**AMERITAS VARIABLE SEPARATE ACCOUNT V and**
**AMERITAS VARIABLE SEPARATE ACCOUNT VA-2 ("Separate Accounts")**

**Supplement to:**
**OVERTURE APPLAUSE!, OVERTURE APPLAUSE! II,**
**OVERTURE ENCORE!, and OVERTURE ANNUITY III-Plus**
**Prospectuses Dated May 1, 2007**
**OVERTURE OVATION!**
**Prospectus Dated May 1, 2008**
**OVERTURE ANNUITY II, OVERTURE ANNUITY III, and OVERTURE ACCLAIM!®**
**Prospectuses Dated September 1, 2009**

**Supplement Dated May 1, 2010**

**1. Subaccount underlying portfolios available as variable investment options for your Policy are:**

| **FUND NAME**<br>Portfolio Name – ***Subadviser(s)*** | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Strategy |
|---|---|
| **The Alger Portfolios** | **Fred Alger Management, Inc.** |
| Alger Balanced Portfolio, Class I-2 | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Products, Inc.*** | **Calvert Asset Management Company, Inc.** |
| Calvert VP Barclays Capital Aggregate Bond Index Portfolio – *Summit Investment Partners, Inc. ("Summit")*<br>(Summit Barclays Capital Aggregate Bond Index Portfolio prior to 5/1/10) | Index: Barclays Capital Aggregate Bond Index. |
| Calvert VP EAFE International Index Portfolio – *World Asset Management, Inc.*<br>(Summit EAFE International Index Portfolio prior to 5/1/10) | Index: MSCI EAFE Index. |
| Calvert VP Inflation Protected Plus Portfolio – *Summit*<br>(Summit Inflation Protected Plus Portfolio prior to 5/1/10) | Current income. |
| Calvert VP Lifestyle Aggressive Portfolio – *Summit*<br>(Summit Lifestyle ETF Market Strategy Aggressive Portfolio prior to 5/1/10) | Capital growth; investment income is secondary. |
| Calvert VP Lifestyle Conservative Portfolio – *Summit*<br>(Summit Lifestyle ETF Market Strategy Conservative Portfolio prior to 5/1/10) | Capital growth, investment income is secondary. |
| Calvert VP Lifestyle Moderate Portfolio – *Summit*<br>(Summit Lifestyle ETF Market Strategy Target Portfolio prior to 5/1/10) | Capital growth, investment income is secondary. |
| Calvert VP Nasdaq 100 Index Portfolio – *Summit*<br>(Summit Nasdaq-100 Index Portfolio prior to 5/1/10) | Index: Nasdaq 100 Index. |
| Calvert VP Natural Resources Portfolio – *Summit*<br>(Summit Natural Resources Portfolio prior to 5/1/10) | Capital growth. |
| Calvert VP Russell 2000 Small Cap Index Portfolio – *Summit*<br>(Summit Russell 2000 Small Cap Index Portfolio prior to 5/1/10) | Index: Russell 2000 Index. |
| Calvert VP S&P 500 Index Portfolio – *Summit*<br>(Summit S&P 500 Index Portfolio prior to 5/1/10) | Index: S&P 500 Index. |
| Calvert VP S&P MidCap 400 Index Portfolio – *Summit*<br>(Summit S&P MidCap 400 Index Portfolio prior to 5/1/10) | Index: S&P MidCap 400 Index. |
| Calvert VP SRI Large Cap Value Portfolio – *No Subadviser*<br>(Summit Zenith Portfolio prior to 5/1/10) | Long-term capital appreciation |
| **Calvert Variable Series, Inc.*** | **Calvert Asset Management Company, Inc.** |
| Calvert VP Income Portfolio – *No Subadviser*<br>(CVS Calvert Income Portfolio prior to 5/1/10) | Long-term income. |
| Calvert VP Mid Cap Value Portfolio – *RiverSource Investments, LLC*<br>(Ameritas Mid Cap Value Portfolio prior to 5/1/10) | Long-term capital appreciation. |
| Calvert VP Money Market Portfolio – *No Subadviser*<br>(Ameritas Money Market Portfolio prior to 5/1/10) | Money market: current income. |
| Calvert VP Small Cap Growth Portfolio – *Eagle Asset Management, Inc.*<br>(Ameritas Small Capitalization Portfolio prior to 5/1/10) | Long-term capital appreciation. |
| Calvert VP SRI Balanced Portfolio – *Equity Portion: New Amsterdam Partners LLC; Fixed Income Portion: No Subadviser*<br>(CVS Calvert Social Balanced Portfolio prior to 5/1/10) | Income and capital growth. |

| FUND NAME<br>Portfolio Name – ***Subadviser(s)*** | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Strategy |
|---|---|
| Calvert VP SRI Equity Portfolio – *Atlanta Capital Management Company, LLC*<br>(CVS Calvert Social Equity Portfolio prior to 5/1/10) | Capital growth. |
| Calvert VP SRI Strategic Portfolio – *Thornburg Investment Management, Inc.*<br>(Ameritas Core Strategies Portfolio prior to 5/1/10) | Long-term capital appreciation; current income is secondary. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P MidCap 400 Index. |
| **DWS Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| DWS Dreman Small Mid Cap Value VIP Portfolio, Class A | Long-term capital appreciation. |
| DWS Global Thematic VIP Portfolio, Class A | Long-term capital growth. |
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager℠ Portfolio, Initial Class [1,2,3,4] | Total return. |
| Fidelity® VIP Asset Manager: Growth® Portfolio, Initial Class [1,2,3,4] | Total return. |
| Fidelity® VIP Contrafund® Portfolio, Initial Class [1,2,3] | Long-term capital appreciation. |
| Fidelity® VIP Equity-Income Portfolio, Initial Class [1,2,3] | Index: S&P 500 Index. |
| Fidelity® VIP Growth Portfolio, Initial Class [1,2,3] | Capital Appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class [1,2] | Income and growth. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class [1,4] | Bond. |
| Fidelity® VIP Mid Cap Portfolio ** [1,2,3] | Long-term growth. |
| Fidelity® VIP Overseas Portfolio, Initial Class [1,2,3] | Long-term growth. |
| *- Subadvisers: (1)Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited; (2) FMR Co., Inc., Fidelity Investments Japan Limited; (3) Fidelity Management & Research (U.K.) Inc.; and (4) Fidelity Investments Money Management, Inc.* | |
| **AIM Variable Insurance Funds**<br>**(Invesco Variable Insurance Funds)**<br>(The portfolios listed below were AIM portfolios prior to 5/1/10) | **Invesco Advisers, Inc.** |
| Invesco V.I. Dynamics Fund, Series I | Long-term growth of capital. |
| Invesco V.I. Global Real Estate Fund, Series I – *Invesco Asset Management Limited* | Total return through growth of capital and current income. |
| Invesco V.I. International Growth Fund, Series I | Long-term growth of capital. |
| **MFS® Variable Insurance Trust** | **Massachusetts Financial Services Company** |
| MFS® New Discovery Series, Initial Class | Capital appreciation. |
| MFS® Research International Series, Initial Class | Capital appreciation. |
| MFS® Strategic Income Series, Initial Class | Total return with emphasis on high current income, but also considering capital appreciation. |
| MFS® Total Return Series, Initial Class | Total return. |
| MFS® Utilities Series, Initial Class | Total return. |
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Management LLC** |
| Neuberger Berman AMT Regency Portfolio, Class I | Capital growth. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Total Return Portfolio, Administrative Class | Total return. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Seeks Long-term capital growth. Income is a secondary objective. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.** |
| UIF Emerging Markets Equity Portfolio, Class I – *Morgan Stanley Investment Management Company ("MSIMC")and Morgan Stanley Investment Management Limited ("MSIML")* | Long-term capital appreciation. |
| UIF Global Value Equity Portfolio, Class I – *MSIML* | Long-term capital appreciation. |
| UIF International Magnum Portfolio, Class I – *MSIML, Morgan Stanley Asset & Investment Trust Management Co., Limited and MSIMC* | Long-term capital appreciation. |
| UIF U.S. Real Estate Portfolio, Class I | Above-average current income and long-term capital appreciation. |

* These funds are part of, and their investment adviser and Summit are indirect subsidiaries of the UNIFI Mutual Holding Company, the ultimate parent of Ameritas. Also, Calvert Distributors, Inc., an indirect subsidiary of UNIFI, is the underwriter for these funds.

** The "Initial Class" of this portfolio is available for the Overture Applause!, Overture Applause! II, Overture Encore!, and Overture Ovation. The "Service Class 2" is available for the Overture Annuity II, Overture Annuity III, Overture Annuity III-P, and Overture ACCLAIM!.

Please see the respective portfolio prospectuses, which accompany this supplement, for more information.

**2. The following paragraphs are added to your prospectus Separate Account and Transfers sections:**

**Resolving Material Conflicts – Underlying Investment Interests**
In addition to serving as underlying portfolios to the Subaccounts, the portfolios are available to registered separate accounts of other insurance companies offering variable annuity and variable life insurance contracts. We do not currently foresee any disadvantages to you resulting from the fund companies selling portfolio shares to fund other products. However, there is a possibility that a material conflict of interest may arise between Policy Owners and the owners of variable contracts issued by other companies whose values are allocated to one of the portfolios. Shares of some of the portfolios may also be sold to certain qualified pension and retirement plans qualifying under section 401 of the Internal Revenue Code. As a result, there is a possibility that a material conflict may arise between the interests of Owners or owners of other contracts (including contracts issued by other companies), and such retirement plans or participants in such retirement plans. In the event of a material conflict, we will take any necessary steps to resolve the matter, including removing that portfolio as an underlying investment option of the Separate Account. The Board of Directors of each fund company will monitor events in order to identify any material conflicts that may arise and determine what action, if any, should be taken in response to those events or conflicts. See the accompanying prospectuses of the portfolios for more information.

**Omnibus Orders**
Purchase and redemption orders received by the portfolios generally are "omnibus" orders from intermediaries such as retirement plans and separate accounts funding variable insurance products. The omnibus orders reflect the aggregation and netting of multiple orders from individual retirement plan participants and individual owners of variable insurance products. The omnibus nature of these orders may limit the ability of the portfolios to apply their respective disruptive trading policies and procedures. We cannot guarantee that the portfolios will not be harmed by transfer activity relating to the retirement plans or other insurance companies that may invest in the portfolios. These other insurance companies are responsible for their own policies and procedures regarding frequent transfer activity. If their policies and procedures fail to successfully discourage harmful transfer activity, it will affect other owners of portfolio shares, as well as the owners of all variable life insurance or variable annuity contracts, including ours, whose variable investment options correspond to the affected portfolios. In addition, if a portfolio believes that an omnibus order that we submit may reflect one or more transfer requests from Owners engaged in disruptive trading, the portfolio may reject the entire omnibus order and thereby delay or prevent us from implementing your request.

**Any references to "mixed and shared funding" are deleted from the prospectus.**

**3. References to Rule 12h-7 are deleted and replaced with the following text:**

Ameritas relies on the exemption provided by Rule 12h-7 to file reports under the Securities Exchange Act of 1934.

**4. Any references to IMSA membership are deleted.**

**5. The Model Asset Allocation section of your prospectus is deleted and replaced with the following:**

## ❑ Asset Allocation Program

We may offer an asset allocation program using models. However, you always have the ability to construct your own asset allocation plan from among the investment options available in your Policy. Asset allocation programs using models are intended to match model risk tolerance and investment objectives with the investment options available in your Policy.

To assist you in your selection of an asset allocation model, our Asset Allocation Program (the "Program") uses fund-specific model recommendations developed by our affiliate, Summit Investment Advisors, Inc. ("SIA"). These recommendations are offered to you through an agreement between Ameritas and SIA. The Program consists of five models, ranging from aggressive to conservative. SIA provides Ameritas Investment Corp. ("AIC"), our majority owned subsidiary, with ongoing recommendations and monitoring of the portfolios that comprise the models.

To participate in the Program:

- AIC will serve as your investment adviser fiduciary for the Program solely for purposes of development of the models and periodic updates to the models. You must give AIC your written consent and discretionary authority for AIC to give us instructions to allocate your premiums (or, for an existing Policy, Policy value) pursuant to the allocations of the model you select. AIC will also periodically instruct us to change your allocations consistent with any changes to the model made by AIC as recommended by SIA. AIC has no discretionary authority to execute any other transfers for your Policy.
- You must complete the Asset Allocation questionnaire.
- You must allocate all of your Policy value to one asset allocation model. We must receive notice of your asset allocation model election by Written Notice before we can begin a Program for you. Only you can select which model is best for you. The Asset Allocation questionnaire can be an aid, but neither it nor AIC will make this decision for you. You may wish to consult with your own financial professional to determine whether participation in the Program is best for you, and if so, which model is most suitable.
- Each quarter we will automatically rebalance the Subaccount values to be consistent with the allocation percentages for the Program model that you selected. Such rebalancing will be disclosed in quarterly statements to you. Performance of each model is updated daily on our website and is available upon request.
- At least annually, AIC will re-evaluate and may make changes to each investment level model based upon SIA's recommendations. When AIC updates the models, we will send you written notice of the updated models at least 30 days in advance of the date the updated models are to be effective. If you wish to accept the changes in your selected model, you will not need to take any action, as your Policy value and any subsequent premium will be automatically reallocated pursuant to the updated model. If you do not wish to accept the changes to your selected model, you can change to a different model or withdraw from the Program.
- If you are currently participating in a Program model and you make changes to your allocations outside the model, you will not receive future notifications of model changes. You will then be considered as having withdrawn from the Program and as having cancelled your relationship with AIC for purposes of implementing the Program with your Policy. For this reason, you will not be able to execute trades online if you participate in the Program. You will be required to talk to a Service Center representative if you are in the Program, but wish to make a transfer or trade. The Service Center representative will explain to you, prior to executing any telephone transaction, that your election to execute a trade will result in the discontinuance of the Program for your Policy.
- If participation in the Program terminates, including by death of the Owner, Policy value will not be reallocated automatically if the model is changed, and thus will not reflect the most current allocation recommendations. Any additional premiums received after the death of the Owner will be returned.

**Potential Conflicts of Interest**

AIC and SIA may be subject to competing interests that have the potential to influence their decision making with regard to the models. AIC is compensated by us as principal underwriter for the Policies. SIA is compensated by us for its fund-specific model recommendations, and its ongoing oversight of the available investment options. We and AIC may receive fees for administrative services from other portfolios in the models. This additional compensation and related responsibilities may create conflicts of interest as AIC determines what portfolios should be in the models. Also, Calvert Variable Products, Inc. and Calvert Variable Series, Inc. (the "Calvert Funds"), which are part of the UNIFI Mutual Holding Company and therefore are affiliated with us, have portfolios offered through the Policy. The Calvert Funds are advised by Calvert Asset Management Company, Inc. ("CAMCO"), an affiliate of ours, and certain of the Calvert Funds are subadvised by Summit Investment Partners, Inc. ("Summit"), also an affiliate of ours. CAMCO and Summit are compensated for advisory oversight, subadvisory, and administrative services. Calvert Fund portfolios may or may not be included in the models. SIA may have an incentive to recommend certain portfolios that have administrative, advisory or subadvisory services provided by CAMCO and Summit. As a result of the competing interests the affiliated parties face in this Program, there is an increased potential risk of a conflict of interest in these arrangements.

There is no additional charge for selecting the Program. Although asset allocation programs are intended to mitigate investment risk, there is a risk that investing pursuant to a model will still lose value. For information about risks of participating in the Program and more detail about the Program, including more information about conflicts of interest, ask for a copy of the Separate Account's Statement of Additional Information. More information about AIC's role as investment adviser for the Program is available on AIC's Form ADV Part II which is delivered to you at the time you subscribe to the Program. We may modify or discontinue the Asset Allocation Program at any time.

**6. The Model Asset Allocation section of your Statement of Additional Information is deleted and replaced with the following:**

## ASSET ALLOCATION PROGRAM

**The Service**

Ameritas Investment Corp. ("AIC"), a majority owned subsidiary of Ameritas, has developed several asset allocation models, each based on different profiles of an investor's willingness to accept investment risk, and provided exclusively through our Policies as the Asset Allocation Program (the "Program"). AIC periodically (typically annually) evaluates and updates the models. In developing and periodically updating the models, AIC currently relies on the fund-specific model recommendations made by Summit Investment Advisors, Inc. ("SIA"), a registered investment advisor, which, like Ameritas, is wholly owned by AHC and ultimately by UNIFI. AIC may change the firm it uses, or, as is currently the case, may use no independent firm when developing the models for the Program.

If you choose to subscribe to the Program, AIC will serve as your investment adviser solely for purposes of development of the Program models and periodic updates of the models.

If you choose to subscribe to the Program, AIC instructs us to allocate your initial premium (in the case of a new application) or accumulated value, as applicable, to the investment options according to the model you select, to similarly allocate subsequent premium, and to periodically automatically reallocate your accumulated value or premium payments. Your Policy value will be rebalanced quarterly consistent with your selected model.

**The Asset Allocation Program Models**

Development of the Program models is a two-step process. First, SIA performs an optimization analysis to determine the breakdown of asset classes. Next, after the asset class exposures are known, a determination is made of how available investment options can be used to implement the asset class level allocations. Investment options are selected in a way intended to optimize potential returns for each model, given a particular level of risk tolerance. SIA may also choose passively managed index investment options to optimize returns for a given risk profile. SIA's philosophy on selecting active investment managers centers on choosing experienced managers that add value over time, using a consistent process, and staying on mandate across market cycles. When selecting investment options, SIA looks for competitive fees, tenured fund management, and total returns that are competitive to their peers. SIA avoids managers holding "off-mandate" exposures, or other significant portfolio concentrations that could lead to sharp performance deviations. This process could, in some cases, result in the inclusion of an investment option in a model based on its specific asset class exposure or other specific optimization factors, even where another investment option may have better historical performance.

**Periodic Updates of the Models and Notices of Updates**

Each model is evaluated periodically (generally, annually) to assess whether the combination of investment options within each model should be changed to better seek to optimize the potential return for the level of risk tolerance intended for the model. As a result, each model may change, and the investment options used within a model may change.

When your selected model is updated, AIC instructs us to automatically reallocate your accumulated value and any subsequent premium payments in accordance with any changes to the model you have selected. This means the allocation of your accumulated value, and potentially the investment options in which you are invested, will automatically change and your accumulated value and any subsequent premium payments will be automatically reallocated among the investment options in your updated model (independently of the automatic quarterly rebalancing). AIC requires that you give it discretionary investment authority to periodically instruct us to reallocate your accumulated value and any subsequent premium payments in accordance with the updated version of the model you have selected, if you wish to participate in the Program.

When AIC updates the models, we will send you written notice of the updated models at least 30 days in advance of the date the updated models are to be effective. If you wish to accept the changes in your selected model, you will not need to take any action, as your Policy value and any subsequent premium will be automatically reallocated

pursuant to the updated model. If you do not wish to accept the changes to your selected model, you can change to a different model or withdraw from the Program.

**Risks**
Although asset allocation models are designed to optimize returns given the various levels of risk, there is no assurance that a model portfolio will not lose money or that investment results will not experience volatility. Investment performance of your accumulated value could be better or worse by participating in a Program model than if you had not participated. A model may perform better or worse than any single investment option or asset class or other combinations of investment options or asset classes. Model performance is dependent upon the performance of the component investment options (and their underlying portfolios). The timing of your investment and the automatic quarterly rebalancing may affect performance. Your accumulated value will fluctuate, and when redeemed, may be worth more or less than the original cost.

Periodic updating of the models can cause the underlying portfolios to incur transaction expenses to raise cash for money flowing out of the portfolios or to buy securities with money flowing into the portfolios. These expenses can adversely affect performance of the pertinent portfolios and the models.

**Potential Conflicts of Interest.** AIC and SIA may be subject to competing interests that have the potential to influence decision making with regard to the models. In addition to its limited role as investment adviser under the Program, AIC is also compensated by us as principal underwriter for the Policies. Also, Calvert Variable Portfolios, Inc. and Calvert Variable Series, Inc. (the "Calvert Funds"), which are part of the UNIFI Mutual Holding Company and therefore are affiliated with us, have portfolios offered through the Policy. The Calvert Funds are advised by Calvert Asset Management Company, Inc. ("CAMCO"), an affiliate of ours, and certain of the Calvert Funds are subadvised by Summit Investment Partners, Inc. ("Summit"), also an affiliate of ours. CAMCO and Summit are compensated for administrative, advisory and subadvisory services they provide. Calvert Fund portfolios may or may not be included in the models. We and AIC may receive revenue sharing from other portfolios that are available as investment options or distribution fees. AIC may have an incentive to use certain portfolios in the models that provide higher revenue sharing or advisory fees. AIC may believe that certain portfolios may benefit from additional assets or could be harmed by redemptions. SIA analyzes all our model investment options and their underlying portfolios; it evaluates and recommends the selection, allocation weighting, and periodic updates regarding portfolios in the models. Neither AIC nor we dictate to SIA the number of portfolios in a model, the percent that any portfolio represents in a model, or which portfolios may be selected (other than to require exclusion of any portfolio that is expected to be liquidated, merged into another portfolio, or otherwise closed). SIA may have an incentive to recommend certain portfolios that have administrative, advisory or subadvisory services provided by CAMCO and Summit. As a result of the competing interests the affiliated parties face in this Program, there is an increased potential risk of a conflict of interest in these arrangements.

AIC and we are under no obligation to continue the Program, or any asset allocation program, and have the right to terminate or change such services at any time.

All other provisions of your Policy remain as stated in your Policy and prospectus, as previously supplemented.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas at 1-800-745-1112.**

**AMERITAS LIFE INSURANCE CORP. ("Ameritas")**

**AMERITAS VARIABLE SEPARATE ACCOUNT V**
**and**
**AMERITAS VARIABLE SEPARATE ACCOUNT VA-2**
**("Separate Accounts")**

**Supplement to:**
**CORPORATE BENEFIT VUL, OVERTURE APPLAUSE!,**
**OVERTURE APPLAUSE! II, OVERTURE BRAVO!, OVERTURE ENCORE!,**
**OVERTURE LIFE SPVUL,**
**OVERTURE ANNUITY and OVERTURE ANNUITY III-Plus**
**Prospectuses Dated May 1, 2007**

**OVERTURE OVATION!**
**Prospectus Dated May 1, 2008**

**OVERTURE ANNUITY II, OVERTURE ANNUITY III,**
**OVERTURE ACCENT!®, and OVERTURE ACCLAIM!®**
**Prospectuses Dated September 1, 2009**

**Overture Medley®**
**Prospectus Dated May 1, 2010**

**Supplement Dated May 20, 2010**

On May 11, 2010, shareholders of the UIF Global Value Equity Portfolio, Class I, a portfolio of The Universal Institutional Funds, Inc. (the "UIF Portfolio"), approved an Agreement and Plan of Reorganization to combine the assets and liabilities of the UIF Portfolio with those of the Invesco Van Kampen V.I. Global Value Equity Fund (the "Invesco Portfolio"). The reorganized portfolio will have the Invesco Portfolio name and adviser, but will use historical information of the UIF Portfolio for accounting, financial, and other purposes, such as portfolio operating expenses and annuity accumulation unit values.

It is anticipated that the portfolio reorganization will be final on or about June 1, 2010. At that time, shareholders of the UIF Portfolio will become shareholders of the Invesco Portfolio, receiving shares of the Invesco Portfolio equal to the value of their holdings in the UIF Portfolio. Each shareholder of the UIF Portfolio will receive Series I shares, which corresponds to the Class I shares of the UIF Portfolio currently held by that shareholder.

Therefore, on or about June 1, 2010, your prospectus is revised by deleting all references to the UIF Portfolio and replacing such text with references to the Invesco Portfolio. Specifically, the prospectus chart that discloses subaccount underlying portfolio names and investment advisers is updated by deleting information about the UIF Global Value Equity Portfolio, Class I from The Universal Institutional Funds, Inc. section of the chart and adding information about the Invesco Portfolio to the Invesco Variable Insurance Funds section, to read as follows:

| **FUND NAME**<br>Portfolio Name – *Subadviser(s)* | **INVESTMENT ADVISER**<br>Portfolio Type / Summary of Investment Strategy |
|---|---|
| **AIM Variable Insurance Funds**<br>**(Invesco Variable Insurance Funds)** | **Invesco Advisers, Inc.** |
| Invesco Van Kampen V.I. Global Value Equity Fund, Series I – *Invesco Asset Management Limited and Morgan Stanley Investment Management Limited* | Long-term capital appreciation. |

Please see the Invesco Van Kampen V.I. Global Value Equity Fund prospectus for more information.

All other provisions of your prospectus remain as stated in your Policy and prospectus.

**Please retain this Supplement with the current prospectus for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus, please contact Ameritas at 1-800-745-1112.**

**AMERITAS LIFE INSURANCE CORP.**
**("Ameritas Life")**

**AMERITAS VARIABLE SEPARATE ACCOUNT VA-2**
**AMERITAS VARIABLE SEPRATE ACCOUNT V**
**("Separate Accounts")**

**Supplement to:**
**OVERTURE ANNUITY, OVERTURE ANNUITY III-Plus,**
**CORPORATE BENEFIT VUL, OVERTURE APPLAUSE!,**
**OVERTURE APPLAUSE! II, OVERTURE BRAVO!, OVERTURE ENCORE!,**
**OVERTURE LIFE SPVUL, and OVERTURE VIVA!℠**
**Prospectuses Dated May 1, 2007**

**OVERTURE OVATION! and PROTECTOR *h*VUL**
**Prospectuses Dated May 1, 2008**

**OVERTURE ANNUITY II, OVERTURE ANNUITY III,**
**OVERTURE ACCENT! ®, and OVERTURE ACCLAIM! ®**
**Prospectuses Dated September 1, 2009**

**Overture Medley ® and Excel Performance VUL**
**Prospectuses Dated May 1, 2010**

**and Supplement to**
**Ameritas Variable Separate Account VA-2**
**Ameritas Variable Separate Account V**
**Statements of Additional Information Dated May 1, 2010**

**Supplement Dated July 12, 2010**

This supplement amends certain disclosures contained in the above-referenced prospectuses and Statements of Additional Information ("SAI"). Please keep this supplement together with your prospectus and SAI for future reference.

Effective as of July 1, 2010, Summit Investment Advisors, Inc. ("SIA") is responsible for the day-to-day management of certain Calvert Variable Products, Inc. Portfolios and has assumed all of the rights and obligations of Summit Investment Partners, Inc. ("SIP") under the Investment Subadvisory Agreement between SIP and Calvert Asset Management Company, Inc., the Advisor to the Portfolios, dated December 12, 2008. This change is the result of an internal corporate reorganization. Due to the common ownership, management and control of SIA and SIP this change does not constitute an "assignment" under the Investment Company Act of 1940 or the Investment Advisers Act of 1940. SIA is an indirect subsidiary of UNIFI Mutual Holding Company, the ultimate parent of Ameritas Life.

Accordingly, as of July 1, 2010, all funds that were previously sub-advised by SIP are now sub-advised by SIA. Therefore, all references to SIP are changed to read SIA in the **INVESTMENT OPTIONS** section of your prospectus, as well as the Asset Allocation Program section of the SAI.

**All other provisions of your Policy remain as stated in your Policy, prospectus and SAI, as previously amended.**

**This supplement should be retained with the current prospectus and SAI for your variable Policy issued by Ameritas Life Insurance Corp.**
**If you do not have a current prospectus or SAI, please contact Ameritas Life at 1-800-745-1112.**

PROSPECTUS: September 1, 2009

# OVERTURE ACCLAIM! ®

Flexible Premium Deferred Variable Annuity Policy

AMERITAS LIFE INSURANCE CORP.
A UNIFI Company

Ameritas Variable Separate Account VA-2

This prospectus describes the Policy, especially its Separate Account. The Policy is designed to help you, the Policy Owner, invest on a tax-deferred basis and meet long-term financial goals. As an annuity, it also provides you with several ways to receive regular income from your investment. An initial minimum payment is required. Further investment is optional.

You may allocate all or part of your investment among variable investment options (where you have the investment risk, including possible loss of principal) with allocated indirect interests in these non-publicly traded portfolios*:

| | | |
|---|---|---|
| **AIM V.I.** Series I | **DWS VS II** Class A | **SUMMIT** ** |
| Dynamics | Dreman Small Mid Cap Value VIP | EAFE International Index – Class I |
| Global Real Estate | Global Thematic VIP | Inflation Protected Plus |
| International Growth | **FIDELITY ®** Initial Class | Lifestyle ETF Aggressive |
| **ALGER AMERICAN** Class O | Asset Manager SM | Lifestyle ETF Conservative |
| Balanced | Asset Manager: Growth ® | Lifestyle ETF Target |
| **AMERICAN CENTURY VP** Class I | Contrafund ® | Nasdaq-100 Index |
| Income & Growth | Equity-Income | Natural Resources |
| Mid Cap Value | Growth | Russell 2000 Small Cap Index – Class I |
| **CALVERT VARIABLE SERIES** ** | High Income | S&P 500 Index |
| Ameritas Core Strategies | Investment Grade Bond | S&P MidCap 400 Index – Class I |
| Ameritas MidCap Growth | Mid Cap | Zenith |
| Ameritas MidCap Value | Overseas | **T. ROWE PRICE** |
| Ameritas Money Market | **MFS® VIT** Initial Class | Blue Chip Growth-II |
| Ameritas Small Capitalization | New Discovery | **THIRD AVENUE** |
| Ameritas Small Company Equity | Research International | Value |
| Income | Strategic Income | **UIF** Class I |
| Social Balanced | Total Return | Emerging Markets Equity |
| Social Equity | Utilities | Global Value Equity |
| Social International Equity | **NEUBERGER BERMAN AMT** Class I | International Magnum |
| **DREYFUS** Service Shares | Regency | U.S. Real Estate |
| MidCap Stock | **PIMCO VIT** Administrative Class | |
| | Total Return | |

* Short cites are used in this list. "Investment Options" uses complete fund and portfolio names.
** Affiliates. See note in "Investment Options" section.

or you may allocate all or part of your investment to a Fixed Account fixed interest rate option (where we have the investment risk and guarantee a certain return on your investment).

Please Read this Prospectus Carefully and Keep It for Future Reference. It provides information you should consider before investing in a Policy. Prospectuses for the portfolios underlying the Subaccount variable investment options are available without charge from your sales representative or from our Service Center.

A Statement of Additional Information ("SAI"), dated September 1, 2009, and other information about us and the Policy is on file with the Securities and Exchange Commission ("SEC") and is incorporated into this prospectus by reference. For a free copy of the Ameritas Variable Separate Account VA-2 SAI, access it on the SEC's website (*www.sec.gov*, select "Search for Company Filings" then type file number "333-142503"), or write or call us. The Table of Contents for the SAI is on the last page of this prospectus.

*The SEC does not pass upon the accuracy or adequacy of this prospectus, and has not approved or disapproved the Policy. Any representation to the contrary is a criminal offense.*

**NOT FDIC INSURED ■ MAY LOSE VALUE ■ NO BANK GUARANTEE**

**Ameritas Life Insurance Corp.** *(we, us, our, Ameritas)*
**Service Center, P.O. Box 82550, Lincoln, Nebraska 68501. 1-800-745-1112.** *www.ameritas.com*

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**Contacting Us.** To answer your questions or to send additional premium, contact your sales representative or write or call us at:

Ameritas Life Insurance Corp.
Service Center
P.O. Box 82550
Lincoln, Nebraska 68501
Or
5900 "O" Street
Lincoln, Nebraska 68510
Telephone: 1-800-745-1112
Fax: 1-402-467-7335
Interfund Transfer Request Fax:
1-402-467-7923
www.ameritas.com

Express mail packages should be sent to our street address, not our P.O. Box address.

**The Correct Form of Written Notice "in good order"** is important for us to accurately process your Policy elections and changes. Many forms can be found on the on-line services section of our website. Or, call us at our toll-free number and we will send you the form you need and tell you the information we require.

**Facsimile Written Notice.** To provide you with timely service, we accept some Written Notice by facsimile. However, by not requiring your original signature, there is a greater risk unauthorized persons can manipulate your signature and make changes on your Policy (including withdrawals) without your knowledge. We are entitled to act upon facsimile signatures that reasonably appear to us to be genuine.

**Make checks payable to:**
"Ameritas Life Insurance Corp."


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Thank You. If You Have Questions, Remember the Correct Form

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## DEFINED TERMS

**Accumulation Units** are an accounting unit of measure used to calculate the Policy value allocated to Subaccounts of the Separate Account.

**Accumulation Value** on a given (valuation) date is equal to:

1. the value of the Fixed Account; plus
2. the total of the values in each Subaccount; plus
3. any net premium received on that valuation date that is not yet allocated.

**Annuitant** is the person on whose life annuity payments involving life contingencies are based and who receives Policy annuity payments.

**Annuity Date** is the date annuity income payouts are scheduled to begin. You may change this date, as described in this prospectus.

**Beneficiary(ies)**

**Owner's Beneficiary(ies)** is the person(s) or legal entity who becomes the Policy Owner upon the Owner's death and who receives the death benefit payable upon the Owner's death prior to the Annuity Date. If none is named, those benefits are paid to the Owner's estate.

**Annuitant's Beneficiary(ies)** is the person(s) or legal entity who receives the death benefit payable upon the Annuitant's death.

If either an Owner or Annuitant's Beneficiary is named in the application, but not both, we presume you intend that person(s) or entity to serve both roles.

**Business Day** is each day that the New York Stock Exchange is open for trading.

**Cash Surrender Value** is the Policy value less Policy fee, outstanding loans, and any premium tax charge not previously deducted.

**Owner, you, your** is you – the person(s) or legal entity who may exercise all rights and privileges under the Policy. If there are joint Owners, the signatures of both Owners are needed to exercise rights under the Policy.

**Policy Year/Month/Anniversary** are measured from respective anniversary dates of the date of issue of the Policy described in this prospectus.

**Subaccount** is a division within the Separate Account for which Accumulation Units are separately maintained. Each Subaccount corresponds to a single underlying non-publicly traded portfolio issued through a series fund.

**We, Us, Our, Ameritas** – Ameritas Life Insurance Corp.

**Written Notice or Request –** Written notice, signed by you, on a form approved by or acceptable to us, that gives us the information we require and is received at Ameritas, Service Center, P.O. Box 82550, Lincoln, NE 68501 (or 5900 "O" Street, Lincoln, NE 68510), fax 1-402-467-7335. Call us if you have questions about what form or information is required.

*This prospectus may only be used to offer the Policy where the Policy may lawfully be sold. The Policy, and certain features described in this prospectus, may not be available in all states.*

# POLICY OVERVIEW

*The following is intended as a summary. Please read each section of this prospectus for additional detail.*

Prior to May 1, 2007, the Policies described in this prospectus were offered and issued by Ameritas Variable Life Insurance Company ("AVLIC"). Effective May 1, 2007, AVLIC merged into Ameritas, and the Separate Account (formerly named Ameritas Variable Life Insurance Company Separate Account VA-2) was transferred from AVLIC to Ameritas. Policies previously issued by AVLIC now are Policies of Ameritas, which services and maintains those Policies in accordance with their terms. (For more information about the merger, see "About Our Company" in this prospectus.)

**Overture Acclaim!** is a variable annuity savings vehicle offering a variety of investment options to help meet long-term financial goals. Associated charges are discussed in this prospectus' **CHARGES** and **CHARGES EXPLAINED** sections. You can allocate your premiums among a wide spectrum of Separate Account variable investment options and to a Fixed Account fixed interest rate option. In the Separate Account variable investment options you may gain or lose money on your investment. In the Fixed Account option, we guarantee you will earn a fixed rate of interest. The investment options are described on this prospectus' cover and the **INVESTMENT OPTIONS** section.

A significant advantage of the Policy is that it provides the ability to accumulate capital on a tax-deferred basis. The purchase of a Policy to fund a tax-qualified retirement account does not provide any additional tax deferred treatment beyond the treatment provided by the tax-qualified retirement plan itself. However, the Policy does provide benefits such as lifetime income payments, family protection through death benefits and guaranteed fees.

The Policy is a deferred annuity: it has an accumulation (or deferral) phase and an annuity income phase.

***Accumulation Phase.*** During the accumulation phase, any earnings that you leave in the Policy are not taxed. During this phase you can invest additional money into the Policy, transfer amounts among the investment options, and withdraw some or all of the value of your Policy. Some restrictions may apply to transfers (especially to transfers out of the Fixed Account). Withdrawals may be subject to income tax and a penalty tax.

***Annuity Income Phase.*** The accumulation phase ends and the annuity income phase begins on a date you select or the later of the fifth Policy Anniversary or Anniversary nearest the Annuitant's 85th birthday. During the annuity income phase, we will make periodic payments to the Annuitant, unless you specify otherwise. You can select payments that are guaranteed to last for the Annuitant's entire life or for some other period. Some or all of each payment will be taxable.

## ❑ POLICY OPERATION AND FEATURES

**Premiums.**
- Minimum initial premium: $25,000.
- Minimum additional premium: $1,000, or $50 per month if through electronic funds transfer.
- No additional premiums will be accepted after the earlier of the Annuity Date or the Annuitant's 85th birthday without our approval.

**Investment Options.**
- Variable investment option allocations are invested in Subaccounts of the Separate Account, which in turn invest in corresponding underlying portfolios. Fixed Account allocations are invested in our general account and we guarantee a fixed rate of interest.
- You may transfer among investments, subject to limits. Dollar cost averaging, portfolio rebalancing and earnings sweep systematic investment programs are available.

**Deductions from Assets.**
*(See* **CHARGES** *on next pages.)*

**Withdrawals.**
- There are no Policy withdrawal charges applied to withdrawals.
- Each withdrawal must be at least $250.

**Annuity Income.**
- Several fixed annuity income options are available.

**Death Benefit.**
- A standard death benefit is paid upon the death of the Annuitant unless the guaranteed minimum death benefit is payable.

## ❑ TAX-QUALIFIED PLANS

The Policy can be used to fund a tax-qualified plan such as an IRA or Roth IRA (including for rollovers from tax-sheltered annuities), SEP, SIMPLE IRA, etc. or Tax-Sheltered Annuity under Section 403(b) of the Internal Revenue Code. This Prospectus generally addresses the terms that affect a non-tax-qualified annuity. If your Policy funds a tax-qualified plan, read the Qualified Plan Disclosures in this prospectus' **Appendix B** to see how they might change your Policy rights and requirements. Contact us if you have questions about the use of the Policy in these or other tax-qualified plans.

# CHARGES

*Some charges are rounded. Charges shown are maximums, and may be less in certain states.*

## ❑ BASE POLICY CHARGES

The following tables describe the fees and expenses that you will pay when buying, owning, and surrendering the Policy.

The first table describes the fees and expenses that you will pay at the time that you buy the Policy, surrender the Policy, or transfer Policy value between investment options. State premium taxes may also be deducted.

| | | Guaranteed Maximum Fee | Current Fee |
|---|---|---|---|
| **TRANSACTION FEES** | | | |
| **WITHDRAWAL CHARGE** | | NONE | NONE |
| **TRANSFER FEE** *(per transfer)* | ➢ first 15 transfers per year | $0 | $0 |
| | ➢ over 15 transfers in one Policy Year, we may charge ... | $10 | $10 |
| **STATE PREMIUM TAXES** *(rates vary by state)* (1) | | 0% to 3.5% | |

(1) Tax rates and timing of payment vary by state and may change. Currently we do not charge for state taxes other than premium taxes, although we reserve the right to levy charges for taxes or other economic burdens in the future. See the **CHARGES EXPLAINED** section.

The next table describes the fees and expenses that you will pay periodically during the time that you own the Policy, to equal the annualized charges shown, not including Subaccount portfolio operating fees and expenses.

| | Guaranteed Maximum Fee | Current Fee |
|---|---|---|
| **ANNUAL POLICY FEE** | | |
| **ANNUAL POLICY FEE** *(Waived if Policy value is at least $50,000.)* | $40 | $40 |
| **SEPARATE ACCOUNT ANNUAL EXPENSES** *(deducted daily from assets allocated to the Separate Account to equal the annual % shown)* | | |
| **MORTALITY & EXPENSE RISK CHARGE** | 1.25% | 1.25% |
| **ADMINISTRATIVE EXPENSE FEE** | 0.15% | 0.15% |

## ❑ PORTFOLIO COMPANY OPERATING EXPENSES

The next table shows the minimum and maximum total operating expenses charged by the portfolio companies as of December 31, 2008, that you may pay periodically during the time that you own the Policy. More detail concerning each portfolio company's fees and expenses is contained in the prospectus for that portfolio company.

| TOTAL ANNUAL PORTFOLIO COMPANY OPERATING EXPENSES | Minimum | Maximum |
|---|---|---|
| Expenses that are deducted from portfolio company assets, including management fees, distribution and/or service (12b-1) fees, and other expenses | 0.37% | 5.78% |

Some portfolios pay 12b-1 fees to us pursuant to Rule 12b-1 under the Investment Company Act of 1940, which allows investment companies to pay fees out of portfolio assets to those who sell and distribute portfolio shares. Some portfolios may also pay 0.05 to 0.25 percent of annual portfolio assets for our providing shareholder support and marketing services.

Some portfolios invest in other investment companies (the "acquired portfolios"), and some portfolios have dividend expenses of 0.05 percent or more on short sales. In each respective instance, portfolio shareholders indirectly bear these fees and expenses.

### ❑ EXAMPLES OF EXPENSES

The Examples below are intended to help you compare the cost of investing in the Policy with the cost of investing in other variable annuity policies. These costs include Policy Owner transaction expenses, contract charges, separate account annual expenses, and Subaccount underlying portfolio fees and expenses.

The Examples assume that you invest $10,000 in the Policy for the time periods indicated. The Examples also assume that your investment has a 5% return each year and assume the underlying portfolio and Policy fees and expenses indicated. ***The example amounts are illustrative only, and should not be considered a representation of past or future expenses. Your actual expenses may be higher or lower than those shown in the chart.*** Please note that although the examples assume $10,000 premium to aid comparisons, our minimum premium for this Policy is $25,000.

| | Surrender Policy at the end of the time period. ($) | | | | Annuitize Policy at the end of the time period. ($) | | | | Policy is neither surrendered nor annuitized. ($) | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **EXAMPLE** | **1 Yr** | **3 Yr** | **5 Yr** | **10 Yr** | **1 Yr** | **3 Yr** | **5 Yr** | **10 Yr** | **1 Yr** | **3 Yr** | **5 Yr** | **10 Yr** |
| **Maximum Policy Expenses** [1] | $749 | $2,192 | $3,564 | $6,709 | $749 | $2,192 | $3,564 | $6,709 | $749 | $2,192 | $3,564 | $6,709 |
| **Minimum Policy Expenses** [2] | $220 | $674 | $1,150 | $2,445 | $220 | $674 | $1,150 | $2,445 | $220 | $674 | $1,150 | $2,445 |

(1) **Maximum Policy Expenses.** This example assumes maximum charges of 1.40% for Separate Account annual expenses, a $40 Policy fee, plus the maximum fees and expenses of any of the portfolio companies (5.78%).

(2) **Minimum Policy Expenses.** This example assumes current charges of 1.40% for Separate Account annual expenses, a $40 Policy fee, plus the minimum fees and expenses of any of the portfolio companies (0.37%).

## FINANCIAL INFORMATION

### ❑ Accumulation Unit Values

We provide Accumulation Unit value history for each of the Separate Account variable investment options in **Appendix A**.

### ❑ Financial Statements

Financial statements of the Subaccounts of the Separate Account and our company are included in the Statement of Additional Information; to learn how to get a copy, see the front or back page of this prospectus.

## CHARGES EXPLAINED

The following repeats and adds to information provided in the **CHARGES** section. Please review both prospectus sections for information on charges.

### ❑ WITHDRAWAL CHARGE - NONE

### ❑ MORTALITY AND EXPENSE RISK CHARGE

We impose a daily fee to compensate us for the mortality and expense risks we have under the Policy. This fee is reflected in the Accumulation Unit values for each Subaccount.

Our *mortality risk* arises from our obligation to make annuity payments and to pay death benefits prior to the Annuity Date. The mortality risk we assume is that annuitants will live longer than we project, so our cost in making annuity payments will be higher than projected. However, an Annuitant's own longevity, or improvement in general life expectancy, will not affect the periodic annuity payments we pay under your Policy. Another mortality risk we assume is that at your death the death benefit we pay will be greater than the Policy value.

Our *expense risk* is that our costs to administer your Policy will exceed the amount we collect through administrative charges.

If the mortality and expense risk charge does not cover our costs, we bear the loss, not you. If the charge exceeds our costs, the excess is our profit. If the withdrawal charge does not cover our Policy distribution costs, the deficiency is met from our general account assets, which may include amounts, if any, derived from this mortality and expense risk charge.

## ❑ ADMINISTRATIVE FEES

Administrative fees help us cover our cost to administer your Policy.

### Administrative Expense Fee

This fee is equal to an annual rate of the value of the net assets in the Separate Account. This fee is reflected in the Accumulation Unit values for each Subaccount.

### Annual Policy Fee

We reserve the right to charge an annual Policy fee.

Any Policy Fee is deducted from your Policy value on the last Business Day of each Policy Year and upon a complete surrender. This fee is levied by canceling Accumulation Units and making a deduction from the Fixed Account. It is deducted from each Subaccount and the Fixed Account in the same proportion that the value in each Subaccount or the Fixed Account bears to the total Policy value. We currently waive any Policy Fee if the Policy value is at least $50,000. The Policy Fee may be subject to maximum limits in certain states.

## ❑ TRANSFER FEE

The first 15 transfers per Policy Year from Subaccounts or the Fixed Account are free. A transfer fee may be imposed for any transfer in excess of 15 per Policy Year. The transfer fee is deducted pro rata from each Subaccount (and, if applicable, the Fixed Account) in which the Owner is invested.

## ❑ TAX CHARGES

Some states and municipalities levy a tax on annuities, ranging from 0% to 3.5% of your premiums. These tax rates, and the timing of the tax, vary and may change. Depending upon when any tax is paid by us in the state governing your Policy, we deduct a charge for the tax either (a) from premiums as they are received, (b) upon surrender of the Policy, (c) upon your death, or (d) upon applying Policy proceeds to an annuity income payout option.

No charges are currently made for taxes other than premium taxes. We reserve the right to levy charges in the future for taxes or other economic burdens resulting from taxes that we determine are properly attributable to the Separate Account.

## ❑ FEES CHARGED BY THE PORTFOLIOS

Each Subaccount's underlying portfolio has investment advisory fees and expenses. They are set forth in this prospectus' **CHARGES** section and described in more detail in each fund's prospectus. A portfolio's fees and expenses are not deducted from your Policy value. Instead, they are reflected in the daily value of portfolio shares which, in turn, will affect the daily Accumulation Unit value of the Subaccounts. These fees and expenses help to pay the portfolio's investment advisory and operating expenses.

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## WAIVER OF CERTAIN CHARGES

When the Policy is sold in a manner that results in savings of sales or administrative expenses, we reserve the right to waive all or part of any fee we charge under the Policy (excluding fees charged by the portfolios). Factors we consider include one or more of the following: size and type of group to whom the Policy is issued; amount of expected premiums; relationship with us (employee of us or an affiliated company, receiving distributions or making transfers from other policies we or one of our affiliates issue or transferring amounts held under qualified retirement plans we or one of our affiliates sponsor); type and frequency of administrative and sales services provided; or level of annual maintenance fee and withdrawal charges. In an exchange of another policy we or an affiliated company issued and where the withdrawal charge has been waived, the withdrawal charge for this Policy may be determined based on the dates premiums were received in the prior policy.

Any fee waiver will not be discriminatory and will be done according to our rules in effect at the time the Policy is issued. We reserve the right to change these rules. The right to waive any charges may be subject to state approval.

# INVESTMENT OPTIONS

We recognize you have very personal goals and investment strategies. The Policy allows you to choose from a wide array of investment options - each chosen for its potential to meet specific investment objectives.

You may allocate all or a part of your premiums among the Separate Account variable investment options or the Fixed Account fixed interest rate option. Allocations must be in whole percentages and total 100%. The variable investment options, which invest in underlying portfolios, are listed and described in this section of this prospectus.

**The value of your Policy will go up (↑) or down (↓) based on the investment performance of the variable investment options you choose.** The investment results of each variable investment option are likely to differ significantly, and vary over time. They do not earn a fixed interest rate. Please consider carefully, and on a continuing basis, which investment options best suit your long-term investment objectives and risk tolerance.

## ❑ SEPARATE ACCOUNT VARIABLE INVESTMENT OPTIONS

The Separate Account provides you with variable investment options in the form of underlying portfolio investments. Each underlying portfolio is an open-end investment management company. When you allocate investments to an underlying portfolio, those investments are placed in a Subaccount of the Separate Account corresponding to that portfolio, and the Subaccount in turn invests in the portfolio. The Policy value of your Policy depends directly on the investment performance of the portfolios that you select.

The Separate Account is registered with the SEC as a unit investment trust. However, the SEC does not supervise the management or the investment practices or policies of the Separate Account or Ameritas. The Separate Account was established as a separate investment account of AVLIC under Nebraska law on May 28, 1987. Effective May 1, 2007, AVLIC merged with and into Ameritas, and the Separate Account was transferred to Ameritas. Ameritas is now the issuer of the Policies and is the "Depositor" of the Separate Account. (See "About Our Company" in this prospectus for further information.) Under Nebraska law, Ameritas owns the Separate Account assets, but they are held separately from our other assets and are not charged with any liability or credited with any gain of business unrelated to the Separate Account. Any and all distributions made by the underlying portfolios, with respect to the shares held by the Separate Account, will be reinvested in additional shares at net asset value. We are responsible to you for meeting the obligations of the Policy, but we do not guarantee the investment performance of any of the variable investment options' underlying portfolios. We do not make any representations about their future performance.

**You bear the risk that the variable investment options you select may fail to meet their objectives, that they could go down in value, and that you could lose principal.**

Each Subaccount's underlying portfolio operates as a separate investment fund, and the income or losses of one generally has no effect on the investment performance of any other. Complete descriptions of each variable investment option's investment objectives and restrictions and other material information related to an investment in the variable investment option are contained in the prospectuses for each of the series funds which accompany or precede this prospectus.

**The underlying portfolios in the Separate Account are NOT publicly traded mutual funds, and are NOT the same as publicly traded mutual funds with very similar names.** They are only available as separate account investment options in life insurance or variable annuity policies issued by insurance companies, or through participation in certain qualified pension or retirement plans.

Even if the investment options and policies of some underlying portfolios available under the Policy may be very similar to the investment objectives and policies of publicly traded mutual funds that may be managed by the same investment adviser, the investment performance and results of the portfolios available under the Policy may vary significantly from the investment results of such other publicly traded mutual funds.

You should read the prospectuses for the underlying portfolios together with this prospectus for more information.

The Separate Account Subaccount underlying portfolios listed below are designed primarily as investments for variable annuity and variable life insurance policies issued by insurance companies. They are not publicly traded mutual funds available for direct purchase by you. ***There is no assurance the investment objectives will be met.***

This information is just a summary for each underlying portfolio. You should read the series fund prospectus for an underlying portfolio accompanying this prospectus for more information about that portfolio, including detailed information about the portfolio's fees and expenses, investment strategy and investment objective, restrictions, and potential risks such as those related to mixed and shared funding for portfolios that are also offered through variable life insurance policies, other individual variable annuities, and qualified pension and retirement plans. To get a copy of any portfolio prospectus, contact your representative or us as shown on the Table of Contents page or the last page of this prospectus.

| **FUND NAME**<br>**Portfolio Name – *Subadviser(s)*** | **INVESTMENT ADVISER**<br>**Portfolio Type / Summary of Investment Strategy** |
|---|---|
| **AIM Variable Insurance Funds** | **Invesco Aim Advisors, Inc.** |
| AIM V.I. Dynamics Fund, Series I – | Long-term capital growth. |
| AIM V.I. Global Real Estate Fund, Series I – | High total return through growth of capital and current income. |
| AIM V.I. International Growth Fund, Series I – | Long-term growth of capital. |
| *– Subadvisers: Invesco Trimark Ltd.; Invesco Global Asset Management (N.A.), Inc.; Invesco Institutional (N.A.), Inc.; Invesco Senior Secured Management, Inc.; Invesco Hong Kong Limited; Invesco Asset Management Limited; Invesco Asset Management (Japan) Limited; Invesco Asset Management Deutschland, GmbH; and Invesco Australia Limited* | |
| **The Alger American Fund** | **Fred Alger Management, Inc.** |
| Alger American Balanced Portfolio, Class O | Current income and long-term capital appreciation. |
| **American Century Investments** | **American Century Investment Management, Inc.** |
| American Century VP Income & Growth Fund, Class I | Capital growth; income is secondary. |
| American Century VP Mid Cap Value Fund, Class I | Long-term capital growth; income is secondary. |
| **Calvert Variable Series, Inc.*** | **Calvert Asset Management Company, Inc.** |
| Ameritas Core Strategies Portfolio – *Thornburg Investment Management, Inc.* | Long-term capital appreciation; current income is secondary. |
| Ameritas MidCap Growth Portfolio – *Fred Alger Management, Inc.* | Long-term capital appreciation. |
| Ameritas MidCap Value Portfolio – *RiverSource Investments, LLC* | Long-term capital appreciation. |
| Ameritas Money Market Portfolio – *No subadviser* | Money market: current income. |
| Ameritas Small Capitalization Portfolio – *Eagle Asset Management, Inc.* | Long-term capital appreciation. |
| Ameritas Small Company Equity Portfolio – *No subadviser* | Long-term capital appreciation. |
| Income Portfolio – *No subadviser* | Long-term income. |
| Social Balanced Portfolio – *Equity Portion: New Amsterdam Partners LLC ; Fixed Income Portion: No subadviser* | Income and capital growth. |
| Social Equity Portfolio – *Atlanta Capital Management Company, LLC* | Capital growth. |
| Social International Equity Portfolio – *Acadian Asset Management. LLC* | Total return. |
| **Dreyfus Investment Portfolios** | **The Dreyfus Corporation** |
| Dreyfus MidCap Stock Portfolio, Service Shares | Index: S&P** MidCap 400 Index. |
| **DWS Variable Series II** | **Deutsche Investment Management Americas Inc.** |
| DWS Dreman Small Mid Cap Value VIP Portfolio, Class A | Long-term capital growth. |
| DWS Global Thematic VIP Portfolio, Class A | Long-term capital growth. |
| **Fidelity® Variable Insurance Products** | **Fidelity Management & Research Company** |
| Fidelity® VIP Asset Manager℠ Portfolio, Initial Class – [1,2,3,4] | Total return. |
| Fidelity® VIP Asset Manager: Growth® Portfolio, Initial Class – [1,2,3,4] | Total return. |
| Fidelity® VIP Contrafund® Portfolio, Initial Class – [1,2,3] | Long-term growth. |
| Fidelity® VIP Equity-Income Portfolio, Initial Class – [1,2,3] | Index: S&P 500** Index. |
| Fidelity® VIP Growth Portfolio, Initial Class – [1,2,3] | Capital appreciation. |
| Fidelity® VIP High Income Portfolio, Initial Class – [1,2] | Income and growth. |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class – [1,4] | Bond. |
| Fidelity® VIP Mid Cap Portfolio, Initial Class – [1,2,3] | Long-term growth. |
| Fidelity® VIP Overseas Portfolio, Initial Class – [1,2,3] | Long-term growth. |
| *- Subadvisers: (1)Fidelity Research & Analysis Company, Fidelity International Investment Advisors, Fidelity International Investment Advisors (U.K.) Limited; (2) FMR Co., Inc., Fidelity Investments Japan Limited; (3) Fidelity Management & Research (U.K.) Inc.; and (4) Fidelity Investments Money Management, Inc.* | |
| **MFS® Variable Insurance Trust℠** | **Massachusetts Financial Services Company** |
| MFS® VIT New Discovery Series, Initial Class | Capital appreciation. |
| MFS® VIT Research International Series, Initial Class | Capital appreciation. |
| MFS® VIT Strategic Income Series, Initial Class | Total return with emphasis on high income. |
| MFS® VIT Total Return Series, Initial Class | Total return. |
| MFS® VIT Utilities Series, Initial Class | Total return. |

| FUND NAME<br>Portfolio Name – *Subadviser(s)* | INVESTMENT ADVISER<br>Portfolio Type / Summary of Investment Strategy |
|---|---|
| **Neuberger Berman Advisers Management Trust** | **Neuberger Berman Management LLC** |
| Neuberger Berman AMT Regency Portfolio, Class I | Capital growth. |
| **PIMCO Variable Insurance Trust** | **Pacific Investment Management Company LLC** |
| PIMCO Total Return Portfolio, Administrative Class | Total return. |
| **Summit Mutual Funds, Inc.*** | **Calvert Asset Management Company, Inc.** |
| Summit EAFE International Index Portfolio, Class I – *World Asset Management, Inc.* | Index: MSCI EAFE Index. |
| Summit Inflation Protected Plus Portfolio – *Summit Investment Partners, Inc. ("Summit")* | Current income. |
| Summit Lifestyle ETF Market Strategy Aggressive Portfolio – *Summit* | Capital growth; investment income is secondary. |
| Summit Lifestyle ETF Market Strategy Conservative Portfolio – *Summit* | Capital growth; investment income is secondary. |
| Summit Lifestyle ETF Market Strategy Target Portfolio – *Summit* | Capital growth; investment income is secondary. |
| Summit Nasdaq-100 Index Portfolio – *Summit* | Index: NASDAQ-100 Index. |
| Summit Natural Resources Portfolio – *Summit* | Capital growth. |
| Summit Russell 2000 Small Cap Index Portfolio, Class I – *Summit* | Index: Russell 2000 Index. |
| Summit S&P 500** Index Portfolio – *Summit* | Index: S&P 500** Index. |
| Summit S&P** MidCap 400 Index Portfolio, Class I – *Summit* | Index: S&P** MidCap 400 Index. |
| Summit Zenith Portfolio – *No subadviser* | Long-term capital appreciation; current income is secondary. |
| **T. Rowe Price Equity Series, Inc.** | **T. Rowe Price Associates, Inc.** |
| T. Rowe Price Blue Chip Growth Portfolio-II | Long-term capital growth and income. |
| **Third Avenue Variable Series Trust** | **Third Avenue Management LLC** |
| Third Avenue Value Portfolio | Long-term capital appreciation. |
| **The Universal Institutional Funds, Inc.** | **Morgan Stanley Investment Management Inc.,** which does business as **Van Kampen** |
| UIF Emerging Markets Equity Portfolio, Class I | Long-term capital appreciation. |
| UIF Global Value Equity Portfolio, Class I | Long-term capital appreciation. |
| UIF International Magnum Portfolio, Class I | Long-term capital appreciation. |
| UIF U.S. Real Estate Portfolio, Class I | Above average current income and long-term capital appreciation. |

* These funds and their investment adviser are part of the UNIFI Mutual Holding Company, the ultimate parent of Ameritas. Also, Calvert Distributors, Inc., an indirect subsidiary of UNIFI, is the underwriter for these funds.

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## ▪ Adding, Deleting, or Substituting Variable Investment Options

We do not control the Subaccounts' underlying portfolios, so we cannot guarantee that any of the portfolios will always be available. We retain the right to change the investments of the Separate Account, and to eliminate the shares of any Subaccount's underlying portfolio and substitute shares of another series fund portfolio, if the shares of the underlying portfolio are no longer available for investment or if, in our judgment, investment in the portfolio would be inappropriate in view of the purposes of the Separate Account. We may add new Separate Account underlying portfolios, or eliminate existing underlying portfolios, when, in our sole discretion, conditions warrant a change. In all of these situations, we will receive any necessary SEC and state approval before making any such change.

Our Separate Account may be (i) operated as an investment management company or any other form permitted by law, (ii) deregistered with the SEC if registration is no longer required, or (iii) combined with one or more other separate accounts. To the extent permitted by law, we also may transfer assets of the Separate Account to other accounts. Where permitted by applicable law, we reserve the right to remove, combine or add Subaccounts. Subaccounts may be closed to new or subsequent premium payments, transfers or premium allocations. We will receive any necessary SEC and state approval before making any of these changes.

We will notify you of any changes to the variable investment options.

## ❑ FIXED ACCOUNT OPTION

All amounts allocated to the Fixed Account become assets of our general account. Interest in the general account has not been registered with the SEC and is not subject to SEC regulation, nor is the general account registered as an investment company with the SEC. Therefore, SEC staff have not reviewed the Fixed Account disclosures in this prospectus.

There is one fixed interest rate option ("Fixed Account"), where we bear the investment risk. We guarantee that you will earn a minimum interest rate that will yield at least 3% per year, compounded annually. We may declare a higher current interest rate. However, you bear the risk that we will not credit more interest than will yield the minimum guaranteed rate per year for the life of the Policy. We have sole discretion over how assets allocated to the Fixed Account are invested, and we bear the risk that those assets will perform better or worse than the amount of interest we have declared. Assets in the Fixed Account are subject to claims by creditors of the company. The focus of this prospectus is to disclose the Separate Account aspects of the Policy.

## ❑ TRANSFERS

The Policy is designed for long-term investment, not for use with professional "market timing" services or use with programmed, large or frequent transfers. Excessive transfers could harm other Policy Owners by having a detrimental effect on investment portfolio management. **In addition to the right of the portfolio to impose redemption fees on short-term trading, we reserve the right to reject any specific premium allocation or transfer request, if in the judgment of a Subaccount portfolio fund adviser, a Subaccount portfolio would be unable to invest effectively in accordance with its investment objectives and policies, or if Policy Owners would otherwise potentially be adversely affected.**

Transferring money out of a Subaccount within 60 days of a purchase may be considered market timing. However, any portfolio fund adviser may establish its own standards, and each transaction may be evaluated on its own. Ultimately the portfolio fund adviser has the authority to make this determination.

Subject to restrictions during the "right to examine period" and prior to the Annuity Date, you may transfer Policy value from one Subaccount to another, from the Separate Account to the Fixed Account, or from the Fixed Account to any Subaccount, subject to these rules:

### Transfer Rules:

- A transfer is considered any single request to move assets from one or more Subaccounts or the Fixed Account to one or more of the other Subaccounts or the Fixed Account.
- We must receive notice of the transfer - either Written Notice, an authorized telephone transaction, or by Internet when available. Transfer requests by facsimile, telephone, or Internet must be sent to us by the close of the New York Stock Exchange (usually 3:00 p.m. Central Time) for same-day processing. Requests received later are processed on the next trading day. Fax requests must be sent to us at 402-467-7923. If requests are faxed elsewhere, we will process them as of the day they are received by our trading unit.
- The transferred amount must be at least $250, or the entire Subaccount or Fixed Account value if it is less. (If the value remaining after a transfer will be less than $250 in a Subaccount or $100 in the Fixed Account, we will include that amount as part of the transfer.)
  - If the Dollar Cost Averaging systematic transfer program is used, then the minimum transfer amount out of a Subaccount or the Fixed Account is the lesser of $250 or the balance in the Subaccount or Fixed Account. Under this program, the maximum amount that may be transferred from the Fixed Account each month is $1/36^{th}$ of the value of the Fixed Account at the time the Dollar Cost Averaging program is established. While a Dollar Cost Averaging program is in effect, elective transfers out of the Fixed Account are prohibited.
  - The Portfolio Rebalancing and Earnings Sweep systematic transfer programs have no minimum transfer limits.
- The first 15 transfers each Policy Year are free. Thereafter, transfers may result in a $10 charge for each transfer. This fee is deducted on a pro-rata basis from balances in all Subaccounts and the Fixed Account; it is not subtracted from the amount of the transfer. Transfers under any systematic transfer program do count toward the 15 free transfer limit.
- A transfer from the Fixed Account (except made pursuant to a systematic transfer program):
  - may be made only once each Policy Year;
  - may be delayed up to six months;
  - is limited during any Policy Year to the greater of:
    - 25% of the Fixed account value on the date of the initial transfer during that year;
    - the greatest amount of any similar transfer out of the Fixed Account during the previous 13 months; or
    - $1,000.
- We reserve the right to limit transfers, or to modify transfer privileges, and we reserve the right to change the transfer rules at any time.
- If the Policy value in any Subaccount falls below $100, we may transfer the remaining balance, without charge, proportionately to the remaining investment options you selected in your latest

allocation instructions. We will notify you when such a transfer occurs. You may, within 60 days of the date of our notice, reallocate the amount transferred, without charge, to another investment option.

- In the event you authorize telephone or Internet transfers, we are not liable for telephone or Internet instructions that we in good faith believe you authorized. We will employ reasonable procedures to confirm that instructions are genuine

## ❑ THIRD-PARTY SERVICES

Where permitted and subject to our rules, we may accept your authorization to have a third party (such as your sales representative or someone else you name) exercise transfers or investment allocations on your behalf. Third-party transfers and allocations are subject to the same rules as all other transfers and allocations. You can make this election on the application or by sending us Written Notice. Please note that any person or entity you authorize to make transfers or allocations on your behalf, including any investment advisory, asset allocation, money management or timing service, does so independently from any agency relationship they may have with us for the sale of the Policies. They are accountable to you alone for such transfers or allocations. We are not responsible for such transfers or allocations on your behalf, or recommendations to you, by such third-party services. You should be aware that fees charged by such third parties for their service are separate from and in addition to fees paid under the Policy.

## ❑ DISRUPTIVE TRADING PROCEDURES

The Policy is not designed to serve as a vehicle for frequent trading in response to short-term fluctuations in the market. Such frequent trading, programmed transfers, or transfers that are large in relation to the total assets of a Subaccount's underlying portfolio can disrupt management of a Subaccount's underlying portfolio and raise expenses. This in turn can hurt performance of an affected Subaccount and therefore hurt your Policy's performance.

Organizations or individuals that use market timing investment strategies and make frequent or other disruptive transfers should not purchase the Policy

Policy Owners should be aware that we are contractually obligated to provide Policy Owner transaction data relating to trading activities to the underlying funds on written request and, on receipt of written instructions from a fund, to restrict or prohibit further purchases of transfers by Policy Owners identified by an underlying fund as having engaged in transactions that violate the trading policies of the fund.

We reserve the right to reject or restrict, in our sole discretion, transfers initiated by a market timing organization or individual or other party authorized to give transfer instructions. We further reserve the right to impose restrictions on transfers that we determine, in our sole discretion, will disadvantage or potentially hurt the rights or interests of other Policy Owners. Restrictions may include changing, suspending or terminating telephone, on-line and facsimile transfer privileges. We will also enforce any Subaccount underlying portfolio manager's own restrictions imposed upon transfers considered by the manager to be disruptive. Our disruptive trading procedures may vary from Subaccount to Subaccount, and may also vary due to differences in operational systems and contract provisions. Any Subaccount restrictions will be uniformly applied.

There is no assurance that the measures we take will be effective in preventing market timing or other excessive transfer activity. Our ability to detect and deter disruptive trading and to consistently apply our disruptive trading procedures may be limited by operational systems and technological limitations. Also, because other insurance companies and retirement plans may invest in Subaccount underlying portfolios, we cannot guarantee that Subaccount underlying portfolios will not suffer harm from disruptive trading within contracts issued by them.

**Excessive Transfers**
We reserve the right to restrict transfers if we determine you are engaging in a pattern of transfers that may disadvantage Policy Owners. In making this determination, we will consider, among other things:

- the total dollar amount being transferred;
- the number of transfers you make over a period of time;
- whether your transfers follow a pattern designed to take advantage of short term market fluctuations, particularly within certain Subaccount underlying portfolios;
- whether your transfers are part of a group of transfers made by a third party on behalf of individual Policy Owners in the group; and
- the investment objectives and/or size of the Subaccount underlying portfolio.

**Third Party Traders**
We reserve the right to restrict transfers by any firm or any other third party authorized to initiate transfers on behalf of multiple Policy Owners if we determine such third party trader is engaging in a pattern of transfers that may disadvantage Policy Owners. In making this determination, we may, among other things:

- reject the transfer instructions of any agent acting under a power of attorney on behalf of more than one Policy Owner, or
- reject the transfer or exchange instructions of individual Policy Owners who have executed transfer forms which are submitted by market timing firms or other third parties on behalf of more than one Policy Owner.

We will notify affected Policy Owners before we limit transfers, modify transfer procedures or refuse to complete a transfer. Transfers made pursuant to participation in a dollar cost averaging, portfolio rebalancing, earnings sweep or asset allocation program are not subject to these disruptive trading procedures. See the sections of the Prospectus describing those programs for the rules of each program.

## ❑ SYSTEMATIC TRANSFER PROGRAMS

We offer several systematic transfer programs. We reserve the right to alter or terminate these programs upon thirty days written notice.

### ▪ Dollar Cost Averaging

The Dollar Cost Averaging program allows you to automatically transfer, on a periodic basis, a set dollar amount or percentage from the Ameritas Money Market Subaccount or the Fixed Account to any other Subaccount(s) or the Fixed Account. Requested percentages are converted to a dollar amount. You can begin Dollar Cost Averaging when you purchase the Policy or later. You can increase or decrease the amount or percentage of transfers or discontinue the program at any time. Dollar Cost Averaging is intended to limit loss by resulting in the purchase of more Accumulation Units when a portfolio's value is low, and fewer units when its value is high. However, there is no guarantee that such a program will result in a higher Policy value, protect against a loss, or otherwise achieve your investment goals.

**Dollar Cost Averaging Program Rules:**

- There is no additional charge for the Dollar Cost Averaging program.
- We must receive notice of your election and any changed instruction - either Written Notice, by telephone transaction instruction, or by Internet when available.
- Automatic transfers can only occur monthly.
- The minimum transfer amount out of the Ameritas Money Market Subaccount or the Fixed Account is the lesser of $250 or the balance in the Subaccount or Fixed Account. Under this program, the maximum amount that may be transferred from the Fixed Account each month is 1/36$^{th}$ of the Fixed Account value at the time Dollar Cost Averaging is established. While a Dollar Cost Averaging program is in effect, elective transfers out of the Fixed Account are prohibited. There is no maximum transfer amount limitation applicable to any of the Subaccounts.
- Dollar Cost Averaging program transfers cannot begin before the end of a Policy's "right to examine" period.
- You may specify that transfers be made on the 1$^{st}$ through the 28$^{th}$ day of the month. Transfers will be made on the date you specify (or if that is not a Business Day, then on the next Business Day). If you do not select a date, the program will begin on the next Policy month anniversary following the date the Policy's "right to examine" period ends.
- You can limit the number of transfers to be made, in which case the program will end when that number has been made. Otherwise, the program will terminate when the amount remaining in the Ameritas Money Market Subaccount or the Fixed Account is less than $100.
- The Dollar Cost Averaging program is not available when the Portfolio Rebalancing Program is elected.

### ▪ Portfolio Rebalancing

The Portfolio Rebalancing program allows you to rebalance your Policy value among designated Subaccounts only as you instruct. You may change your rebalancing allocation instructions at any time. Any change will be effective when the next rebalancing occurs.

**Portfolio Rebalancing Program Rules:**

- There is no additional charge for the Portfolio Rebalancing program.
- The Fixed Account is excluded from this program.
- You must request the rebalancing program, give us your rebalancing instructions, or request to end this program either by Written Notice, by telephone transaction instruction, or by Internet when available.
- You may have rebalancing occur quarterly, semi-annually or annually.

### ▪ Earnings Sweep

The Earnings Sweep program allows you to sweep earnings from your Subaccounts to be rebalanced among designated investment options (Subaccounts or the Fixed Account), either based on your original Policy allocation of premiums or pursuant to new allocation instructions. You may change your Earnings Sweep program instructions at any time. Any change will be effective when the next sweep occurs.

**Earnings Sweep Program Rules:**

- There is no additional charge for the Earnings Sweep program.
- The Fixed Account is included in this program.
- You must request the Earnings Sweep program, give us your rebalancing instructions, or request to end this program either by Written Notice, by telephone transaction instruction, or by Internet when available.
- You may have your earnings rebalanced quarterly, semi-annually or annually.

## ❑ MODEL ASSET ALLOCATION PROGRAM

We may offer a model asset allocation program. However, you always have the ability to construct your own asset allocation plan from among the investment options available in your Policy. Model asset allocation programs are intended to match model risk tolerance and investment objectives with the investment options available in your Policy.

To assist you in your selection of an asset allocation model, our Model Asset Allocation program uses the Morningstar Asset Allocator. This tool was developed by Morningstar Associates, LLC ("Morningstar") and is offered to you through a license agreement between Morningstar and our affiliate Ameritas Investment Corp. ("AIC"). The Model Asset Allocation program consists of five models, ranging from aggressive to conservative. Morningstar provides AIC with ongoing recommendations and monitoring of the portfolios that comprise the models.

To participate in the asset allocation program:

- AIC will serve as your investment adviser fiduciary for the program solely for purposes of development of the models and periodic updates to the models. You must give AIC your written consent and discretionary authority for AIC to give us instructions to allocate your premiums (or, for an existing Policy, Policy value) pursuant to the allocations of the model you select. AIC will also periodically instruct us to change your allocations consistent with any changes to the model made by AIC as recommended by Morningstar. AIC has no discretionary authority to execute any other transfers for your Policy.
- You must complete the Morningstar Asset Allocator Questionnaire.
- You must allocate all of your Policy value to one asset allocation model. We must receive notice of your asset allocation model election either by written notice or Internet (when available) before we can begin a program for you. Only you can select which model is best for you. The Asset Allocator Questionnaire can be an aid, but neither it nor AIC will make this decision for you. You may wish to consult with your own financial professional to determine whether participation in the program is best for you, and if so, which model is most suitable.
- Each quarter we will automatically rebalance the Subaccount values to be consistent with the allocation percentages for the program model that you elected. Such rebalancing will be disclosed in quarterly statements to you. Performance of each model is updated daily on our website and is available upon request.
- Annually, AIC will re-evaluate and may make changes to each investment level model based upon Morningstar's recommendations. When AIC updates the models, we will send you written notice of the updated models at least 30 days in advance of the date the updated models are to be effective. If you wish to accept the changes in your selected model, you will not need to take any action, as your Policy value and any subsequent premium will be automatically reallocated pursuant to the updated model. If you do not wish to accept the changes to your selected model, you can change to a different model or withdraw from the Model Asset Allocation program.
- If you are currently participating in a Model Asset Allocation model and you make changes to your allocations outside the model, you will not receive future notifications of model changes. You will then be considered as having withdrawn from the Model Asset Allocation program and as having cancelled your relationship with AIC for purposes of implementing the program with your Policy.
- If participation in the asset allocation program terminates, including by death of the Owner, Policy value will not be reallocated automatically if the model is changed, and thus will not reflect the adviser's most current allocation recommendations. Any additional premiums received will be returned.
- AIC is compensated by us as principal underwriter for the Policies. We and AIC may also receive fees for administrative services from other portfolios in the models. This additional compensation and related responsibilities may create conflicts of interest as AIC determines what portfolios should be in the models. Also, Calvert Variable Series, Inc. and Summit Mutual Funds, Inc., which are part of the UNIFI Mutual Holding Company and therefore are affiliated with us, have portfolios offered through the Policy (these portfolios may or may not be included in the models). We believe any potential risk of a conflict of interest in these arrangements may be reduced by contracting with Morningstar to independently evaluate and recommend the selection, allocation weighting, and periodic updates regarding portfolios in the models.

There is no additional charge for selecting the Model Asset Allocation program. Although asset allocation programs are intended to mitigate investment risk, there is still a risk that investing pursuant to a model will still lose value. For information about risks of participating in the Model Asset Allocation program and more detail about the program, including more information about conflicts of interest, ask for a copy of this prospectus' Statement of Additional Information. More information about AIC's role as investment adviser for the program is available on AIC's Form ADV Part II which is delivered to you at the time you subscribe to the program. We may modify or discontinue the model asset allocation program at any time.

# IMPORTANT POLICY PROVISIONS

The **OVERTURE ACCLAIM!** Policy is a flexible premium deferred variable annuity Policy. The Policy allows you to save and invest your assets on a tax-deferred basis. A feature of the Policy distinguishing it from non-annuity investments is its ability to guarantee annuity payments to you for as long as the Annuitant lives or for some other period you select. In addition, if the Annuitant dies before those payments begin, the Policy will pay a death benefit to the Annuitant's Beneficiary. The key rights and benefits under the Policy are summarized in this prospectus. You may obtain a copy of the Policy from us. The Policy can be purchased as a tax-qualified or nonqualified annuity. The Policy remains in force until surrendered for its Cash Surrender Value, or all proceeds have been paid under an annuity income option or as a death benefit.

## ❑ POLICY APPLICATION AND ISSUANCE

**Replacing an existing annuity policy is not always your best choice. Evaluate any replacement carefully.**

To purchase a Policy, you must submit an application and a minimum initial premium. A Policy usually will be issued only if you and the Annuitant are age 0 through 85, rounded to the nearest birthday. We reserve the right to reject any application or premium for any reason.

If your application is in good order upon receipt, we will credit your initial net premium to the Policy value in accordance with the "right to examine" rules in your state within two Business Days after the later of the date we receive your application or the date we receive your premium. If the application is incomplete or otherwise not in good order, we will contact you within five Business Days to explain the delay; at that time we will refund your initial premium unless you consent to our retaining it to apply it to your Policy once all Policy issuance requirements are met.

The Policy Date is the date two days after we receive your application and initial premium. It is the date used to determine Policy Anniversaries and Policy Years. No Policy will be dated on or after the 29th day of a month. (This does not affect how premium is credited; see the paragraph above.)

You can purchase a tax-qualified Policy as part of Section 401(a) pension or profit-sharing plans, or IRA, Roth IRA, SIMPLE IRA, SEP, 403(b) (TSAs), and Section 457 deferred compensation plans, subject to certain limitations. See this prospectus' **FEDERAL INCOME TAX MATTERS** section for details. Call us to see if the Policy may be issued as part of other kinds of plans or arrangements.

### ▪ Premium Requirements

Your premium checks should be made payable to "Ameritas Life Insurance Corp." We may postpone crediting any payment made by check to your Policy value until the check has been honored by your bank. Payment by certified check, banker's draft, or cashier's check will be promptly applied. Under our electronic fund transfer program, you may select a monthly payment schedule for us to automatically deduct premiums from your bank account or other sources. Total premiums for all annuities held with us for the same Annuitant may not exceed $1 million without our consent.

Initial Premium

- The only premium required. All others are optional.
- Must be at least $25,000. We have the right to change these premium requirements, and to accept a smaller initial premium if payments are established as part of a regularly billed program (electronic funds transfer, payroll deduction, etc.) or as part of a tax-qualified plan.

Additional Premiums

- Must be at least $1,000; $50 if payments are established as part of a regularly billed program (electronic funds transfer, payroll deduction, etc.) or a tax-qualified plan. We have the right to change these premium requirements.
- Will not be accepted, without our approval, on or after the later of (i) the Policy Anniversary following your or the Annuitant's 85th birthday or (ii) the Annuity Date.

- **Allocating Your Premiums**

You may allocate your premiums among the variable investment options and the Fixed Account fixed interest rate option. Initial allocations in your Policy application will be used for additional premiums until you change your allocation.

- Allocations must be in whole percentages, and total 100%.
- You may change your allocation by sending us Written Notice or through an authorized telephone transaction. The change will apply to premiums received on or after the date we receive your Written Notice or authorized telephone transaction.
- All premiums will be allocated pursuant to your instructions on record with us, except your initial premium and any additional premiums received during your Policy's "right to examine" period may be subject to special requirements.

"Right to Examine" Period Allocations

*Return of Value States.* In states that permit us to refund your Policy value upon your cancellation of the Policy during the "right to examine" period, we will allocate your initial premium to your selected variable investment options on the date of issue of the Policy.

*Return of Premium States.* In states that require us to refund at least your full premium upon your cancellation of the Policy during the "right to examine" period, we will hold the portion of your initial premium allocated to the Separate Account in the Ameritas Money Market Subaccount for 13 days. Then, we will invest your initial premium in the variable investment options pursuant to your application instruction. (Any additional premiums we receive during the "right to examine" period plus 3 days will be allocated in the same manner.) If, at the end of the "right to examine" period, you decide to cancel your Policy, we will refund the greater of the Policy value or premiums paid.

## ❑ YOUR POLICY VALUE

On your Policy's date of issue, the Policy value equals the initial premium less any charge for applicable premium taxes. On any Business Day thereafter, the Policy value equals the sum of the values in the Separate Account variable investment options and the Fixed Account. The Policy value is expected to change from day to day, reflecting the expenses and investment experience of the selected variable investment options (and interest earned in the Fixed Account options) as well as the deductions for charges under the Policy.

- **Separate Account Value**

Premiums or transfers allocated to Subaccounts are accounted for in Accumulation Units. The Policy value held in the Separate Account Subaccounts on any Business Day is determined by multiplying each Subaccount's Accumulation Unit value by the number of Accumulation Units held in the Subaccount allocated to the Policy. Each Subaccount's Accumulation Unit value is calculated at the end of each Business Day as follows:

(a) the per share net asset value of the Subaccount's underlying portfolio as of the end of the current Business Day plus any dividend or capital gain distribution declared and unpaid by the underlying portfolio during that Business Day, times the number of shares held by the Subaccount, before the purchase or redemption of any shares on that date; minus
(b) the daily administrative expense fee; minus
(c) the daily mortality and expense risk charge; and this result divided by
(d) the total number of Accumulation Units held in the Subaccount on the Business Day before the purchase or redemption of any Accumulation Units on that day.

When transactions are made to or from a Subaccount, the actual dollar amounts are converted to Accumulation Units. The number of Accumulation Units for a transaction is equal to the dollar amount of the transaction divided by the Accumulation Unit value on the Business Day the transaction is made.

An investment in money market funds is neither insured nor guaranteed by the U.S. Government. There can be no assurance that the funds will be able to maintain a stable net asset value of $1.00 per share. Notwithstanding the preceding statements, Owners will be guaranteed to receive $1.00 net asset value for amounts they had invested in the money market account as of September 19, 2008, subject to the terms of the U.S. Treasury's Temporary Guarantee Program for Money Market Funds (the "Program"). The Program is currently set to expire on September 18, 2009.

- **Fixed Account Value**

  The Policy value of the Fixed Account on any Business Day equals:
  (a) the Policy value of the Fixed Account at the end of the preceding Policy month; plus
  (b) any net premiums credited since the end of the previous Policy month; plus
  (c) any transfers from the Subaccounts credited to the Fixed Account since the end of the previous Policy month; minus
  (d) any transfers and transfer fee from the Fixed Account to the Subaccounts since the end of the previous Policy month; minus
  (e) any partial withdrawal and withdrawal charge taken from the Fixed Account since the end of the previous Policy month; minus
  (f) the Fixed Account's share of the annual Policy fee on the Policy Anniversary, plus
  (g) interest credited on the Fixed Account balance.

## ❑ TELEPHONE TRANSACTIONS

**Telephone Transactions Permitted**
- Transfers among investment options.
- Establish systematic transfer programs.
- Change of premium allocations.

**How to Authorize Telephone Transactions**
- Upon your authorization on the Policy application or in Written Notice to us, you, your registered representative or a third person named by you may do telephone transactions on your behalf. You bear the risk of the accuracy of any designated person's instructions to us.

**Telephone Transaction Rules:**
- Must be received by close of the New York Stock Exchange ("NYSE") (usually 3 p.m. Central Time); if later, the transaction will be processed the next day the NYSE is open.
- Calls will be recorded for your protection.
- For security, you or your authorized designee must provide your Social Security number and/or other identification information.
- May be discontinued at any time as to some or all Owners.

We are not liable for following telephone transaction instructions we reasonably believe to be genuine.

## ❑ DELAY OF PAYMENTS

We will usually pay any amounts requested as a full surrender or partial withdrawal from the Separate Account within 7 days after we receive your Written Notice. We can postpone such payments or any transfers out of a Subaccount if: (i) the NYSE is closed for other than customary weekend and holiday closings; (ii) trading on the NYSE is restricted; (iii) an emergency exists as determined by the SEC, as a result of which it is not reasonably practical to dispose of securities, or not reasonably practical to determine the value of the net assets of the Separate Account; or (iv) the SEC permits delay for the protection of security holders. The applicable rules of the SEC will govern as to whether the conditions in (iii) or (iv) exist.

We may defer payments of full surrenders or partial withdrawals or a transfer from the Fixed Account for up to 6 months from the date we receive your Written Notice, after we request and receive approval of the delay from the insurance department of the State where the Policy is delivered.

## ❑ BENEFICIARY

You may change Policy beneficiary(ies) (Owner's Beneficiary and Annuitant's Beneficiary) by sending Written Notice to us, unless the named beneficiary is irrevocable. Once we record and acknowledge the change, it is effective as of the date you signed the Written Notice. The change will not apply to any payments made or other action taken by us before recording. If the named beneficiary is irrevocable you may change the named beneficiary only by Written Notice signed by both you and the beneficiary. If more than one named beneficiary is designated, and you fail to specify their interest, they will share equally.

If there are joint Owners, the surviving joint Owner will be deemed the Owner's Beneficiary, and the Owner's Beneficiary named in the Policy application or subsequently changed will be deemed the contingent Owner's Beneficiary. If both joint Owners die simultaneously, any death benefit payable because of an Owner's death will be paid to the contingent Owner's Beneficiary.

If the Owner's Beneficiary is your surviving spouse, the spouse may elect either to receive the death benefit payable upon your death, in which case the Policy will terminate, or to continue the Policy in force with the spouse as Owner.

If there is no named Owner's Beneficiary or Annuitant's Beneficiary, or either dies before you, then you or your estate is the Beneficiary until you name a new Beneficiary. If you have either a named Annuitant's Beneficiary or Owner's Beneficiary, but not both, we will presume you intend the named person(s) or legal entity to serve both beneficiary roles.

The Annuitant's Beneficiary receives the death benefit payable upon the Annuitant's death. The Owner's Beneficiary assumes ownership of the Policy upon the Owner's death, and also then receives distribution of Policy assets pursuant to federal tax requirements. (If the Owner and Annuitant are the same person, proceeds are paid to the Annuitant's Beneficiary.)

### ❑ MINOR OWNER OR BENEFICIARY

A minor may not own the Policy solely in the minor's name and cannot receive payments directly as a Policy beneficiary. In most states parental status does not automatically give parents the power to provide an adequate release to us to make beneficiary payments to the parent for the minor's benefit. A minor can "own" a Policy through the trustee of a trust established for the minor's benefit, or through the minor's named and court appointed guardian, who owns the Policy in his or her capacity as trustee or guardian. Where a minor is a named beneficiary, we are able to pay the minor's beneficiary payments to the minor's trustee or guardian. Some states allow us to make such payments up to a limited amount directly to parents. Parents seeking to have a minor's interest made payable to them for the minor's benefit are encouraged to check with their local court to determine the process to be appointed as the minor's guardian; it is often a very simple process that can be accomplished without the assistance of an attorney. If there is no adult representative able to give us an adequate release for payment of the minor's beneficiary interest, we will retain the minor's interest on deposit until the minor attains the age of majority.

### ❑ POLICY CHANGES

Any change to your Policy is only effective if on a form acceptable to us, and then only once it is received at our Service Office and recorded on our records. Information on how to contact us to determine what information is needed and where you can get various forms for Policy changes is shown on this Prospectus' first two pages and last page.

### ❑ POLICY TERMINATION

We may treat any partial withdrawal that leaves a Policy value of less than $1,000 as a complete surrender of the Policy. See this prospectus' **POLICY DISTRIBUTIONS: Withdrawals** section for more information.

## POLICY DISTRIBUTIONS

There are several ways to take all or part of your investment out of your Policy, both before and after the Annuity Date. Tax penalties may apply to amounts taken out of your Policy before the Annuity Date. Your Policy also provides a death benefit (including, for an additional charge, an optional feature guaranteed minimum death benefit) that may be paid upon your death prior to the Annuity Date. All or part of a death benefit may be taxable.

### ❑ WITHDRAWALS

You may withdraw, by Written Notice, all or part of your Policy's Cash Surrender Value prior to the Annuity Date. Following a full surrender of the Policy, or at any time the Policy value is zero, all your rights in the Policy end. Total surrender requires you to return your Policy to us.

Withdrawals may be subject to:
- Income Tax
- Penalty Tax

Even so called "free" withdrawals may be subject to the tax charges.

Earnings are deemed to be withdrawn before any premium. Of premium considered withdrawn, the oldest premium is considered withdrawn first, the next oldest premium is considered withdrawn next, and so on (a "first-in, first-out" procedure). (This is different than taxation order, which generally considers the last premium withdrawn first – a "last-in, first-out" procedure.)

**Withdrawal Rules**

- Withdrawals must be by Written Notice. A request for a systematic withdrawal plan must be on our form and must specify a date for the first payment, which must be the 1st through 28th day of the month.
- Minimum withdrawal is $250.
- We may treat any partial withdrawal that leaves a Policy value of less than $1,000 as a complete surrender of the Policy.
- Withdrawal results in cancellation of Accumulation Units from each applicable Subaccount and deduction of Policy value from any Fixed Account option. If you do not specify which investment option(s) from which to take the withdrawal, it will be taken from each investment option in the proportion that the Policy value in each investment option bears to the total Policy value.

- The total amount paid to you upon total surrender of the Policy (taking any prior partial withdrawals into account) may be less than the total premiums made, because we will deduct any charges owed but not yet paid, a premium tax charge may apply to withdrawals, and because you bear the investment risk for all amounts you allocate to the Separate Account.
- Unless you give us Written Notice not to withhold taxes from a withdrawal, we must withhold 10% of the taxable amount withdrawn to be paid as a federal tax, as well as any amounts required by state laws to be withheld for state income taxes.

Ameritas and the Separate Account will allow facsimile request forms and signatures to be used for the purpose of a "Written Notice" authorizing withdrawals from your Policy. You may complete and execute a withdrawal form and send it to our Service Center fax number, 402-467-7335. We offer this method of withdrawal as a service to meet your needs when turnaround time is critical. However, by not requiring an original signature there is a greater possibility that unauthorized persons can manipulate your signature and make changes on your Policy (including withdrawals) without your knowledge.

- **Systematic Withdrawal Plan**

The systematic withdrawal plan allows you to automatically withdraw payments of a pre-determined dollar amount or fixed percentage of Policy value from a specified investment option monthly, quarterly, semi-annually or annually. We can support and encourage your use of electronic fund transfer of systematic withdrawal plan payments to an account of yours that you specify to us. The fixed dollar amount of systematic withdrawals may be calculated in support of Internal Revenue Service minimum distribution requirements over the lifetime of the Annuitant. No systematic withdrawal may be established after the 28th of each month. Although this plan mimics annuity payments, each distribution is a withdrawal that may be taxable and subject to the charges and expenses described above; you may wish to consult a tax adviser before requesting this plan.

## ❑ LOANS (403B PLANS ONLY)

Loans are only available if your Policy is a Tax Sheltered Annuity (sometimes called a "TSA" or "403(b) plan") under federal tax law and your Policy value is at least $5,000. We do not charge any loan fee. These Owners can take loans from the Policy value beginning one year after the Policy is issued up to the Annuity Date, and cannot take out more than one loan each Policy year. Loans are subject to the terms of the Policy, the plan, and federal tax law. We reserve the right to modify the terms of a loan to comply with changes in applicable law, or to reject any loan request if we believe it may violate the terms of the plan or applicable law. (We are not responsible for compliance of a loan request with plan requirements.)

- **Minimum and Maximum Loan Amounts**

*Minimum* - $1,000. Each loan must individually satisfy this minimum amount.

*Maximum* - We will calculate the maximum nontaxable loan amount based upon information provided by the plan participant or the employer. Loans may be taxable if a participant has additional loans from other plans. The total of all your outstanding TSA loans must not exceed the lesser of (i) $50,000 reduced by the highest outstanding balance owned during the previous 12 months, or (ii) 50% of your Policy value.

- **How Loans are Processed**

All loans are made from our general account. We transfer Policy value to our general account as security for the loan. The transfer is made in proportion to assets in and among the Subaccounts and in the Fixed Account, unless you give us different allocation instructions. No withdrawal charge is levied upon Policy value transfers related to loan processing. We are usually able to process a loan request within 7 Business Days.

- **Loan Interest**

*Interest rate charged on loan balance:* currently 7½% effective annual rate; guaranteed maximum rate is 8%.

*Interest rate credited to Policy value that is collateral for the loan:* currently 4½% effective annual rate; guaranteed minimum rate is 3½%.

Specific loan terms are disclosed at the time of loan application or issuance.

**Loan Repayment**

Loans must be repaid within 5 years, or 20 years if the loan is used to purchase your principal residence. Loan repayments must be identified as such; if they are not, we will treat them as additional premium payments and they will not reduce the outstanding loan. Loan repayments must be substantially level and made at least quarterly. Loan repayments will consist of principal and interest in amounts set forth in the loan agreement. Repayments are allocated to the Subaccounts and Fixed Account pursuant to your then current investment option allocation instructions. Any repayment due under the loan that is unpaid for 90 days will cause the loan balance to become immediately due without notice. The loan will then be treated as a deemed Policy distribution and reported as income to be taxed to the Owner.

- **Policy Distributions, including Annuity Income Payments**

While a loan is outstanding, any Policy distributions made, including annuity income payments, will be reduced by the amount of the outstanding loan plus accrued interest.

- **Transferring the Policy**

We reserve the right to restrict any transfer of the Policy while a loan is outstanding.

## ❑ DEATH BENEFITS

### ▪ Annuitant's Death Benefit

We will pay the Annuitant's death benefit after we receive Due Proof of Death of the last Annuitant's death or as soon thereafter as we have sufficient information about the Annuitant's Beneficiary to make the payment. Death benefits may be paid pursuant to an annuity income option to the extent allowed by applicable law and any settlement agreement in effect at your death. If the Annuitant's Beneficiary does not make an annuity income option election within 60 days of our receipt of Due Proof of Death, we will issue a lump-sum payment to the Annuitant's Beneficiary.

We will deduct any applicable premium tax not previously deducted from the death benefit payable.

Until we receive satisfactory proof of death and instructions, in the proper form, from your beneficiaries, your Policy will remain allocated to the Subaccounts you chose, so the amount of the death benefit will reflect the investment performance of those Subaccounts during this period. If your Policy has multiple beneficiaries, we will calculate and pay each beneficiary's share of the death benefit proceeds when we receive satisfactory proof of death and instructions, in proper form, from that beneficiary. The death benefit proceeds still remaining to be paid to other beneficiaries will remain allocated to and continue to fluctuate with the investment performance of the Subaccounts you chose, until each beneficiary has provided us instructions in the proper form.

In most cases, when death benefit proceeds are paid in a lump sum, we will pay the death benefit proceeds by establishing an interest bearing account for the beneficiary, in the amount of the death benefit proceeds payable. The same interest rate schedule and other account terms will apply to all beneficiary accounts in place at any given time. We will send the beneficiary a checkbook within 7 days after we receive all the required documents, and the beneficiary will have immediate access to the account simply by writing a check for all or any part of the amount of the death benefit proceeds payable. The account is part of our general account. It is not a bank account and it is not insured by the FDIC or any other government agency. As part of our general account, it is subject to the claims of our creditors. We receive a benefit from all amounts left in the general account.

An Annuitant's death benefit is payable upon:
- Your Policy being in force;
- Receipt of Due Proof of Death of the Annuitant's death;
- Election of an annuity income option; and
- Proof that the Annuitant died before any annuity payments begin.

*"Due Proof of Death"* is a certified copy of a death certificate, a certified copy of a decree of a court of competent jurisdiction as to the finding of death, a written statement by the attending physician, or any other proof satisfactory to us.

### ▪ Standard Annuitant's Death Benefit

Upon the Annuitant's death before the Annuity Date, the Policy will end, and we will pay a death benefit to the named Annuitant's Beneficiary. The death benefit equals the larger of:
- your Policy value on the later of the date we receive Due Proof of Death or an annuity payout option election less any charge for applicable premium taxes; or
- the sum of net premiums, less partial withdrawals.

If you, a joint Owner, or the Annuitant dies on or after the Annuity Date and before all proceeds have been paid, no death benefit is payable, but any remaining proceeds will be paid to the designated annuity benefit payee based on the annuity income option in effect at the time of death.

### ▪ Guaranteed Minimum Death Benefit

The Guaranteed Minimum Death Benefit ("GMDB") provides for payment of the GMDB amount instead of the death benefit (if the GMDB is greater than the death benefit). The GMDB is available if the Annuitant is age 0 to 70 on the date the Policy is issued. There is no additional charge for this feature and it may not be available in all states. The GMDB amount will depend on the Annuitant's issue age and when we receive satisfactory proof of the Annuitant's death. During the first seven Policy Years and after the Policy Anniversary nearest the Annuitant's 85th birthday, the GMDB amount is zero, and the death benefit payable is the greater of the Accumulation Value or total premiums paid less partial withdrawals. If there are joint Annuitants, references to Annuitant should be interpreted to be last surviving Annuitant.

If satisfactory proof of the Annuitant's death is received on or after the 7th Policy Anniversary and before the Policy Anniversary nearest the Annuitant's 75th birthday, the GMDB amount is:

(a) the greater of (i) and (ii), where:
  (i) is the Accumulation Value as of the most recent 7-year Policy Anniversary; and
  (ii) is the GMDB immediately preceding the most recent 7-year Policy Anniversary;
(b) plus any premiums paid since the most recent 7-year Policy Anniversary;
(c) minus any partial withdrawals, including withdrawal charges, since the most recent 7-year Policy Anniversary;
(d) minus an adjustment for each partial withdrawal made since the most recent 7-year Policy Anniversary.

If satisfactory proof of the Annuitant's death is received on or after the Policy Anniversary nearest the Annuitant's 75th birthday and before the Policy Anniversary nearest the Annuitant's 85th birthday, item (a) above is replaced with the following:

(a) the greater of (i) and (ii), where:
(i) is the Accumulation Value as of the most recent 7-year Policy Anniversary on or prior to the Policy Anniversary nearest the Annuitant's 75th birthday; and
(ii) is the GMDB immediately preceding the most recent 7-year Policy Anniversary on or prior to the Policy Anniversary nearest the Annuitant's 75th birthday;

Items (b), (c), and (d) are the same as above.

For Annuitants issue age 68 to 70, the Accumulation Value as of the 7th Policy Anniversary will be used in calculating the GMDB prior to the Policy Anniversary nearest the Annuitant's 85th birthday. For Annuitants issue age 69 and 70, "75th birthday" is replaced by "76th birthday" and "77th birthday," respectively.

Guaranteed Minimum Death Benefit (GMDB) Example

Assume the following items:

(a) Issue Age 30
(b) Initial Premium $25,000
(c) Accumulation Value as of the 7th Policy Anniversary is $40,000
(d) Additional premium of $5,000 received in the 9th Policy Year
(e) Gross partial withdrawal of $3,000 during the 12th Policy Year
(f) Accumulation Value prior partial withdrawal during 12th Policy Year is $32,000
(g) Accumulation Value as of the 14th Policy Anniversary is $28,000
(h) Accumulation Value as of the 15th Policy Anniversary is $30,000

From this information, the following is determined:

(a) GMDB as of the 7th Policy Anniversary is $40,000
(b) GMDB after the additional premium payment in the 9th Policy Year is $45,000
(c) Net Adjustment (ADJ) of the partial withdrawal in the 12th Policy Year is calculated using the following formula:

$$ADJ = \frac{(G\text{-}AV) \times PW}{AV}$$

where:
G = the GMDB under this rider before the partial withdrawal is made, provided that it is greater than AV
AV = the Accumulation Value before the partial withdrawal is made
PW = the amount of the partial withdrawal, including any withdrawal charges

Therefore, the ADJ for this example is calculated as follows:

$$\frac{(\$45{,}000 - \$32{,}000) \times \$3{,}000}{\$32{,}000} = \$1{,}218.75$$

(d) GMDB as of the 14th Policy Anniversary is calculated as
$40,000* + $5,000 - $3,000 - $1,218.75 = $40,781.25
(e) GMDB as of the 15th Policy Anniversary is $40,781.25

This benefit is subject to the claims paying ability of Ameritas.

### ▪ IRS Required Distribution Upon Death of Owner

Upon the Owner's death, the Owner's Beneficiary becomes the new Policy Owner and can determine how to distribute Policy value pursuant to IRS requirements. Until a distribution election is made, the Owner's Beneficiary controls Policy value (right to make transfers, etc.). Federal law requires that if your Policy is tax non-qualified and you, the Owner, die before the Annuity Date, then the entire value of your Policy must be distributed within 5 years of your death. The 5-year rule does not apply to that portion of the proceeds which (a) is for the benefit of an individual Owner's Beneficiary; and (b) will be paid over the lifetime or the life expectancy of that Owner's Beneficiary as long as payments begin not later than one year after the date of your death. Special rules may apply to your surviving spouse. Other required distribution rules apply to tax-qualified Policies and are described in this prospectus' **Appendix B**.

If an Owner of the Policy is a corporation, trust or other non-individual, we treat the primary Annuitant as an Owner for purposes of the IRS required distribution. The "primary Annuitant" is that individual whose life affects the timing or the amount of any death benefit paid under the Policy. A change in the primary Annuitant will be treated as the death of an Owner.

## ❑ ANNUITY INCOME PHASE

A primary function of an annuity contract, like this Policy, is to provide annuity payments to the Annuitant. The level of annuity payments is determined by your Policy value, the Annuitant's sex (except where prohibited by law) and age, and the annuity income option selected. All or part of your Policy Cash Surrender Value may be placed under one or more annuity income options.

Annuity payments:
- require investments to be allocated to our general account, so are not variable.
- may be taxable and, if premature, subject to a tax penalty.

* The Accumulation Value as of the 7th Policy Anniversary is greater than the Accumulation Value as of the 14th Policy Anniversary and is also the GMDB immediately preceding the most recent 7-year Policy Anniversary.

Annuity payments must be made to individuals receiving payments on their own behalf, unless otherwise agreed to by us. Any annuity income option is only effective once we acknowledge it. We may require initial and ongoing proof of the Owner's or Annuitant's age or survival. Unless you specify otherwise, the payee is the Annuitant.

Payments under the annuity income options are *fixed annuity payments* based on a fixed rate of interest at or higher than the minimum effective annual rate which is guaranteed to yield 3% on an annual basis. We have sole discretion whether or not to pay a higher interest rate for annuity income options 1, 2, or 3 (see below). Current immediate annuity rates for options 4 or 5 for the same class of annuities are used if higher than the guaranteed amounts (guaranteed amounts are based upon the tables contained in the Policy). The guaranteed amounts are based on the 1983 Table "a" Individual Annuity Table projected 17 years, and an interest rate which is guaranteed to yield 3% on an annual basis. Current interest rates, and further information, may be obtained from us. The amount of each fixed annuity payment is set and begins on the Annuity Date, and does not change.

### ▪ When Annuity Income Payments Begin

You select the Annuity Date by completing an election form that you can request from us at any time. This date may not be any earlier than the fifth Policy anniversary. If you do not specify a date, the Annuity Date will be the later of the Policy Anniversary nearest the Annuitant's 85th birthday or the fifth Policy Anniversary. Tax-qualified Policies may require an earlier Annuity Date. You may change this date by sending Written Notice for our receipt at least 30 days before the then current Annuity Date.

### ▪ Selecting an Annuity Income Option

You choose the annuity income option by completing an election form that you can request from us at any time. You may change your selection during your life by sending Written Notice for our receipt at least 30 days before the date annuity payments are scheduled to begin. If no selection is made by then, we will apply the Policy Cash Surrender Value to make annuity payments under annuity income option 4 providing lifetime income payments.

The longer the guaranteed or projected annuity income option period, the lower the amount of each annuity payment.

If you die before the Annuity Date (and the Policy is in force), your beneficiary may elect to receive the death benefit under one of the annuity income options (unless applicable law or a settlement agreement dictate otherwise).

### ▪ Annuity Income Options

Once fixed annuity payments under an annuity income option begin, they cannot be changed. (We may allow the beneficiary to transfer amounts applied under options 1, 2 or 3 to option 4, 5 or 6 after the Annuity Date. However, we reserve the right to discontinue this practice.) When the Annuitant dies, we will pay any unpaid guaranteed payments to the payee's beneficiary. Upon the last payee's death, we will pay any unpaid guaranteed payments to that payee's estate.

*Note: If you elect an annuity income option solely dependent upon the Annuitant's survival (Option 4 or 5), it is possible that only one annuity payment would be made under the annuity payout option if the Annuitant dies before the due date of the second annuity payment, only two annuity payments would be made if the Annuitant died before the due date of the third annuity payment, etc.*

Part or all of any annuity payment may be taxable as ordinary income. If, at the time annuity payments begin, you have not given us Written Notice to not withhold federal income taxes, we must by law withhold such taxes from the taxable portion of each annuity payment and remit it to the Internal Revenue Service. (Withholding is mandatory for certain tax-qualified Policies.)

We may pay your Policy proceeds to you in one sum if they are less than $1,000, or when the annuity income option chosen would result in periodic payments of less than $20. If any annuity payment would be or becomes less than $20, we also have the right to change the frequency of payments to an interval that will result in payments of at least $20. In no event will we make payments under an annuity option less frequently than annually.

The annuity income options are:

1. *Interest Payment*. While proceeds remain on deposit, we annually credit interest to the proceeds. The interest may be paid to the payee or added to the amount on deposit.
2. *Designated Amount Annuity*. Proceeds are paid in monthly installments of a specified amount over at least a 5-year period until proceeds, with interest, have been fully paid.
3. *Designated Period Annuity*. Proceeds are paid in monthly installments for the specified period chosen. Monthly incomes for each $1,000 of proceeds, which include interest, are illustrated by a table in the Policy.
4. *Lifetime Income Annuity*. Proceeds are paid as monthly income during the Annuitant's life. Variations provide for guaranteed payments for a period of time.
5. *Joint and Last Survivor Lifetime Income Annuity*. Proceeds are paid as monthly income during the joint Annuitants' lives and until the last of them dies.
6. *Lump Sum*. Proceeds are paid in one sum.

# FEDERAL INCOME TAX MATTERS

This discussion of how federal income tax laws may affect investment in your variable annuity is based on our understanding of current laws as interpreted by the Internal Revenue Service ("IRS"). It is **NOT** intended as tax advice. All information is subject to change without notice. We make no attempt to review any state or local laws, or to address estate or inheritance laws or other tax consequences of annuity ownership or receipt of distributions. **You should consult a competent tax adviser to learn how tax laws apply to your annuity interests.**

Section 72 of the Internal Revenue Code of 1986, as amended, (the "Code") governs taxation of annuities in general and Code Section 817 provides rules regarding the tax treatment of variable annuities. Other Code sections may also impact taxation of your variable annuity investment and/or earnings.

### ■ Tax Deferrals During Accumulation Period

An important feature of variable annuities is tax-deferred treatment of earnings during the accumulation phase. An individual Owner is not taxed on increases in the value of a Policy until a withdrawal occurs, either in the form of a non-periodic payment or as annuity payments under the settlement option selected.

### ■ Taxation of Withdrawals

Withdrawals are included in gross income to the extent of any allocable income. Any amount in excess of the investment in the Policy is allocable to income. Accordingly, withdrawals are treated as coming first from the earnings, then, only after the income portion is exhausted, as coming from principal.

If you make a withdrawal, not only is the income portion of such a distribution subject to federal income taxation, but a 10% penalty may apply. However, the penalty does not apply to distributions:

- after the taxpayer reaches age 59 1/2;
- upon the death of the Owner;
- if the taxpayer is defined as totally disabled;
- as periodic withdrawals that are a series of substantially equal periodic payments made at least annually for the life (or life expectancy) of the taxpayer or for the joint lives (or joint life expectancies) of the taxpayer and the beneficiary;
- under an immediate annuity; or
- under certain other limited circumstances.

### ■ Taxation of Annuity Payments

Earnings from a variable annuity are taxable only upon withdrawal and are treated as ordinary income. Generally, the Code provides for the return of your investment in an annuity policy in equal tax-free amounts over the annuity payout period. Fixed annuity payment amounts may be excluded from taxable income based on the ratio of the investment in the Policy to the total expected value of annuity payments. If you elect variable annuity payments, the amount excluded from taxable income is determined by dividing the investment in the Policy by the total number of expected payments. The balance of each payment is taxable income. After you recover your investment in the Policy, any payment you receive is fully taxable. (If a variable payment is less than the excludable amount you should contact your tax adviser to determine how to report any investment not recovered.) The taxable portion of any annuity payment is taxed at ordinary income tax rates.

### ■ Taxation of Death Proceeds

A death benefit paid under the Policy is taxable income to the beneficiary. The rules on taxation of an annuity apply. Estate taxes may also apply to your estate, even if all or a portion of the benefit is subject to federal income taxes. To be treated as an annuity, a Policy must provide that: (1) if an Owner dies: (a) on or after the annuity starting date, and (b) before the entire interest in the Policy is distributed, the balance will be distributed at least as rapidly as under the method being used at the date of death, and (2) if the Owner dies before the annuity starting date, the entire interest must be distributed within five years of death. However, if an individual is designated as beneficiary, they may take distribution over their life expectancy. If distributed in a lump sum, the death benefit amount is taxed in the same manner as a full withdrawal. If the beneficiary is the surviving spouse of the Owner, it is possible to continue deferring taxes on the accrued and future income of the Policy until payments are made.

### ■ Tax Treatment of Assignments and Transfers

An assignment or pledge of an annuity Policy is treated as a withdrawal. Also, the Code (particularly for tax-qualified plans) and ERISA in some circumstances prohibit such transactions, subjecting them to income tax penalties and additional excise tax. Therefore, you should consult a competent tax adviser if you wish to assign or pledge your Policy.

### ■ Tax Treatments by Type of Owner

A Policy held by an entity other than a natural person, such as a corporation, estate or trust, usually is not treated as an annuity for federal income tax purposes unless annuity payments start within a year. The income on such a Policy is taxable in the year received or accrued by the Owner. However, this rule does not apply if the Owner is acting as an agent for an individual or is an estate that acquired the Policy as a result of the death of the decedent. Nor does it apply if the Policy is held by certain qualified plans, is held pursuant to a qualified funding trust (structured settlement plan), or if an employer purchased the Policy under a terminated qualified plan. **You should consult your tax adviser before purchasing a Policy to be owned by a non-natural person.**

### ■ Annuity Used to Fund Qualified Plan

The Policy is designed for use with various qualified plans, including:

- Tax Sheltered Annuities, Code Section 403(b);
- Individual Retirement Annuities (IRAs), Code Section 408(b);
- Simplified Employee Pension (SEP IRA), Code Section 408(k);
- Savings Incentive Match Plans for Employees (SIMPLE IRA), Code Section 408(p); and
- Roth IRAs, Code Section 408A.

The Policy will not provide additional tax deferral benefits if it is used to fund a qualified plan. However, Policy features and benefits other than tax deferral may make it an appropriate investment for a qualified plan. You should review the annuity features, including all benefits and expenses prior to purchasing a variable annuity. Tax rules for qualified plans are very complex and vary according to the type and terms of the plan, as well as individual facts and circumstances. **Each purchaser should obtain advice from a competent tax adviser prior to purchasing a Policy issued under a qualified plan.**

The Company reserves the right to limit the availability of the Policy for use with any of the plans listed above or to modify the Policy to conform to tax requirements. Some retirement plans are subject to requirements that we have not incorporated into our administrative procedures. Unless we specifically consent, we are not bound by plan requirements to the extent that they conflict with the terms of the Policy.

On July 26, 2007, the Internal Revenue Service ("IRS") published new regulations for tax sheltered annuity contracts under Internal Revenue Code Section 403(b). While most of these provisions became effective January 1, 2009, the new regulations on tax-free exchanges of contracts became effective September 24, 2007. The new 403(b) regulations allow for the exchange of annuity contracts if the plan sponsor (employer) and the contract provider (insurance company) agree to share certain information. This contrasts with prior rules, when a contract Owner (employee) and the insurer(s) could complete an exchange without directly involving the plan sponsor.

Therefore, Ameritas is suspending 403(b) exchanges (both incoming and outgoing) and 403(b) trustee-to-trustee transfers until we have an information sharing agreement with the 403(b) plan sponsors that is consistent with the new regulations. We will follow the IRS Regulations to help assure that the steps we and your plan sponsors take will maintain the tax-deferred nature of your 403(b) contract. If you must discontinue your 403(b) annuity while exchanges are suspended, you may submit paperwork to initiate a withdrawal or a rollover to an IRA or to another qualified plan, if a distributable event has occurred (such as attainment of age 59½, severance from employment, death, disability, or qualified reservist distribution and circumstances allow). Our Service Center is available to assist you with any of your contract needs.

### ▪ Tax Impact on Account Value

Certain Policy credits are treated as taxable "earnings" and not "investments" for tax purposes. Taxable earnings are considered paid out first, followed by the return of your premiums (investment amounts). In addition, taxation order generally considers the last premium withdrawn first ("last-in, first-out").

# MISCELLANEOUS

## ❑ ABOUT OUR COMPANY

Ameritas Life Insurance Corp. ("Ameritas") is responsible for providing the insurance and annuity benefits for each Policy described in this prospectus. Prior to May 1, 2007, AVLIC issued the Policy. Effective May 1, 2007, AVLIC merged with and into Ameritas ("Merger"). AVLIC was a wholly-owned subsidiary of Ameritas. On the date of the Merger, Ameritas Life Insurance Corp. acquired from AVLIC all of AVLIC's assets, and became directly liable for AVLIC's liabilities and obligations with respect to all policies issued by AVLIC then outstanding. The Merger was approved by the boards of directors of Ameritas and AVLIC. The Merger also received regulatory approval from the State of Nebraska Department of Insurance, the state of domicile of Ameritas and AVLIC. The Merger did not affect the terms of, or the rights and obligations under your Policy, other than to reflect the change to the company that guarantees your Policy benefits from AVLIC to Ameritas. The Merger also did not result in any adverse tax consequences for any Policy Owners.

Ameritas is a stock life insurance company organized under the insurance laws of the State of Nebraska, in business since 1887. We are an indirect wholly owned subsidiary of UNIFI Mutual Holding Company. Our address is 5900 "O" Street, Lincoln, Nebraska, 68510. (See the **TABLE OF CONTENTS** page of this prospectus, or the cover page or last page for information on how to contact us.) We are engaged in the business of issuing life insurance and annuities, group dental and vision insurance, retirement plans and 401(k) plans throughout the United States (except New York). The UNIFI companies are a diversified family of financial services businesses offering the above-listed products and services as well as mutual funds and other investments, financial planning, banking, and public financing.

Ameritas relies on the exemption provided by Rule 12h-7 to file reports under the Securities Exchange Act of 1934.

## ❑ DISTRIBUTION OF THE POLICIES

Ameritas Investment Corp. ("AIC"), 5900 "O" Street, Lincoln, Nebraska 68510, our majority-owned subsidiary, is the principal underwriter of the Policies. AIC enters into contracts with various broker-dealers ("Distributors") to distribute Policies. All persons selling the Policy will be registered representatives of the Distributors, and will also be licensed as insurance agents to sell variable insurance products. AIC is registered with the Securities and Exchange Commission as a broker-dealer and is a member of the Financial Industry Regulatory Authority ("FINRA"). Commissions paid to all distributors may be up to a total of 7% of premiums. We may also pay other distribution expenses, marketing support allowances, conference sponsorship fees and production incentive bonuses. The list of broker-dealers to whom we pay conference sponsorship fees (typically ranging from $5,000 to $25,000) and marketing support allowances may change from time to time, but in calendar year 2008 the list included the following firms: Cambridge Investment Research, Inc., Commonwealth Financial Network, Harbour Investments, Inc., Investacorp, Inc., Investors Capital Corp, LPL Financial Services, and Sigma Financial Corporation. These distribution expenses do not result in any additional charges under the Policy other than those described in this prospectus' **CHARGES** and **CHARGES EXPLAINED** sections.

## ❑ VOTING RIGHTS

As required by law, we will vote the Subaccount shares in the underlying portfolios at regular and special shareholder meetings of the series funds pursuant to instructions received from persons having voting interests in the underlying portfolios. The underlying portfolios may not hold routine annual shareholder meetings.

If you send us written voting instructions, we will follow your instructions in voting the portfolio shares attributable to your Policy. If you do not send us written instructions, we will vote the shares attributable to your Policy in the same proportions as we vote the shares for which we have received instructions from other Policy Owners. It is possible that a small number of Policy Owners can determine the outcome of a voting proposal. We will vote shares that we hold in the same proportions as we vote the shares for which we have received instructions from other Policy Owners.

## ❑ LEGAL PROCEEDINGS

As of the date of this Prospectus, there are no proceedings affecting the Separate Account, or that are material in relation to our total assets.

# APPENDIX A: Accumulation Unit Values

The following table shows Accumulation Unit values at the beginning and end of the periods indicated as well as the number of Accumulation Units outstanding for each Subaccount variable investment option portfolio as of the end of the periods indicated. The Separate Account's financial statements can be found in the Statement of Additional Information. (See the cover and back page to learn how to get a copy of the Statement of Additional Information).

| FUND COMPANY<br>**Subaccount** (inception date) | Year | Value ($) at Beginning of First Year Listed | Value ($) at End of Year (December 31) | Number (#) of Accumulation Units At End of Year (December 31) |
|---|---|---|---|---|
| **AIM VARIABLE INSURANCE FUNDS** | | | | |
| AIM V.I. Dynamics Fund, Series I (01/01/2001) | 2001 | 16.60 | 12.504 | 35,672 |
| | 2002 | | 8.397 | 25,142 |
| | 2003 | | 11.412 | 16,619 |
| | 2004 | | 12.755 | 14,532 |
| | 2005 | | 13.927 | 9,298 |
| | 2006 | | 15.947 | 12,190 |
| | 2007 | | 17.641 | 11,662 |
| | 2008 | | 9.032 | 8,014 |
| AIM V.I. Global Real Estate Fund, Series I (05/01/2009) | 2008 | NA | NA | NA |
| AIM V.I. International Growth Fund, Series I (05/01/2008) | 2008 | 31.91 | 19.996 | 889 |
| **THE ALGER AMERICAN FUND** | | | | |
| Alger American Balanced Portfolio, Class O (06/04/1998) | 1999 | 12.92 | 16.536 | 640,020 |
| | 2000 | | 15.789 | 168,483 |
| | 2001 | | 15.248 | 139,203 |
| | 2002 | | 13.188 | 101,108 |
| | 2003 | | 15.481 | 94,966 |
| | 2004 | | 15.962 | 67,333 |
| | 2005 | | 17.068 | 52,849 |
| | 2006 | | 17.626 | 23,735 |
| | 2007 | | 19.531 | 17,702 |
| | 2008 | | 13.142 | 11,947 |
| **AMERICAN CENTURY INVESTMENTS** | | | | |
| American Century VP Income & Growth Fund, Class I (01/01/2001) | 2001 | 6.93 | 6.386 | 115,357 |
| | 2002 | | 5.077 | 143,556 |
| | 2003 | | 6.477 | 128,272 |
| | 2004 | | 7.216 | 124,459 |
| | 2005 | | 7.446 | 108,802 |
| | 2006 | | 8.598 | 123,883 |
| | 2007 | | 8.472 | 67,531 |
| | 2008 | | 5.465 | 48,665 |
| American Century VP Mid Cap Value Fund, Class I (05/01/2008) | 2008 | 12.97 | 9.738 | 1,780 |
| **CALVERT VARIABLE SERIES, INC.** | | | | |
| Ameritas Core Strategies Portfolio (10/31/2003) | 2003 | 14.79 | 15.679 | 109,688 |
| | 2004 | | 16.711 | 84,700 |
| | 2005 | | 17.907 | 67,350 |
| | 2006 | | 21.484 | 66,263 |
| | 2007 | | 22.658 | 63,354 |
| | 2008 | | 13.314 | 43,371 |
| Ameritas MidCap Growth Portfolio (06/04/1998) | 1999 | 28.72 | 37.345 | 38,462 |
| | 2000 | | 41.454 | 9,578 |
| | 2001 | | 37.866 | 50,298 |
| | 2002 | | 26.172 | 39,743 |
| | 2003 | | 38.018 | 39,223 |
| | 2004 | | 42.513 | 27,210 |
| | 2005 | | 46.651 | 22,983 |
| | 2006 | | 50.262 | 15,286 |
| | 2007 | | 66.752 | 10,283 |
| | 2008 | | 27.984 | 6,813 |

| FUND COMPANY<br>**Subaccount** (inception date) | Year | Value ($) at Beginning of First Year Listed | Value ($) at End of Year (December 31) | Number (#) of Accumulation Units At End of Year (December 31) |
|---|---|---|---|---|
| Ameritas MidCap Value Portfolio (01/01/2001) | 2001 | 15.00 | 17.606 | 49,764 |
| | 2002 | | 14.925 | 69,885 |
| | 2003 | | 19.020 | 58,479 |
| | 2004 | | 20.477 | 48,120 |
| | 2005 | | 21.376 | 37,385 |
| | 2006 | | 23.945 | 36,319 |
| | 2007 | | 24.801 | 31,333 |
| | 2008 | | 13.662 | 17,780 |
| Ameritas Money Market Portfolio 06/04/1998) | 1999 | 1.02 | 1.058 | 16,182,931 |
| | 2000 | | 1.111 | 37,377,855 |
| | 2001 | | 1.139 | 24,155,466 |
| | 2002 | | 1.141 | 14,198,534 |
| | 2003 | | 1.136 | 4,822,061 |
| | 2004 | | 1.134 | 1,493,871 |
| | 2005 | | 1.152 | 1,285,994 |
| | 2006 | | 1.190 | 1,158,822 |
| | 2007 | | 1.233 | 1,361,890 |
| | 2008 | | 1.252 | 1,422,574 |
| Ameritas Small Capitalization Portfolio (06/04/1998) | 1999 | 43.73 | 63.754 | 10,099 |
| | 2000 | | 45.298 | 22,901 |
| | 2001 | | 32.488 | 30,085 |
| | 2002 | | 20.745 | 17,883 |
| | 2003 | | 28.409 | 16,930 |
| | 2004 | | 28.671 | 17,933 |
| | 2005 | | 29.016 | 10,021 |
| | 2006 | | 34.499 | 7,875 |
| | 2007 | | 38.031 | 9,380 |
| | 2008 | | 23.625 | 4,663 |
| Ameritas Small Company Equity Portfolio (01/01/2001) | 2001 | 15.00 | 19.620 | 29,141 |
| | 2002 | | 17.934 | 25,400 |
| | 2003 | | 24.038 | 29,442 |
| | 2004 | | 27.303 | 24,958 |
| | 2005 | | 26.410 | 15,931 |
| | 2006 | | 28.164 | 9,316 |
| | 2007 | | 28.208 | 6,588 |
| | 2008 | | 19.457 | 4,194 |
| Income Portfolio (05/01/2002) | 2002 | 15.00 | 15.865 | 36,604 |
| | 2003 | | 17.634 | 29,958 |
| | 2004 | | 18.374 | 28,539 |
| | 2005 | | 18.793 | 22,564 |
| | 2006 | | 19.470 | 33,907 |
| | 2007 | | 20.159 | 44,442 |
| | 2008 | | 17.565 | 27,874 |
| Social Balanced Portfolio (05/01/2000) | 2000 | 2.11 | 2.096 | 7,741 |
| | 2001 | | 1.923 | 61,849 |
| | 2002 | | 1.666 | 79,726 |
| | 2003 | | 1.960 | 121,579 |
| | 2004 | | 2.092 | 123,317 |
| | 2005 | | 2.180 | 133,307 |
| | 2006 | | 2.339 | 117,711 |
| | 2007 | | 2.370 | 78,174 |
| | 2008 | | 1.605 | 51,406 |
| Social Equity Portfolio (05/01/2002) | 2002 | 15.00 | 12.854 | 664 |
| | 2003 | | 15.487 | 735 |
| | 2004 | | 16.365 | 1,536 |
| | 2005 | | 16.871 | 2,095 |
| | 2006 | | 18.311 | 634 |
| | 2007 | | 19.859 | 633 |
| | 2008 | | 12.950 | 0 |

| FUND COMPANY<br>**Subaccount** (inception date) | Year | Value ($) at Beginning of First Year Listed | Value ($) at End of Year (December 31) | Number (#) of Accumulation Units At End of Year (December 31) |
|---|---|---|---|---|
| Social International Equity Portfolio (05/01/2000) | 2000 | 23.95 | 20.995 | 1,228 |
| | 2001 | | 15.574 | 9,370 |
| | 2002 | | 13.052 | 13,884 |
| | 2003 | | 16.949 | 18,725 |
| | 2004 | | 19.713 | 11,171 |
| | 2005 | | 21.373 | 15,329 |
| | 2006 | | 26.879 | 13,582 |
| | 2007 | | 27.186 | 21,427 |
| | 2008 | | 14.211 | 7,138 |
| **DREYFUS INVESTMENT PORTFOLIOS** | | | | |
| Dreyfus MidCap Stock Portfolio, Service Shares (11/01/2002) | 2002 | 12.17 | 12.020 | 0 |
| | 2003 | | 15.595 | 6,767 |
| | 2004 | | 17.566 | 5,916 |
| | 2005 | | 18.871 | 5,039 |
| | 2006 | | 20.039 | 4,796 |
| | 2007 | | 20.033 | 3,737 |
| | 2008 | | 11.764 | 1,423 |
| **DWS VARIABLE SERIES II** | | | | |
| DWS Dreman Small Mid Cap Value VIP Portfolio, Class A (05/01/2008) | 2008 | 11.39 | 7.859 | 2,214 |
| DWS Global Thematic VIP Portfolio, Class A (05/01/2008) | 2008 | 10.93 | 5.859 | 2,856 |
| **FIDELITY ® VARIABLE INSURANCE PRODUCTS** | | | | |
| Fidelity® VIP Asset Manager℠ Portfolio, Initial Class (06/04/1998) | 1999 | 18.03 | 19.757 | 78,437 |
| | 2000 | | 18.718 | 94,022 |
| | 2001 | | 17.702 | 70,547 |
| | 2002 | | 15.933 | 55,675 |
| | 2003 | | 18.536 | 56,459 |
| | 2004 | | 19.278 | 43,422 |
| | 2005 | | 19.780 | 29,832 |
| | 2006 | | 20.934 | 23,862 |
| | 2007 | | 23.843 | 19,291 |
| | 2008 | | 16.759 | 15,566 |
| Fidelity® VIP Asset Manager: Growth® Portfolio, Initial Class (06/04/1998) | 1999 | 16.92 | 19.226 | 43,640 |
| | 2000 | | 16.594 | 39,183 |
| | 2001 | | 15.153 | 34,619 |
| | 2002 | | 12.622 | 23,132 |
| | 2003 | | 15.351 | 22,123 |
| | 2004 | | 16.044 | 14,777 |
| | 2005 | | 16.437 | 11,096 |
| | 2006 | | 17.342 | 10,486 |
| | 2007 | | 20.344 | 9,090 |
| | 2008 | | 12.877 | 11,791 |
| Fidelity® VIP Contrafund® Portfolio, Initial Class (06/04/1998) | 1999 | 24.73 | 29.747 | 103,052 |
| | 2000 | | 27.392 | 150,751 |
| | 2001 | | 23.702 | 99,481 |
| | 2002 | | 21.188 | 93,824 |
| | 2003 | | 26.842 | 95,374 |
| | 2004 | | 30.565 | 99,346 |
| | 2005 | | 35.248 | 96,269 |
| | 2006 | | 38.833 | 79,167 |
| | 2007 | | 45.028 | 63,367 |
| | 2008 | | 25.524 | 41,778 |
| Fidelity® VIP Equity-Income Portfolio, Initial Class (06/04/1998) | 1999 | 25.25 | 26.477 | 77,484 |
| | 2000 | | 28.390 | 90,776 |
| | 2001 | | 26.532 | 98,409 |
| | 2002 | | 21.729 | 102,951 |
| | 2003 | | 27.926 | 86,692 |
| | 2004 | | 30.713 | 78,119 |
| | 2005 | | 32.065 | 71,441 |
| | 2006 | | 38.008 | 70,291 |
| | 2007 | | 38.051 | 57,766 |
| | 2008 | | 21.517 | 36,527 |

| FUND COMPANY<br>**Subaccount** (inception date) | Year | Value ($) at Beginning of First Year Listed | Value ($) at End of Year (December 31) | Number (#) of Accumulation Units At End of Year (December 31) |
|---|---|---|---|---|
| Fidelity® VIP Growth Portfolio, Initial Class (06/04/1998) | 1999 | 44.57 | 60.420 | 72,392 |
| | 2000 | | 53.036 | 88,193 |
| | 2001 | | 43.061 | 92,109 |
| | 2002 | | 29.676 | 67,716 |
| | 2003 | | 38.877 | 68,914 |
| | 2004 | | 39.631 | 56,846 |
| | 2005 | | 41.350 | 39,218 |
| | 2006 | | 43.571 | 27,586 |
| | 2007 | | 54.549 | 18,766 |
| | 2008 | | 28.418 | 13,459 |
| Fidelity® VIP High Income Portfolio, Initial Class (06/04/1998) | 1999 | 11.45 | 12.208 | 140,651 |
| | 2000 | | 9.325 | 284,177 |
| | 2001 | | 8.115 | 229,812 |
| | 2002 | | 8.278 | 348,930 |
| | 2003 | | 10.390 | 428,138 |
| | 2004 | | 11.228 | 283,988 |
| | 2005 | | 11.372 | 215,821 |
| | 2006 | | 12.475 | 92,168 |
| | 2007 | | 12.644 | 66,643 |
| | 2008 | | 9.353 | 49,787 |
| Fidelity® VIP Investment Grade Bond Portfolio, Initial Class (06/04/1998) | 1999 | 12.87 | 12.562 | 109,055 |
| | 2000 | | 13.780 | 164,901 |
| | 2001 | | 14.739 | 250,328 |
| | 2002 | | 16.039 | 266,698 |
| | 2003 | | 16.640 | 206,644 |
| | 2004 | | 17.140 | 162,946 |
| | 2005 | | 17.273 | 148,061 |
| | 2006 | | 17.775 | 95,936 |
| | 2007 | | 18.289 | 84,896 |
| | 2008 | | 17.449 | 60,776 |
| Fidelity® VIP Mid Cap Portfolio, Initial Class (05/01/2009) | 2008 | NA | NA | NA |
| Fidelity® VIP Overseas Portfolio, Initial Class (06/04/1998) | 1999 | 20.87 | 28.093 | 15,504 |
| | 2000 | | 22.195 | 62,007 |
| | 2001 | | 17.237 | 61,063 |
| | 2002 | | 13.547 | 46,156 |
| | 2003 | | 19.152 | 34,281 |
| | 2004 | | 21.461 | 40,765 |
| | 2005 | | 25.196 | 38,838 |
| | 2006 | | 29.340 | 45,434 |
| | 2007 | | 33.939 | 39,545 |
| | 2008 | | 18.806 | 23,233 |
| **MFS ® VARIABLE INSURANCE TRUST℠** | | | | |
| MFS® VIT New Discovery Series, Initial Class (01/01/1999) | 1999 | 12.44 | 17.555 | 3,860 |
| | 2000 | | 16.966 | 49,990 |
| | 2001 | | 15.889 | 56,556 |
| | 2002 | | 10.711 | 40,210 |
| | 2003 | | 14.124 | 40,699 |
| | 2004 | | 14.836 | 35,081 |
| | 2005 | | 15.398 | 24,912 |
| | 2006 | | 17.192 | 20,285 |
| | 2007 | | 17.379 | 10,405 |
| | 2008 | | 10.397 | 7,911 |
| MFS® VIT Research International Series, Initial Class (05/01/2008) | 2008 | 15.06 | 8.807 | 9,420 |
| MFS® VIT Strategic Income Series, Initial Class (06/04/1998) | 1999 | 10.44 | 10.443 | 14,810 |
| | 2000 | | 10.803 | 19,632 |
| | 2001 | | 11.159 | 23,453 |
| | 2002 | | 11.930 | 40,674 |
| | 2003 | | 12.986 | 38,004 |
| | 2004 | | 13.796 | 33,791 |
| | 2005 | | 13.862 | 26,494 |
| | 2006 | | 14.582 | 24,190 |
| | 2007 | | 14.909 | 16,184 |
| | 2008 | | 12.932 | 19,795 |

| FUND COMPANY<br>**Subaccount** (inception date) | Year | Value ($) at Beginning of First Year Listed | Value ($) at End of Year (December 31) | Number (#) of Accumulation Units At End of Year (December 31) |
|---|---|---|---|---|
| MFS® VIT Total Return Series, Initial Class (05/01/2008) | 2008 | 19.48 | 15.303 | 1,210 |
| MFS® VIT Utilities Series, Initial Class (06/04/1998) | 1999 | 25.40 | 25.397 | 68,837 |
| | 2000 | | 26.816 | 111,932 |
| | 2001 | | 20.040 | 88,542 |
| | 2002 | | 15.264 | 56,796 |
| | 2003 | | 20.456 | 47,535 |
| | 2004 | | 26.263 | 39,493 |
| | 2005 | | 30.261 | 38,401 |
| | 2006 | | 39.173 | 23,793 |
| | 2007 | | 49.403 | 19,874 |
| | 2008 | | 30.364 | 12,571 |
| **NEUBERGER BERMAN ADVISORS MANAGEMENT TRUST** | | | | |
| Neuberger Berman AMT Regency Portfolio, Class I (05/01/08) | 2008 | 15.76 | 8.60 | 0 |
| **PIMCO VARIABLE INSURANCE TRUST** | | | | |
| PIMCO Total Return Portfolio, Administrative Class (05/01/2009) | 2008 | NA | N/A | N/A |
| **SUMMIT MUTUAL FUNDS, INC.** | | | | |
| Summit EAFE International Index Portfolio, Class I (05/01/2008) | 2008 | 96.70 | 57.715 | 278 |
| Summit Inflation Protected Plus Portfolio (05/01/2008) | 2008 | 53.97 | 50.681 | 1,903 |
| Summit Lifestyle ETF Market Strategy Aggressive Portfolio (05/01/2008) | 2008 | 50.69 | 36.34 | 0 |
| Summit Lifestyle ETF Market Strategy Conservative Portfolio (05/01/2008) | 2008 | 51.47 | 44.207 | 4,040 |
| Summit Lifestyle ETF Market Strategy Target Portfolio (05/01/2008) | 2008 | 51.99 | 38.51 | 0 |
| Summit Nasdaq-100 Index Portfolio (01/01/2001) | 2001 | 6.06 | 4.400 | 43,695 |
| | 2002 | | 2.711 | 61,463 |
| | 2003 | | 3.974 | 51,531 |
| | 2004 | | 4.314 | 58,076 |
| | 2005 | | 4.309 | 50,829 |
| | 2006 | | 4.533 | 17,866 |
| | 2007 | | 5.297 | 31,310 |
| | 2008 | | 3.035 | 29,411 |
| Summit Natural Resources Portfolio (05/01/2008) | 2008 | 64.98 | 36.157 | 797 |
| Summit Russell 2000 Small Cap Index Portfolio, Class I (01/01/2001) | 2001 | 9.57 | 9.590 | 4,044 |
| | 2002 | | 7.466 | 18,431 |
| | 2003 | | 10.765 | 24,190 |
| | 2004 | | 12.494 | 19,684 |
| | 2005 | | 12.816 | 20,379 |
| | 2006 | | 14.864 | 21,174 |
| | 2007 | | 14.334 | 15,068 |
| | 2008 | | 9.334 | 12,711 |
| Summit S&P 500 Index Portfolio (12/12/2008) | 2008 | 57.79 | 59.375 | 11,312 |
| Summit S&P MidCap 400 Index Portfolio, Class I (01/01/2001) | 2001 | 11.40 | 11.623 | 7,059 |
| | 2002 | | 9.726 | 17,261 |
| | 2003 | | 12.923 | 22,428 |
| | 2004 | | 14.752 | 22,765 |
| | 2005 | | 16.286 | 26,234 |
| | 2006 | | 17.622 | 18,092 |
| | 2007 | | 18.659 | 13,671 |
| | 2008 | | 11.659 | 9,358 |
| Summit Zenith Portfolio (12/12/2008) | 2008 | 48.44 | 49.785 | 17,253 |
| **T. ROWE PRICE EQUITY SERIES, INC.** | | | | |
| T. Rowe Price Blue Chip Portfolio-II (05/01/2008) | 2008 | 11.00 | 6.650 | 11,535 |
| **THIRD AVENUE** | | | | |
| Third Avenue Value Portfolio (01/01/2001) | 2001 | 14.82 | 17.063 | 53,655 |
| | 2002 | | 15.022 | 75,858 |
| | 2003 | | 21.114 | 101,347 |
| | 2004 | | 24.963 | 82,779 |
| | 2005 | | 28.219 | 77,125 |
| | 2006 | | 32.220 | 68,481 |
| | 2007 | | 30.244 | 51,168 |
| | 2008 | | 16.803 | 39,567 |

| FUND COMPANY<br>**Subaccount** (inception date) | Year | Value ($) at Beginning of First Year Listed | Value ($) at End of Year (December 31) | Number (#) of Accumulation Units At End of Year (December 31) |
|---|---|---|---|---|
| **THE UNIVERSAL INSTITUTIONAL FUNDS, INC.** | | | | |
| UIF Emerging Markets Equity Portfolio, Class I (06/04/1998) | 1999 | 8.69 | 13.711 | 33,395 |
| | 2000 | | 8.218 | 30,841 |
| | 2001 | | 7.577 | 24,083 |
| | 2002 | | 6.806 | 17,485 |
| | 2003 | | 10.044 | 25,790 |
| | 2004 | | 12.194 | 17,310 |
| | 2005 | | 16.097 | 36,347 |
| | 2006 | | 21.770 | 40,575 |
| | 2007 | | 30.151 | 29,396 |
| | 2008 | | 12.896 | 15,672 |
| UIF Global Value Equity Portfolio, Class I (06/04/1998) | 1999 | 13.19 | 13.536 | 26,468 |
| | 2000 | | 14.878 | 34,350 |
| | 2001 | | 13.638 | 33,669 |
| | 2002 | | 11.179 | 39,883 |
| | 2003 | | 14.217 | 38,445 |
| | 2004 | | 15.917 | 24,976 |
| | 2005 | | 16.613 | 20,376 |
| | 2006 | | 19.857 | 18,409 |
| | 2007 | | 20.880 | 19,599 |
| | 2008 | | 12.324 | 12,541 |
| UIF International Magnum Portfolio, Class I (06/04/1998) | 1999 | 13.81 | 13.811 | 11,561 |
| | 2000 | | 11.907 | 17,441 |
| | 2001 | | 9.470 | 16,381 |
| | 2002 | | 7.764 | 18,223 |
| | 2003 | | 9.755 | 19,922 |
| | 2004 | | 11.292 | 18,810 |
| | 2005 | | 12.369 | 19,741 |
| | 2006 | | 15.263 | 16,217 |
| | 2007 | | 17.246 | 29,098 |
| | 2008 | | 9.417 | 13,349 |
| UIF U.S. Real Estate Portfolio, Class I (06/04/1998) | 1999 | 9.97 | 9.691 | 3,700 |
| | 2000 | | 12.356 | 29,262 |
| | 2001 | | 13.384 | 19,780 |
| | 2002 | | 13.096 | 32,312 |
| | 2003 | | 17.760 | 35,659 |
| | 2004 | | 23.887 | 34,577 |
| | 2005 | | 27.573 | 24,923 |
| | 2006 | | 37.538 | 23,960 |
| | 2007 | | 30.696 | 14,014 |
| | 2008 | | 18.798 | 17,348 |

# APPENDIX B: Tax-Qualified Plan Disclosures

Disclosure Summary for IRA, SEP IRA, SIMPLE IRA, and Roth IRA plans ..... Page B: 1
Disclosure Summary for 403(b) Tax Sheltered Annuity plan ..... Page B: 7

| DISCLOSURE SUMMARY<br><br>**AMERITAS LIFE INSURANCE CORP.** | For annuity policies issued as a:<br>■ **Regular IRA**<br>■ **SEP IRA**<br>■ **SIMPLE IRA**<br>■ **Roth IRA** |
|---|---|

The Internal Revenue Service (IRS) requires us to provide you this disclosure statement. This Disclosure Statement explains the rules governing your Individual Retirement Account (IRA). The disclosure reflects our current understanding of the law, but for personal tax advice you should consult a lawyer or other licensed tax expert to learn how the applicable tax laws apply to your situation. This Disclosure Summary is **NOT** intended as, nor does it constitute, legal or tax advice. For further information about IRAs, contact any district office of the IRS, or consult IRS Publication 590: Individual Retirement Arrangements.

If you have any questions about your Policy, please contact us at the address and telephone number shown below.

## YOUR RIGHT TO CANCEL

You may cancel your IRA within seven days after the date you receive this disclosure statement. To revoke your plan and receive a refund for the amount paid for your IRA, you must send a signed and dated written notice to cancel your Policy no later than the seventh day after issuance to us at:

Ameritas Life Insurance Corp.
Service Center, Attn: Annuity Service Team
P.O. Box 82550
Lincoln, NE 68501
Telephone 1-800-745-1112

Your revocation will be effective on the date of the postmark (or certification or registration, if applicable), if sent by United States mail, properly addressed and by first class postage prepaid. After seven days following receipt of this Disclosure Statement, you cannot cancel.

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## PROVISIONS OF IRA LAW

This disclosure is applicable when our variable annuity Policy is used for a Regular IRA, Spousal IRA, Rollover IRA, or a Roth IRA. Additionally, this disclosure provides basic information for when our variable annuity Policy is used for a Simplified Employee Pension (SEP)-IRA, or Savings Incentive Match Plan for Employees (SIMPLE)-IRA. **A separate Policy must be purchased for each individual under each arrangement/plan.** While Internal Revenue Code ("IRC") provisions for IRAs are similar for all such arrangements/plans, certain differences are set forth below.

### REGULAR IRA

***Eligibility***

You are eligible to establish a Regular IRA if you are younger than age 70½ and if, at any time during the year, you are an employee or self-employed and receive compensation or earned income that is includible in your gross income. Your spouse may also establish a "spousal IRA" that you may contribute to out of your compensation or earned income for any year before the year in which your spouse reaches age 70½. To contribute to a spousal IRA, you and your spouse must file a joint tax return for the taxable year.

Additionally, regardless of your age, you may transfer funds from another IRA or certain qualified plans to a "Rollover IRA," which is described below.

**Annual Contribution Limits**

You may make annual contributions to a Regular IRA of up to the Annual Contribution Limit ($3,000 for 2004, $4,000 for 2005 through 2007, and $5,000 in 2008 and 2009), or 100% of your earned income (compensation), whichever is less. If you are age 50 or older, the Annual Contribution Limits are increased by $500 per year through 2005 and $1,000 per year thereafter, so long as your earned income or compensation is greater than the Annual Contribution Limit. Beginning after 2009, the Annual Contribution Limits will be increased by the IRS to reflect inflation.

If you and your spouse both work and have compensation that is includible in your gross income, each of you can

annually contribute to a separate Regular IRA up to the lesser of the Annual Contribution Limit or 100% of your compensation or earned income. However, if one spouse earns less than the Annual Contribution limit, but both spouses together earn at least twice the Annual Contribution Limit, it may be advantageous to use the spousal IRA. The total contributions to both IRAs may not exceed the lesser of twice the Annual Contribution Limit or 100% of you and your spouse's combined compensation or earned income.

The combined limit on contributions to both Regular and Roth IRAs for a single calendar year for you may not exceed the Annual Contribution Limit (or twice the Annual Contribution Limit for a couple filing jointly).

Distributions from another IRA or certain other qualified plans may be "rolled over" into a Regular IRA and such rollover contributions are not limited by this annual maximum.

Contributions must be made by the due date, not including extensions, for filing your tax return. **A contribution made between January 1 and the filing due date for your return must be submitted with written direction that it is being made for the prior tax year or it will be treated as made for the current tax year.**

The amount of permissible contributions may or may not be tax-deductible depending on whether you are an active participant in an employer sponsored retirement plan and whether your adjusted gross income ("AGI") is above the phase-out level.

**Deductibility of Contributions**
Contributions made for the tax year are fully deductible if neither you nor your spouse (if married) is an active participant in an employer-sponsored retirement plan (including qualified pension, profit sharing, stock bonus, 401(k), or 403(b) plans, SEP plans, SIMPLE IRA, SIMPLE 401(k) plans, and certain governmental plans for any part of such year.

If you are an active participant in an employer sponsored retirement plan you may make deductible contributions if your Adjusted Gross Income (AGI) is below a threshold level of income. For single taxpayers and married taxpayers (who are filing jointly and are both active participants) the available deduction is reduced proportionately over a phaseout range. If you are married and an active participant in an employer retirement plan, but file a separate tax return from your spouse, your deduction is phased out between $0 and $10,000 of AGI.

Active participants with income above the phaseout range are not entitled to an IRA deduction. The phaseout limits are scheduled to increase as follows:

| | Married Filing Jointly | Single/Head of Household |
|---|---|---|
| Year | AGI | AGI |
| 2004 | $65,000 - $ 75,000 | $45,000 - $55,000 |
| 2005 | $70,000 - $ 80,000 | $50,000 - $60,000 |
| 2006 | $75,000 - $ 85,000 | $50,000 - $60,000 |
| 2007 | $80,000 - $100,000 | $50,000 - $60,000 |
| 2008 | $85,000 - $105,000 | $53,000 - $63,000 |
| 2009 | $89,000 - $109,000 | $55,000 - $65,000 |

If you are not an active participant in an employer sponsored plan, but your spouse is an active participant, you may take a full deduction for your IRA contribution (other than to a Roth IRA) if your AGI is below $166,000; the maximum deductible contribution for you is phased out at AGIs between $166,000 and $176,000.

Even if you will not be able to deduct the full amount of your Regular IRA contribution, you can still contribute up to the Annual Contribution Limit with all or part of the contribution being non-deductible. The combined total must not exceed your Annual Contribution Limit. Any earnings on all your Regular IRA contributions accumulate tax-free until you withdraw them.

**Excess Contributions**
If you contribute in excess of the maximum contribution limit allowed in any year, the excess contribution could be subject to a 6% excise tax. The excess is taxed in the year the excess contribution is made and each year that the excess remains in your Regular IRA.

If you should contribute more than the maximum amount allowed, you can eliminate the excess contribution as follows:

You may withdraw the excess contribution and net earnings attributable to it before the due date for filing your federal income tax in the year the excess contribution was made. Any earnings so distributed will be taxable in the year for which the contribution was made and may be subject to the 10% premature distribution tax**.**

If you elect not to withdraw an excess contribution, you may apply the excess against the contribution limits in a later year. This is allowed to the extent you under-contribute in the later year. The 6% excise tax will be imposed in the year you make the excess contribution and each subsequent year, until eliminated. To the extent an excess contribution is absorbed in a subsequent year by contributing less than the maximum deduction allowable for that year, the amount absorbed will be deductible in the year applied (provided you are eligible to take a deduction).

**Distributions From Your Regular IRA During Your Life**
You may take distributions from your Regular IRA at any time. However, there is a 10% premature distribution tax on the amount includible in your gross income distributed prior to you attaining age 59½, unless: (1) the distributions made to a beneficiary on or after the Owner's death; (2) distribution is made because of your death or permanent disability; (3) the distribution is part of a series of

substantially equal periodic payments (made at least annually) that do not exceed the life expectancy of you and your designated beneficiary; (4) the distribution is made for medical expenses which exceed 7.5% of your adjusted gross income; (5) the distribution is made to purchase health insurance for the individual and/or his or her spouse and dependents if he or she: (a) has received unemployment compensation for 12 consecutive weeks or more; (b) the distributions are made during the tax year that the unemployment compensation is paid or the following tax year; and (c) the individual has not been re-employed for 60 days or more; (6) the distribution is made for certain qualified higher education expenses of the taxpayer, the taxpayer's spouse, or any child or grandchild of the taxpayer or the taxpayer's spouse; (7) the distribution is made for the qualified first-time home buyer expenses (up to a lifetime maximum of $10,000) incurred by you or your spouse or a child, grandchild, parent or grandparent of you or your spouse; or (8) distributions to satisfy a levy issued by the IRS. Generally, the part of a distribution attributable to non-deductible contributions is not includable in income and is not subject to the 10% penalty.

When you reach age 70½ you must elect to receive Required Minimum Distributions no later than April 1 following the year in which you reach age 70½ whether or not you have retired (Required Distribution Date). (Note: IRA Owners working beyond age 70½ are not permitted to delay distributions until after retirement.) You may satisfy the Required Minimum Distribution requirements by electing to receive either systematic payments or one lump sum of all the funds. If you elect systematic payments, there is a minimum amount which you must withdraw by the Required Distribution Date and by each December 31 thereafter. You should consult with your own tax or financial adviser with regard to the calculation of the amount of your minimum distribution each year to make sure this requirement is met. *

**Distributions From Your Regular IRA After Your Death**

If you die before all the funds in your Regular IRA have been distributed, the remaining funds will be distributed to your designated beneficiary as required below and as selected by such beneficiary.

If you die before the Required Distribution Date, your designated beneficiary must withdraw the funds remaining as follows: 1) distributed no later than December 31 of the calendar year in which the fifth anniversary of your death occurs; or 2) distributed over the life or life expectancy of the named beneficiary and must begin on or before December 31 of the calendar year following the year of your death. However, if the named beneficiary is your spouse; payments must begin before December 31 of the calendar year in which you would have reached age 70½. If you did not designate a proper beneficiary, the funds remaining shall be distributed within five years after your death.

If you die after Required Minimum Distribution payments have begun, the remaining amount of your Regular IRA, your designated beneficiary must select to have the funds distributed over the longer of 1) the beneficiary's life expectancy or 2) your remaining life expectancy beginning no later than December 31 of the calendar year following the year of your death. If you do not designate a proper beneficiary, your interest is distributed over your remaining life expectancy.

Your surviving spouse, if the sole beneficiary, may elect to treat your Regular IRA as his or her own Regular IRA. *

**Tax Consequences**

Amounts paid to you or your beneficiary from your Regular IRA are taxable as ordinary income, except that you recover your nondeductible Regular IRA contributions tax-free.

If a minimum distribution is not made from your IRA for a tax year in which it is required, the excess of the amount that should have been distributed over the amount that was actually distributed is subject to an excise tax of 50%.

**Rollovers**

Under certain circumstances, you, your spouse, or your former spouse (pursuant to a qualified domestic relations order) may roll over all or a portion of your distribution from another Regular IRA, a 401(a) qualified retirement plan, 401(k) plan, 403(b) plan, governmental 457plan, or SIMPLE plan into a Regular IRA. Such an event is called a Rollover and is a method for accomplishing continued tax deferral on otherwise taxable distributions from said plans. Rollover contributions are not subject to the contribution limits on Regular IRA contributions, but also are not tax deductible.

There are two ways to make a Rollover to your IRA:

1. **Participant Rollovers** are accomplished by contributing part or all of the eligible distribution (which includes amounts withheld for federal income tax purposes) to your new IRA within 60 days following receipt of the distribution. Participant Rollover amounts are subject to a mandatory 20% federal income tax withholding except Participant Rollovers from another Regular IRA. Regular IRA to Regular IRA Rollovers are limited to one per distributing plan per 12 month period. However, you may transfer Regular IRA assets to another Regular IRA (where you do not directly receive a distribution) and such transfers are not subject to this limitation. Distributions from a SIMPLE IRA may not be rolled over or transferred to an IRA (which isn't a SIMPLE IRA) during the 2-year period following the date you first participate in any SIMPLE Plan maintained by your employer.

* Note: Required minimum distributions ("RMD") from IRAs are waived for the calendar year 2009, because of tax law changes signed into law December 23, 2008 (the Workers, Retiree and Employer Recovery Act of 2008). See IRS Notice 2009-9 or your tax adviser for more information.

2. **Direct Rollovers** are made by instructing the plan trustee, custodian, or issuer to pay the eligible portion of your distribution directly to the trustee, custodian or issuer of the receiving IRA. Direct Rollover amounts are not subject to mandatory federal income tax withholding.

Certain distributions are **not** considered to be eligible for Rollover and include:

a. distributions which are part of a series of substantially equal periodic payments (made at least annually) for 10 years or more;
b. required minimum distributions made during or after the year you reach age 70½;
c. any hardship distributions made under the terms of the plan; and
d. amounts in excess of the cash (except for certain loan offset amounts) or in excess of the proceeds from the sale of property distributed.

Under certain circumstances, you may roll over all or a portion of your eligible distribution from your Regular IRA to a 401(a) qualified retirement plan, 401(k) plan, 403(b) plan, or governmental 457 (No Regular IRA Rollovers to Simple IRAs are allowed). However, you may not roll after-tax contributions from your Regular IRA to a 401(a), 401(k) plan, 403(b) plan, or governmental 457 plan.

**For rules applicable to rollovers or transfers to Roth IRAs, see the paragraphs on Roth IRA, next page.**

**SEP IRA**

A SEP Plan allows self-employed people and small business Owners to establish SEP IRAs for the business owner and eligible employees, if any. SEP IRAs have specific eligibility and contribution limits (as described in IRS form 5305-SEP); otherwise SEP IRAs follow the same rules as Regular IRAs. **

**SIMPLE IRA**

SIMPLE IRAs operate in connection with a SIMPLE Plan maintained by an eligible employer. Each participating employee has a SIMPLE IRA to receive under the plan. SIMPLE IRAs have specific eligibility, contribution, and tax-withdrawal penalties (as described in IRS form 5304-SIMPLE); otherwise, SIMPLE IRAs follow the same rules as Regular IRAs. **

**ROTH IRA**

***Eligibility***

You are eligible to make annual contributions to a Roth IRA if you receive compensation from employment, earnings from self-employment, or alimony, and your (and your spouse's) AGI is within the limits described below. Also, you may contribute to a different Roth IRA, established by your spouse (spousal Roth IRA), out of your compensation or earned income for any year. Unlike Regular IRAs, if eligible, you may contribute to a Roth IRA even after age 70½.

**Limit on Annual Contributions**

You can make annual contributions to a Roth IRA of up to the Annual Contribution Limit or 100% of your compensation or earned income, whichever is less, subject to the limitations below. The Annual Contribution Limit is $3,000 for 2004, $4,000 for 2005 through 2007, and $5,000 thereafter. If you are age 50 or older, the Annual Contribution Limits are increased by $500 per year through 2005 and $1,000 per year thereafter, so long as your earned income or compensation is greater than the Annual Contribution Limit. Beginning after 2009, the Annual Contribution Limits will be increased by the IRS to reflect inflation.

If each spouse earns at least the Annual Contribution Limit, each may make the maximum contribution to his or her Roth IRA, subject to the limitations discussed below. However, if one spouse earns less than the Annual Contribution Limit, but both spouses together earn at least twice the Annual Contribution Limit, it may be advantageous to use the spousal Roth IRA. The total contributions to both Roth IRAs may not exceed the lesser of twice the Annual Contribution Limit or 100% of you and your spouse's combined compensation or earned income.

The Annual Contribution Limit is the maximum that can be contributed to all IRAs (Roth and Regular) by an individual in a year. The maximum amount that may be contributed to your Roth IRA is always reduced by any amount that you have contributed to your Regular IRAs for the year.

The maximum amount you or your spouse may contribute to a Roth IRA is limited based on your tax filing status and your (and your spouse's) AGI. You may contribute the maximum contribution to your Roth IRA if you are single and your AGI is less than $105,000. Your ability to contribute to your Roth IRA is phased out at $120,000. You may contribute the maximum contribution to your Roth IRA if you are married filing jointly and your AGI is less than $166,000. Your ability to contribute to your Roth IRA is phased out at $176,000.

Roth IRA contributions must be made by the due date, not including extensions, for filing your tax return. **A contribution made between January 1 and the filing due date for your return, must be submitted with written direction that it is being made for the prior tax year or it will be treated as made for the current tax year.**

**Deductibility of Contributions**

Unlike a Regular IRA, contributions to your Roth IRA are not deductible.

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** See Note, page B:3.

**Excess Contributions**
If you contribute in excess of the maximum contribution limit allowed in any year, the excess contribution could be subject to a 6% excise tax. The excess is taxed in the year the excess contribution is made and each year that the excess remains in your Roth IRA.

If you should contribute more than the maximum amount allowed, you can eliminate the excess contribution as follows:

- You may withdraw the excess contribution and net earnings attributable to it before the due date for filing your federal income tax in the year the excess contribution was made. Any earnings so distributed will be taxable in the year for which the contribution was made and may be subject to the 10% premature distribution tax**.**
- If you elect not to withdraw an excess contribution, you may apply the excess against the contribution limits in a later year. This is allowed to the extent you under-contribute in the later year. The 6% excise tax will be imposed in the year you make the excess contribution and each subsequent year, until eliminated. To the extent an excess contribution is absorbed in a subsequent year by contributing less than the maximum deduction allowable for that year, the amount absorbed will be deductible in the year applied (provided you are eligible to take a deduction).

**Tax on Withdrawals From Your Roth IRA**
You can make withdrawals from your Roth IRA at any time and the principal amounts that you contributed are always available to be withdrawn by you tax-free. Withdrawal of amounts considered earnings or growth will also be tax-free if the following requirements are met: 1) the withdrawal must satisfy the five-year holding period and be made either on or after you reach 59½, due to your death or disability, or for qualified first-time homebuyer expenses.

If the requirements for a tax-free withdrawal are not met, a withdrawal consisting of your own prior contribution amounts for your Roth IRA will not be considered taxable in the year you receive it, nor will the 10% penalty apply. A non-qualified withdrawal that is considered earnings on your contributions is includible in your gross income and may be subject to the 10% withdrawal penalty. Also, the 10% premature distribution penalty tax may apply to conversion amounts distributed even though they are not includable in income, if the distribution is made within the 5-taxable-year period beginning on the first day of the individual's taxable year in which the conversion contribution was made.

**Required Payments From Your Roth IRA**
Unlike a Regular IRA, while you are living, there are no distribution requirements for your Roth IRA.

After your death, if you have begun to receive distributions under an annuity option (not including an interest only option), the remaining Policy value will continue to be distributed to your designated beneficiary according to the terms of the elected options, provided that method satisfies IRC requirements.

If you die before your entire interest in the Policy is distributed, your entire interest in your Roth IRA generally must be distributed no later than the end of the fifth calendar year after your death occurs ("five-year payout rule"). Your designated beneficiary may elect to receive distributions over a period not longer than his or her life expectancy, if the election is made and distributions begin on or before the end of the year following the year of your death. Otherwise, the entire benefit must be paid under the five-year payout rule. ***

If the designated beneficiary is your surviving spouse, the spouse may elect to treat the Roth IRA as his or her own.

**Rollovers and Conversions**
You may roll over any amount from an existing Roth IRA to another Roth IRA. Under certain circumstances, you may also convert an existing Regular IRA to a Roth IRA. You can roll over distributions from a Regular IRA to a Roth IRA if your AGI is $100,000 or less and you convert such amounts within 60 days after distribution. Note that contributions to a Roth IRA are not deductible and income limits apply. There may be additional income tax consequences upon such a conversion. You will have excess contributions if the amount you convert to a Roth IRA plus your contributions to all of your IRAs exceed your IRA contribution limits for the year. To avoid the 6% excise tax on excess contributions, you must withdraw the excess contributions plus earnings before your tax return due date or recharacterize the contribution, if permitted. **Consult your financial adviser to determine other considerations when converting a Regular IRA to a Roth IRA.**

**Recharacterization**
You may correct an IRA contribution or conversion by recharacterizing your contribution or conversion. For example, you may have converted from a Regular IRA to a Roth IRA and learn later you were not eligible to make the conversion. You may accomplish a recharacterization by making a trustee-to-trustee transfer (including any net income attributable to the contribution) from the first IRA to the second IRA, on or before your tax return due date for reporting the contribution to the first IRA. Once the transfer is made, the election is irrevocable. Recharacterizing a contribution treats it as contributed to the second IRA on the same date as initially contributed to the first IRA. If you elect to recharacterize a contribution, you must report it on your Federal income tax return as made to the second IRA, instead of the first. **Consult your tax adviser before recharacterizing a contribution.**

*** See Note, page B:3.

## GENERAL INFORMATION AND RESTRICTIONS FOR ALL IRAS

**Lump Sum Distribution**
If you decide to receive the entire value of your IRA Plan in one lump sum, the full amount is taxable when received (except as to non-deductible contributions to a Regular IRA or to a Roth IRA, or "qualified distributions" from a Roth IRA), and is not eligible for the special 5 or 10 year averaging tax rules under IRC Section 402 on lump sum distributions which may be available for other types of Qualified Retirement Plans

**Nontransferability**
You may not transfer, assign or sell your IRA to anyone (except in the case of transfer incident to divorce).

**Nonforfeitability**
The value of your IRA belongs to you at all times, without risk of forfeiture.

**Loans and Prohibited Transactions**
If you engage in a so-called prohibited transaction as defined by the Internal Revenue Code, your IRA will be disqualified and the entire taxable balance in your Regular IRA account, and the amount of earnings or gains in your Roth IRA account, will be taxed as ordinary income in the year of the transaction. You may also have to pay the 10% penalty tax. For example, IRAs do not permit loans. You may not borrow from your IRA (including Roth IRAs) or pledge it as security for a loan. A loan would disqualify your entire IRA and be treated as a distribution. It would be includable in your taxable income in the year of violation and subject to the 10% penalty tax on premature distributions. A pledge of your IRA as security for a loan would cause a constructive distribution of the portion pledged and also be subject to the 10% penalty tax.

**Financial Disclosure**
Contributions to your IRA will be invested in a variable annuity Policy. The variable annuity Policy, its operation, and all related fees and expenses are explained in detail in the prospectus to which this Disclosure Statement is attached.

Growth in the value of your variable annuity Policy IRA cannot be guaranteed or projected. The income and expenses of your variable annuity Policy will affect the value of your IRA. Dividends from net income earned are reduced by investment advisory fees and also by certain other costs. For an explanation of these fees and other costs, please refer to your prospectus.

## STATUS OF OUR IRA PLAN

We may, but are not obligated to, seek IRS approval of your Regular IRA or Roth IRA form. Approval by the IRS is optional to us as the issuer. Approval by the IRS is to form only and does not represent a determination of the merits of the Regular IRA or Roth IRA.

The Policy may be purchased by you or your employer as part of a retirement plan under Internal Revenue Code (IRC) Section 403(b). This section provides a summary of benefits afforded a tax-qualified retirement plan under IRC 403(b), and the prospectus' **CHARGES** and **CHARGES EXPLAINED** sections describe applicable costs. You should refer to the Policy and Riders for a full description of the benefits and charges of purchasing the Policy for an IRC 403(b) plan.

**CONTRIBUTIONS**

Contributions under the Policy must be remitted by the employer. You may, with our agreement, (i) transfer to the Policy any amount held under a contract or account that meets the requirements of IRC Section 403(b) ("Transferred Funds"), or (ii) roll over contributions from a contract or account that meets the requirements of IRC Sections 403(b) or 408(d)(3)(A)(iii). If you make a transfer as described in (i) above, you must tell us the portion, if any, of the Transferred Funds which are (a) exempt from the payment restrictions described below and (b) eligible for delayed distribution under the Required Minimum Distribution provision below. If you do not tell us, then we will treat all such amounts as being subject to the applicable tax restrictions. Any Transferred Funds from a contract not issued by us will be reduced by the amount of any tax charge that applies, as we determine.

Contributions to the Policy are limited to your exclusion allowance for the year computed as required by IRC Sections 403(b), 415, and 402(g), which is $16,500 for 2009. Unless this Policy is purchased under an ERISA Plan and "employer contributions" may be made, all contributions are made by your employer under a salary reduction agreement you enter into with your employer. Your salary reduction contributions are "elective deferrals" and cannot exceed the elective deferral limitations under IRC Section 402(g), which apply to this Policy and all other 403(b), 401(k), or SIMPLE plans, contracts or arrangements with your employer. If contributions to the Policy inadvertently cause the excess deferral limit to be violated, such deferrals must be distributed by April 15 of the following calendar year, subject to any Policy withdrawal charge that may be applicable.

In the case of an individual who is 50 or older, the annual cash contribution limit is increased by $5,500 for 2009. This amount may be increased for inflation in future years.

Notwithstanding any provision of the Policy to the contrary, contributions will be permitted with respect to qualified military service in accordance with the requirements of IRC Section 414(u), if applicable, and limited to limits imposed by IRC Section 403(b).

We reserve the right to reject or refund any contributions when we believe doing so is necessary for the Policy to comply with IRC Section 403(b) or the Plan.

**LOANS**

For 403(b) TSA Policies issued after January 1, 2002, we may charge a reasonable fee (currently $25; guaranteed maximum is $40) for each loan as loan origination expenses; however, this fee will be waived if loan repayment is established on an automatic basis.

Other loan provisions are described in this Prospectus' **POLICY DISTRIBUTIONS** section **Loans** provision.

**DISTRIBUTIONS**

**When Annuity Income Payments Begin**

Your selection of an Annuity Date for annuity income payments to begin is subject to the maximum maturity age, if any, stated in the Policy Data pages. If you choose an Annuity Date later than age 70½, you must withdraw at least the required minimum distribution required by tax regulations that apply, unless you elect to satisfy these requirements through other 403(b) arrangements you may have.

**Permitted Distributions**

Distributions of Policy value in the case of salary reduction contributions will only be permitted:

- upon the Owner's severance of employment;
- after the Owner's age 59½;
- due to disability within the meaning of IRC Section 72(m)(7);
- due to financial hardship;
- qualified reservist distribution.

Distributions may be further restricted if we are notified of more restrictive Plan limits. Withdrawal charges may apply to distributions.

Despite the distribution restrictions stated above, we will permit distributions of salary deferrals in excess of IRC limits contributed to the Policy, and any allocable gain or loss, including that for the "gap period" between the end of the taxable year and distribution date, provided you notify us in writing by March 1 of the year following the taxable year of the excess deferral and certify the amount of the excess deferral.

Distributions attributable to contributions transferred from a custodial account qualified under IRC Section 403(b)(7) or from an annuity under IRC Section 403(b)(1) shall be subject to the same or, where there has been more than one transfer, more stringent distribution requirements as they were subject to prior to the transfer, unless otherwise permitted by law or regulation.

Trustee-to-trustee transfers to another 403(b) qualified plan are not considered a distribution and are not restricted.

If the Owner's employer has established an ERISA plan under IRC Section 403(b), any distributions under this Policy will be restricted, as provided in IRC Sections 401(a)(11) and 417.

**Direct Rollover Option**
A distributee under the Policy, or the distributee's surviving spouse, or the spouse of the distributee's former spouse who is an alternate payee under a qualified domestic relations order (as defined in IRC Section 414(p)) (collectively, the "distributee" for purposes of this paragraph), may elect to have any portion of an eligible distribution paid directly to an eligible retirement plan specified by the distributee as a direct rollover. (For purposes of a direct rollover, an eligible retirement plan includes 403(b) annuity policies, a qualified retirement plans under 401(a), 401(k) plans, IRAs and 457 governmental plans.) The direct rollover option is not available to the extent that a minimum distribution is required under IRC Section 401(a)(9). The direct rollover option also does not apply to Policy distributions permitted and made on account of a hardship. We reserve the right to determine the amount of the required minimum distribution.

If Policy annuity payments have already begun, a direct rollover option does not apply to those payments being paid: (a) in substantially equal periodic payments for a period of ten years or more; or, (b) as part of a life annuity.

**Required Minimum Distributions**
Distributions under the Policy made on or after January 1, 2003 will be subject to Required Minimum Distribution requirements of IRC Section 401(a)(9) pursuant to final and temporary regulations issued by the IRS in 2002.

Required Minimum Distribution payments for this Policy must be computed for the calendar year you turn age 70½ and for each year thereafter. The Required Minimum Distribution payments you compute must start no later than April 1 of the calendar year after you turn age 70½, except as otherwise noted below, and except that if your employer is a church or government organization, the start date is the later of this date or April 1 of the calendar year after you retire.

Payments of your annual Required Minimum Distribution calculated for this Policy may be made from this Policy or from another 403(b) arrangement that you maintain, if permitted by Internal Revenue Service rules. These payments may be made under any method permitted for 403(b) Plans and acceptable to us; several of your Policy's annuity income options fulfill the IRC requirements.

If you die after Required Minimum Distribution payments have begun, the remaining amount of your Policy value must continue to be paid at least as quickly as under the calculation and payment method being used before your death.

If you die before Required Minimum Distribution payments begin, payment of your Policy value must be completed no later than December 31 of the calendar year in which the fifth anniversary of your death occurs, except to the extent that a choice is made to receive death benefit payments under (a) and (b) below:

(a) If payments are to be made to a beneficiary, then the Policy value may be paid over the life or life expectancy of the named beneficiary. Such payments must begin on or before December 31 of the calendar year which follows the year of your death.
(b) If the named beneficiary is your spouse, the date that payments must begin under (a) above will not be before
    (i) December 31 of the calendar year which follows the year of your death or, if later,
    (ii) December 31 of the calendar year in which you would have reached age 70½. ****

**CONVERSION OF A 403(b) POLICY TO A NON-403(b) QUALIFIED POLICY**

The IRC only permits you to maintain a 403(b) Policy while you are covered under a 403(b) Plan. Upon no longer being covered under a 403(b) plan, you may "roll over" some or all of your 403(b) Policy assets into another tax-qualified annuity Policy, including an Individual Retirement Annuity Policy. Should you need to exercise such a roll over, you may elect to convert your existing 403(b) Policy with us into an IRA Policy. Because certain distributions are permitted under IRC Section 403(b) that are not permitted for IRAs, any conversion may result in a loss of certain benefits (such as 403(b) permitted hardship withdrawals). Upon such a conversion, your 403(b) Tax Sheltered Annuity Endorsement (and related charges) will be replaced with an Individual Retirement Annuity Endorsement (and any related charges) to assure continued compliance of your Policy with applicable tax law. You will receive full disclosure about the effect of any such conversion prior to making your election.

**** See Note page B:3.

## ❑ IMSA

We are a member of the Insurance Marketplace Standards Association ("IMSA"). IMSA is a voluntary membership organization created by the life insurance industry to promote ethical market conduct for individual life insurance and annuity products. Our membership in IMSA applies to us only and not to our products or affiliates.

**THANK YOU**

for reviewing this Prospectus. You should also review the series fund prospectuses for those Subaccount variable investment option underlying portfolios you wish to select.

**IF YOU HAVE QUESTIONS,**

contact your sales representative, or write or call us at:

Ameritas Life Insurance Corp.
Service Center
P.O. Box 82550
Lincoln, Nebraska 68501
or
5900 "O" Street
Lincoln, Nebraska 68510
Telephone: 1-800-745-1112
Fax: 1-402-467-7335
www.ameritas.com

**REMEMBER, THE CORRECT FORM**

is important for us to accurately process your Policy elections and changes. Many can be found on the on-line services section of our website. Or, call us at our toll-free number and we will send you the form you need.

## ❑ STATEMENT OF ADDITIONAL INFORMATION TABLE OF CONTENTS

A Statement of Additional Information and other information about us and the Policy with the same date as this prospectus contains more details concerning the disclosures in this prospectus.

For a free copy, access it on the SEC's website (*www.sec.gov*, select "Search for Company Filings," then type file number "333-142503"), or write or call us. Here is the Table of Contents for the Statement of Additional Information:


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