



MNL RetireVantage[®]

Fixed Index Annuity

Flexible Choices That Fit

Most people dream about having a secure and comfortable retirement. And now because we're living longer, healthier lives, we can expect to spend more time in retirement than our parents and grandparents did. Achieving the dream of a secure, comfortable retirement is much easier when you plan your finances. Midland National® Life Insurance Company's MNL RetireVantage® can provide a flexible long-term solution that offers a variety of choices and guarantees to fit your ultimate retirement planning goals.

The MNL RetireVantage flexible premium fixed index annuity is not an investment in the stock market or in the applicable indices. Rather it is a fixed annuity that allows you to benefit from the advantages that a fixed annuity offers such as: tax-deferral, the potential to avoid probate, potential long-term growth, death benefit payout and income for life. Additionally, this annuity offers an Index Account that provides growth potential without experiencing loss of premium from market loss or fluctuation with the market. The Interest Credits will not mirror the actual performance of the index itself, but rather the index closes (daily, monthly, annually, etc.) are used as a basis for determining what the Interest Credits will be. Your Index Account returns are based on six distinct crediting methods, allowing an Interest Credit to be earned based on the annual performance of the indices and crediting methods you select.

Under current law, annuities grow tax-deferred. An annuity is not required for tax-deferral in qualified plans. Annuities may be subject to taxation during the income or withdrawal phase. Neither Midland National, nor any agents acting on its behalf, should be viewed as providing legal, tax or investment advice. Consult with and rely on your own qualified advisor.

The MNL RetireVantage puts you in control when it comes to flexibility and choices and could be the perfect fit for your retirement planning needs.

Summary of Features

- A premium bonus on all premiums received in the first five contract years
- Multiple Index Account options available
- Tax-deferral, income for life, and full Accumulation Value at death
- Choose an optional Additional Benefit Rider (for a cost) that provides an additional premium bonus, enhanced penalty-free withdrawals, Additional Payout Benefit, and Return of Premium, all detailed in the Product Details sheet

This brochure is not complete and must be presented with the Product Details sheet that describes issue ages, premium bonus, surrender charges, riders, and more.

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How Can I Benefit From An Annuity?

Tax-Deferral

Tax-deferred growth allows your money to grow faster because you earn interest on dollars that would otherwise be paid in taxes. Your premium earns interest, the interest compounds within the Contract and the money you would have paid in taxes earns interest. This chart shows the impact of a tax-deferred annuity.

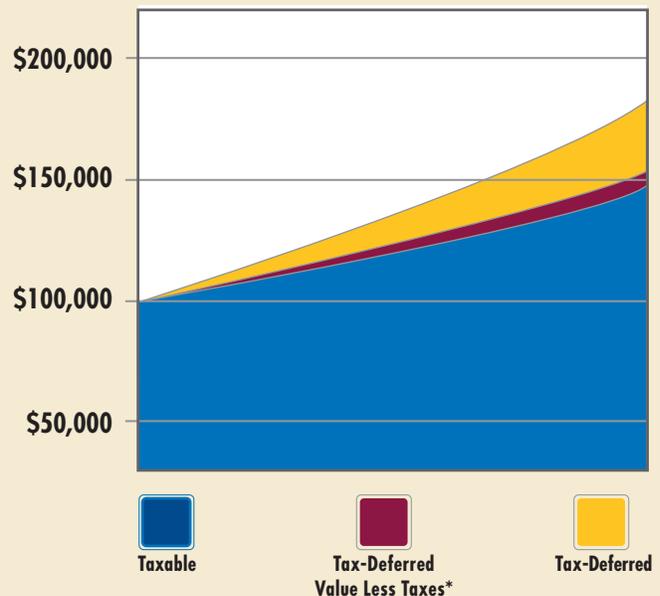
Growth

A fixed index annuity is different from other fixed annuities because of the way it credits interest to your annuity's value. Fixed annuities credit interest calculated at a rate set in the Contract. Fixed index annuities credit interest using a formula based on changes in the index(es) the owner chooses, offering the potential for market-linked growth with no risk of loss of premium due to market fluctuations.

Death Benefit

Should the annuitant or owner die, generally, annuity contracts pay out the full contract value; your premium plus any interest earned at that time. Beneficiaries may choose how they receive the death benefit, in a lump sum or a series of income payments.

The Power of Tax-Deferral



The chart is a hypothetical example of tax-deferral and assumes an initial premium of \$100,000 earning 4.00% compounded annual rate of return for 15 years. It is not intended to predict or project performance. *The tax-deferred value less taxes represents the increase in value, due to tax-deferral, less taxes at an assumed rate of 33% with no surrender charges or Interest Adjustment applied.



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Annuity Payout Options

Should you decide to receive an income from your annuity after the surrender charge period, you will have several annuity payout options from which to choose. Annuity payout options are a benefit of deferred annuities, but are not a requirement with the MNL RetireVantage. Once a payout option is elected it cannot be changed and all other rights and benefits under the annuity end.

On non-qualified plans, a portion of each income payment represents a return of premium that is not taxable, thus reducing your tax liabilities.

See the Product Details sheet for more information on Annuity Payout Options.

How Does the MNL RetireVantage Work?

The MNL RetireVantage offers a combination of potential growth and flexibility to help meet your specific retirement objectives.

Accumulation Value

Once you purchase your annuity, an Accumulation Value is established. Your Accumulation Value is equal to 100% of premium and any applicable premium bonus, plus any fixed and index account interest earned, minus withdrawals. Your Accumulation Value will be reduced by the amount of any withdrawals (including any rider charges, if applicable), but cannot decrease due to negative index performance.

How Do I Calculate My Accumulation Value?

- 100% of Premiums (including subsequent premiums)
 - +** Plus... Premium Bonuses (including optional Additional Benefit Rider (ABR) Premium Bonus if elected)
 - +** Plus... Fixed and Index Account Interest
 - Minus... Withdrawals from contract (if applicable)
 - Minus... Withdrawals for any rider costs (including ABR if elected)
-
- == Accumulation Value**

Jump Start Your Contract

To get a jump start on your retirement savings, Midland National credits you a premium bonus on all premiums received during the first five contract years.

The MNL RetireVantage comes with a premium bonus and an option to increase that bonus. Your initial premium bonus is for the first five contract years and the benefit is automatically included with your fixed index annuity. When you elect the optional Additional Benefit Rider for an additional cost, your premium bonus increases. No matter which option you choose, the premium bonus will apply to all premiums received during the first five contract years. These flexible options are designed to let you choose how to jump start your savings from the very beginning.

See the Product Details sheet for more information on the Premium Bonus and the optional Additional Benefit Rider.

You may lose some or all of the premium bonus if withdrawals are taken in excess of those allowed due to the premium bonus recapture feature discussed later in the brochure. Products that have premium bonuses may offer lower credited interest rates, lower Index Cap Rates, lower Participation Rates and/or greater Index Margins than products that don't offer a premium bonus. Over time and under certain scenarios the amount of the premium bonus may be offset by the lower credited interest rates, lower Index Cap Rates, lower Participation Rates and/or greater Index Margins.

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Choose Your Growth Options

There are two main aspects that factor in determining the Interest Credits; the Index Account (crediting method) and the specific index.

You have total control over how your initial premium is allocated between our Fixed Account or Index Accounts. Midland National offers several Index Account options that can be used to calculate Interest Credits including Daily Average, Monthly Point-to-Point, Monthly Average, Annual Point-to-Point, and an Inverse Performance Trigger. These crediting methods

allow you to select from several different indexes noted in the index options chart. Each of these Index Account options performs differently in various market scenarios. It is important to note that the fixed account interest is never applied to premium allocated to the Index Accounts. *Please refer to the "How it Works-Crediting Methods" brochure for more information on the differences.*

The MNL RetireVantage offers a Variety of Index Options Including:

| | |
|--|--|
| S&P 500® INDEX | This index has been widely regarded as the best single gauge of the large cap U.S. equities market since the index was first published in 1957. The index includes 500 leading companies in leading industries of the U.S. economy. |
| S&P 500® LOW VOLATILITY DAILY RISK CONTROL 5% INDEX | The S&P 500® Low Volatility Daily Risk Control 5% Index strives to create stable performance through managing volatility (i.e. risk control) on the S&P 500 Low Volatility Index. The S&P 500 Low Volatility Index measures performance of the 100 least volatile stocks in the S&P 500. The index adds an element of risk control by applying rules to allocate between stocks, as represented by the S&P 500 Low Volatility Index, and cash. The Index is managed to a 5% volatility level. |
| S&P 500® LOW VOLATILITY DAILY RISK CONTROL 8% INDEX | The S&P 500® Low Volatility Daily Risk Control 8% Index strives to create stable performance through managing volatility (i.e. risk control) on the S&P 500 Low Volatility Index. The S&P 500 Low Volatility Index measures performance of the 100 least volatile stocks in the S&P 500. The index adds an element of risk control by applying rules to allocate between stocks, as represented by the S&P 500 Low Volatility Index, and cash. The Index is managed to an 8% volatility level. |
| S&P MIDCAP 400® INDEX | The S&P MidCap 400® Index provides investors with a benchmark for mid-sized companies. The index seeks to remain an accurate measure of mid-sized companies, reflecting the risk and return characteristics of the broader mid-cap universe on an on-going basis. |
| DOW JONES INDUSTRIAL AVERAGE™ INDEX (DJIA®) | Dow Jones Industrial Average™ Index – The oldest continuing stock market index, the DJIA® is one of the most well known and widely followed indicators of the U.S. stock market in the world. It is represented by 30 of the largest U.S. stocks, including household names and leaders in their respective industries. |
| NASDAQ-100® INDEX | The Nasdaq-100® Index includes 100 of the largest domestic and international non-financial securities listed on The Nasdaq Stock Market based on market capitalization. The index reflects companies across major industry groups including computer hardware and software, telecommunications, retail/wholesale trade and biotechnology. |
| LBMA GOLD PRICE INDEX (LBMA AFTERNOON (PM) GOLD PRICE) | The LBMA is an international trade association, representing the London market for gold and silver bullion which has a global client base. The "LBMA Gold Price" is administered by ICE Benchmark Administration (IBA). IBA hosts an electronic auction process for the LBMA Gold Price. The price is set twice daily (at 10:30 and 15:00 London GMT) in US dollars. |

Other Factors That Impact Your Interest Credits

For the calculation of your Interest Credits, certain limitations are applied to the Index Growth. Each crediting method uses different calculations when determining your Interest Credits. Let's examine how each of them work.

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Crediting Methods

| | | |
|---|--------------------------------|--|
| Daily Average with Index Margin | Daily Average | This method for determining any Interest Credit uses a Daily Average calculation to determine a percentage gain or loss in the Index Value during your reset period. This is done by comparing the difference between the Index Value on the first day of the contract year and the Daily Average Index Value during the year (usually 252 trading days), subject to an Index Margin. The Interest Credit will never be less than zero. |
| | Index Margin | Once a gain has been calculated using the Daily Average Index Account option, an Index Margin is subtracted. The Index Margin is guaranteed for the first year, but can be changed each year thereafter at the Company's discretion. The Index Margin is set in advance each contract year, however at no time will it be greater than the maximum Index Margin for the Daily Average Index Account. |
| Annual Point-To-Point with • Index Cap Rate • Index Margin | Annual Point-To-Point | This calculation method measures the change in index value using two points in time; the beginning index value and the ending index value for that year. Index linked gains are calculated based on the difference between these two values. The index change, if any, is then subject to an Index Cap Rate and/or Index Margin. The annual Interest Credit will never be less than zero. |
| | Index Cap Rate | Your annuity applies an Index Cap Rate, or upper limit, to calculate your Interest Credits each year applied to the Annual Point-to-Point Index Account option. This cap is applied annually and may change annually. It is declared on the contract anniversary and is guaranteed for that year. The Index Cap Rate is set at the Company's discretion. However, at no time will this cap ever fall below the minimum guaranteed Index Cap Rate set for the Annual Point-to-Point Index Account. |
| | Index Margin | Once a gain has been calculated using the Annual Point-to-Point Index Account option, an Index Margin is subtracted. The Index Margin is guaranteed for the first year, but can change each year thereafter at the Company's discretion. The Index Margin is set in advance each contract year, however at no time will it be greater than the maximum Index Margin for the Annual Point-to-Point Index Account. |
| Monthly Point-to-Point with Index Cap Rate | Monthly Point-to-Point | This method for determining any Interest Credit uses the monthly changes in the Index Value, subject to a monthly Index Cap Rate. The Interest Credit is credited annually and is based on the sum of all the monthly percentage changes in the index value—which could be positive or negative. On each contract anniversary, these monthly changes, each not to exceed the monthly Index Cap Rate, are added together to determine the Interest Credit for that year. Negative monthly returns have no downside limit and will reduce the Interest Credit, but the Interest Credit will never be less than zero. |
| | Index Cap Rate | Your annuity applies an Index Cap Rate, or upper limit, to calculate your Interest Credits each year for the Monthly Point-to-Point. This cap is applied monthly, may change annually. The Index Cap Rate will be declared on each contract anniversary and is guaranteed for that year. The Index Cap Rate is set at the Company's discretion, however, at no time will this cap ever fall below the minimum guaranteed Index Cap Rate set for the Monthly Point-to-Point Index Account. |
| Monthly Average with Participation Rate | Monthly Average | This method for determining any Interest Credit is calculated by comparing the Index Value on the first day of the contract year to the Monthly Average Index Value. The Monthly Average Index Value equals the sum of the monthly index values over the contract year, excluding the beginning Index Value on the first day of the contract year, divided by 12. The annual Interest Credit will never be less than zero. |
| | Participation Rate | Once a gain has been calculated using the Monthly Average Index Account option, a Participation Rate is applied. The Participation Rate is a percentage that is multiplied by the gain at the end of the contract year and is used to determine the Interest Credit to your contract. The Participation Rate is guaranteed for the first contract year, and can change each year thereafter on the contract anniversary. The Participation Rate is declared each year at the Company's discretion. |
| Two-Year Point-to-Point with Index Margin | Two-Year Point-to-Point | This calculation method measures the change in index value using two points in time; the beginning index value and the ending index value for that two-year term. Index linked gains are calculated based on the difference between these two values. The Index growth, if any, is then subject to an Index Margin. The Interest Credit will never be less than zero. |
| | Index Margin | Once a gain has been calculated using the Two-Year Point-to-Point Index Account option, the annual Index Margin is multiplied by two (which is the term length) and is subtracted from the gain. An annual Index Margin is set at the beginning of each two-year term and is guaranteed for that term. The Index Margin can change at the start of each new term at the Company's discretion, however at no time will it be greater than the maximum Index Margin for the Two-Year Point-to-Point Index Account. |

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Crediting Methods

| | | |
|---|--|--|
| Inverse Performance Trigger (or Annual Declared Rate Negative Performance Option) | Inverse Performance Trigger | The Inverse Performance Trigger is based on the S&P 500®. The S&P 500® Index Value from the beginning of your contract year is compared to the Index Value at the end of the contract year. If the ending S&P 500® Index value is equal to or less than the starting value, the money allocated to this option will be credited interest at the Declared Performance Rate. If the ending Index Value is greater than the beginning Index Value, the money allocated to this option will receive a zero percent (0%) Interest Credit. |
| | Declared Performance Rate | This method for determining any Interest Credit applies a Declared Performance Rate of interest when the Index Value stays the same or goes down throughout the year. This Declared Performance Rate may change annually, and it will never fall below the minimum guaranteed rate. The Declared Performance Rate is set each year at the Company's discretion. |
| Fixed Account | Premium allocated to the Fixed Account will be credited interest at a declared Fixed Account interest rate and is credited daily. The initial premium interest rate is guaranteed for the first contract year. For each subsequent contract year, we will declare, at our discretion, a Fixed Account interest rate that will apply to the amount allocated to the Fixed Account as of the beginning of that contract year. A declared Fixed Account Interest rate will never fall below the minimum guaranteed fixed account interest rate. | |

Ask your sales representative for the current rates, minimum Index Cap Rates, maximum Index Margins, minimum Participation Rate, Declared Performance Rate, and Fixed Account interest rate.

As already noted, Midland National offers several Index Account options in which you can choose to allocate your premium. One of Midland National's more unique offerings on this product is the Inverse Performance Trigger. This crediting method allows for growth potential, even in a down market. The following explains further how this crediting method works.

Inverse Performance Trigger

Growth potential in times of negative index performance – that's what the Inverse Performance Trigger option (or Annual Declared Rate Negative Performance Option) offers. Similar to the Fixed Account option, the Inverse Performance Trigger offers both a Declared Performance Rate and a guaranteed minimum for that declared rate. The difference with the Inverse Performance Trigger option is that in years when the Index increases, the money you allocate to this option would receive a zero percent (0%) Interest Credit. When the Index performance is either flat or negative, the Inverse Performance Trigger provides for a declared rate Interest Credit that may be greater than the interest rate offered in the Fixed Account option (see chart below). The annual Declared Performance Rate is set annually by the Company in advance of the next Contract year, but will never be less than the guaranteed minimum.

| | Index Value Change: | Interest Credit: |
|--|---------------------|------------------|
| In this hypothetical example, you see how the change in the Index can impact the Interest Credit. Index Value Change: Positive | 10% | 0% |
| Zero | 0% | 4% |
| Negative The Declared Performance Rate is credited annually on the contract anniversary. The Declared Performance Rate is guaranteed for the first year and is declared annually thereafter at the Company's discretion. | -10% -20% | 4% 4% |

As you can see in this hypothetical example, the Declared Performance Rate of 4% is credited when the Index Value Change is either zero or negative. No matter what the negative index value change is, the credited rate remains the same.

The Interest Credit Rate shown reflects a hypothetical Declared Performance Rate and is provided as an example. This rate is subject to change each year. This example is not intended to predict or project performance.

This crediting method may not be available in all states.

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Annual Reset

A key advantage to Fixed Index Annuities is the annual reset feature. This feature applies to all of the crediting methods for the MNL RetireVantage. The annual reset feature allows Interest Credits, if any, to be added to your Index Accounts on each contract anniversary. This can benefit you because that amount—when added—becomes “locked-in” and cannot be taken away due to negative index performance. The “locked-in” Interest Credit will be added to the Accumulation Value, giving you the advantage of compounding interest in subsequent years.

This feature also resets your starting index point each contract anniversary. This can help minimize your risk when the index experiences a severe downturn. Without this feature, you would have to wait for the index to climb up to its original level before any Interest Credit could be realized.

Transfer Options

After the first contract year and on an annual basis for all Annual Crediting Methods, or after the second contract year and every two years for the Two-Year Point-to-Point Crediting Method, you may elect to transfer between crediting methods and Index Account options, including the fixed account. Based on current tax laws, transfers between options will not be taxable or subject to surrender penalties. *Please refer to the MNL RetireVantage Additional Benefits Specifications Page, found in your Contract, for minimum transfer amounts.*

What Other Factors Impact My Money?

Having access to your money is always an important factor. If you choose to withdraw money from your Contract there are several factors to consider. For additional withdrawals outside of the penalty-free allowance, taken before the end of the surrender charge period, surrender charges may apply. Also, if you take out withdrawals in excess of your penalty-free allowance, a portion of your premium bonus may be forfeited due to the Premium Bonus Recapture. Let's take a look at these factors including penalty-free withdrawals, Interest Adjustments, premium bonus recapture, and surrender charges.

Withdrawals will be taxed as ordinary income, and if taken before age 59½, may be subject to a 10% IRS penalty. Withdrawals from your contract will also reduce your Accumulation Value accordingly.

How to Determine Your Surrender Value

- 100% of Premiums (including subsequent premiums)
- + Plus... Premium Bonuses (including optional Additional Benefit Rider Premium Bonus if applicable)
- + Plus... Interest Credited
- Adjusted for any transfers in or out of accounts***
- Less... Withdrawals
- Less... Applicable Surrender Charges
- Less... Applicable Premium Bonus Recaptures
- Adjust for applicable Interest Adjustment***

For detailed information on charges incurred if the contract is surrendered, see the Surrender Charge Schedule section on the Product Details sheet.

≡ Surrender Value

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Subsequent Premium

All subsequent premiums will be credited a fixed interest rate. We will declare this interest rate for each subsequent premium at the time that subsequent premium is received. The interest rate applicable to each subsequent premium is guaranteed until the end of the Contract Year. On each contract anniversary, Midland National will allocate any premiums received since the prior Contract anniversary among the accounts, according to your most recent instructions. Subsequent premiums added during the first five contract years will receive a premium bonus. The premium bonus for subsequent premiums is also subject to the premium bonus recapture feature, should withdrawals in excess of the penalty-free amount be taken.

Penalty-Free Withdrawals

After the first contract anniversary, a penalty-free withdrawal (also known as a Penalty-Free Partial Surrender), of up to 10% of the Accumulation Value may be taken each year. After the Surrender Charge period, Surrender Charges, Premium Bonus Recapture, and an Interest Adjustment no longer apply to any withdrawals.

Interest Adjustment (also known as Market Value Adjustment)

Your Contract also includes an Interest Adjustment feature—which may decrease or increase your Surrender Value depending on the change in interest rates since your annuity purchase. Lower interest rates at time of issue may result in less opportunity for a positive Interest Adjustment in future contract years. In certain rate scenarios at the time of issue, it may not be possible to experience a positive Interest Adjustment. Due to the mechanics of an Interest Adjustment, the Surrender Values generally decrease as interest rates rise or remain constant. Likewise, when interest rates decrease enough over a period of time, the Surrender Value generally increases. However, the Interest Adjustment is limited to the interest credited to the Accumulation Value.

This adjustment is applied only during the Surrender Charge period to surrenders exceeding the applicable penalty-free allowance. *See the “Understanding the Market Value Adjustment” brochure for more information.*

Interest Adjustment is not available in all states.

Surrender Charges

Surrender charges allow the Company to invest your money on a long-term basis and generally credit higher yields than possible with a similar annuity of shorter term. During the surrender charge period, a surrender charge is assessed on any amount withdrawn, whether as a partial or full surrender, that exceeds the penalty-free allowance applicable and may result in a loss of premium. Additional premiums deposited into existing contracts will maintain the surrender charge schedule set forth at policy issue date. Certain payout options may incur a surrender charge and bonus recapture. Interest Adjustments apply during the surrender charge period.

See the surrender charge schedule which details the declining charges on the Product Details sheet.

A surrender during the surrender charge period could result in a loss of premium. Surrender charge structure may vary by state. Consult your Product Details sheet and Annuity Disclosure Statement for details specific to your state.

Surrender Value

The Surrender Value is the amount that is available at the time of surrender. The Surrender Value is equal to the Accumulation Value, subject to the Interest Adjustment, less applicable surrender charges, Premium Bonus Recapture and state premium taxes. The Surrender Value will never be less than the minimum requirements set forth by state laws, at the time of issue, in the state where the contract is delivered.

The Surrender Value will not be less than 87.5% of all premiums; less any partial surrenders (after Market Value Adjustment or reduction for surrender charges); accumulated at 1.00%.

Premium Bonus Recapture Provision

A premium bonus will be credited on premium received during the first five contract years. During the surrender charge period, withdrawals in excess of the penalty-free allowance or a full surrender will incur a premium bonus recapture. This is in addition to any applicable surrender charges and/or Interest Adjustments. This recapture schedule applies to all premium bonus credits, including the additional premium bonus, and is set at issue.

See the Premium Bonus Recapture Schedule which details the declining percentages on the Product Details sheet.

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Other MNL RetireVantage Benefits

Death Benefit

Upon death of the annuitant or owner, Midland National will pay out the Accumulation Value as the Death Benefit to your beneficiary provided no payout option has been elected. The Death Benefit for the MNL RetireVantage also includes any Interest Credits for a partial contract year based on the date of death. Therefore, the Death Benefit your beneficiaries receive also reflects the Interest Credits for the partial year up through the date of death. The calculation will vary depending on the Index Account option in which the premium is allocated at the time of death.

Your beneficiary may choose to receive the payout in either a lump sum or a series of income payments. If joint annuitants are named, the Death Benefit will be paid on the death of the second annuitant. If joint owners are named, the Death Benefit will be paid on the death of the first owner.

May Avoid Probate

By naming a beneficiary, you may minimize the delays, expense and publicity often associated with probate. Your designated beneficiary receives death proceeds in either a lump sum or a series of income payments. *Please consult with and rely on your own legal or tax advisor.*

Is the MNL RetireVantage Right For You?

Along with the benefits an annuity can bring, one of the key advantages of choosing a Midland National fixed index annuity is the flexibility you have and the choices available to you. Midland National's MNL RetireVantage can provide a flexible long-term solution that offers a variety of choices and guarantees to fit your ultimate retirement planning goals.

MNL RetireVantage...FLEXIBLE CHOICES THAT FIT.

Getting Started

Summary of Choices For You to Make.

Choose one time:

1. Optional Additional Benefit Rider

Choose each year:

2. Index Account Options

- Daily Averaging
and/or
- Monthly Point-to-Point
and/or
- Monthly Averaging
and/or
- Annual Point-to-Point
and/or
- Two-Year Point-to-Point
and/or
- Inverse Performance Trigger

3. How to allocate your premium*

- _____ % S&P 500®
- _____ % S&P 500® Low Volatility Daily Risk Control 5%
- _____ % S&P 500® Low Volatility Daily Risk Control 8%
- _____ % S&P MidCap 400®
- _____ % DJIA®
- _____ % Nasdaq-100® Index
- _____ % LBMA Afternoon (PM) Gold Price
- _____ % Fixed Account

*See the Diversify Your Premium Chart on the Product Details sheet for index availability under each Index Account Option.

Note: This section is for your reference only. It does not need to be returned to Midland National.

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This brochure is for solicitation purposes only. Please refer to your contract for any other specific information. With every contract that Midland National® Life Insurance Company issues there is a free-look period. This gives you the right to review your entire contract and if you are not satisfied, return it and have your premium returned. Fixed Index Annuities are not a direct investment in the stock market. They are long term insurance products with guarantees backed by the issuing company. They provide the potential for interest to be credited based in part on the performance of specific indices, without the risk of loss of premium due to market downturns or fluctuation. Although Fixed Index Annuities guarantee no loss of premium due to market downturns, deductions from your Accumulation Value for additional optional benefit riders could under certain scenarios exceed interest credited to your Accumulation Value, which would result in loss of premium. They may not be appropriate for all clients.

Premium taxes: Accumulation Value will be reduced for premium taxes as required by the state of residence. The MNL RetireVantage® is issued on form AC/AS124A (certificate/contract), AR153A, AR156A, AR159A, AR163A-1, AR192A, AR194A, AR201A, AR227A, AR244A, AR245A, AR246A, AR247A, AR248A, AR277A, and AR278A (riders/endorsements) or appropriate state variation by Midland National® Life Insurance Company, West Des Moines, IA. This product, its features and riders may not be available in all states.

Special Notice Regarding The Use Of A Living Trust As Owner Or Beneficiary Of This Annuity.

The use of living trusts in connection with an annuity contract can be a valuable planning mechanism. However, a living trust is not appropriate when mass-produced in connection with the sale of an insurance product. We strongly suggest you seek the advice of your qualified legal advisor concerning the use of a trust with an annuity contract.

Neither Midland National, nor any agents acting on its behalf, should be viewed as providing legal, tax or investment advice. Consult with and rely on a qualified advisor. Under current law, annuities grow tax-deferred. Annuities may be subject to taxation during the income or withdrawal phase. The tax-deferred feature is not necessary for a tax-qualified plan. In such instances, you should consider whether other features, such as the Death Benefit, lifetime annuity payments, and any riders make the Contract appropriate for your needs.

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This brochure is not complete and must be presented with the Product Details sheet that describes issue ages, premium bonus, surrender charges, riders, and more.

Company Financial Strength

All Midland National tax-deferred annuities are backed by the financial strength of the Company's investment portfolio, which emphasizes high-quality bonds that provide safety, liquidity and competitive interest rates. In states where this product is approved, Midland National maintains reserves equal to those required by state regulation. Product guarantees are backed by Midland National and their claims paying ability and financial capacity to meet all insurance obligations.

Midland National Has Consistently Earned High Industry Ratings:

| | | | |
|--|-------------------------------------|----------------------------------|---|
| A.M. Best | A+ (Superior)^{*, °} | 2nd highest out of 15 categories | A.M. Best is a large third-party independent reporting and rating company that rates an insurance company on the basis of the company's financial strength, operating performance, and ability to meet its obligations to contract holders. |
| Standard & Poor's Corporation | A+ (Strong)^{°, §} | 5th highest out of 22 categories | Standard & Poor's Corporation is an independent third-party rating firm that rates on the basis of financial strength. |

* A.M. Best rating affirmed on June 3, 2015. For the latest rating, access www.ambest.com.

° Awarded to Midland National® as part of Sammons Financial Group, which consists of Midland National® Life Insurance Company and North American Company for Life and Health Insurance®.

§ Standard and Poor's rating assigned February 26, 2009 and affirmed on July 2, 2015.

Ratings shown reflect the opinions of the rating agencies and are not implied warranties of the company's ability to meet its financial obligations. Ratings are current as of the date of this brochure.



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West Des Moines, IA 50266
www.MidlandNational.com

| | | |
|-----------------------|--|---------------------|
| Not FDIC/NCUA Insured | Not A Deposit Of A Bank | Not Bank Guaranteed |
| May Lose Value | Not Insured By Any Federal Government Agency | |

*Annuities at
their Best®*

MNL RetireVantage[®] 10 Fixed Index Annuity

Product Details



| | | | | | | | | | | |
|----------------------------------|---|---------------|---------------|---------------|---------------|---|---------------|---------------|---------------|----------------|
| ISSUE AGES | Available issue ages 0-79 (Qualified and Non-Qualified) For issue ages 0-17, a Uniform Gift to Minors Act (UGMA) or Uniform Transfers to Minors Act (UTMA) custodial account must be established. | | | | | | | | | |
| PREMIUM BONUS | 3% on all premium payments received during first 5 contract years (See optional Additional Benefit Rider section for additional premium bonus) Products that have premium bonuses may offer lower credited interest rates, lower Index Cap Rates, lower Participation Rates and/or greater Index Margins than products that don't offer a premium bonus. Over time and under certain scenarios the amount of the premium bonus may be offset by the lower credited interest rates, lower Index Cap Rates, lower Participation Rates and/or greater Index Margins. | | | | | | | | | |
| PREMIUM BONUS RECAPTURE | A premium bonus will be credited on premium received during the first five contract years. During the surrender charge period, withdrawals in excess of the penalty-free allowance or a full surrender will incur a premium bonus recapture. | | | | | | | | | |
| | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
| | 100% | 90% | 80% | 70% | 60% | 50% | 40% | 30% | 20% | 10% |
| | <i>The premium bonus is not recaptured in the event of death of the Annuitant. No premium bonus recapture will occur on any penalty-free withdrawal amount, Required Minimum Distributions (by current company practice*) or under the Nursing Home Confinement Waiver or on the Rider Charge.</i> | | | | | | | | | |
| ANNUITY PAYOUT OPTIONS | By current company practice*, you may receive an income from the Accumulation Value after the first contract year (without surrender charges or Interest Adjustment) if you choose a Life Income Option. You can also receive an income based on the Accumulation Value if your annuity has been in force for at least five years and you elect to receive payments over at least a five-year period. Once a payout option is elected it cannot be changed and all other rights and benefits under the annuity end. | | | | | With the exception of Life Income options, income options are available for: <ul style="list-style-type: none"> • A minimum of 5 years, or • A maximum of 20 years. The following options are available: <ul style="list-style-type: none"> • Income for a Specified Period • Income for a Specified Amount • Life Income with a Period Certain • Life Income • Joint and Survivor Life Income | | | | |
| MINIMUM PREMIUM | Flexible Premium \$20,000 (qualified and non-qualified) | | | | | | | | | |
| SURRENDER CHARGE SCHEDULE | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
| | 10% | 10% | 9% | 9% | 8% | 8% | 7% | 6% | 4% | 2% |

*A feature offered "by current company practice" is not a contractual guarantee of this annuity contract and can be removed or changed at any time.

| | | |
|-----------------------|--|---------------------|
| Not FDIC/NCUA Insured | Not A Deposit Of A Bank | Not Bank Guaranteed |
| May Lose Value | Not Insured By Any Federal Government Agency | |

4350 Westown Parkway • West Des Moines, IA 50266
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MNL RetireVantage[®] 10 Product Details

| <p>RIDERS</p> | <p>Nursing Home Confinement Waiver: After the first contract anniversary, should the annuitant become confined to a qualified nursing home facility for at least 90 consecutive days, we will increase the penalty-free withdrawal by 10% of the Accumulation Value each year while the annuitant is confined. This waiver is only available for issue ages 75 and younger and is automatically included with your annuity at no additional charge. If joint annuitants are named on the annuity, waiver will apply to the first annuitant who qualifies for the benefit. Other riders may apply, ask for details.</p> | | | | | | | | | | | | | | | | | | | | | |
|---|---|-------------------------------|-----------------------------------|-------------------------------|---|----|----|---|-----|----|---|-----|----|---|-----|----|---|-----|----|---|-----|----|
| <p>OPTIONAL ADDITIONAL BENEFIT RIDER</p> <p>Rider cost for all benefits is 0.60% of Accumulation Value at each contract anniversary during the Surrender Charge Period.</p> <p>This rider cost is taken penalty free and without surrender charges. The optional rider cost, under certain scenarios, may result in loss of premium.</p> | <p>You may elect to add an optional Additional Benefit Rider (for a cost) that provides an additional premium bonus, enhanced penalty-free withdrawals, Additional Payout Benefit, and Return of Premium. This rider is designed to provide flexible choices to fit your individual goals.</p> <ul style="list-style-type: none"> • 3% Additional Premium Bonus: Premium bonus increases from 3% to 6% on any premiums received in the first five contract years. • 4% Additional Payout Benefit on Accumulation Value at payout after the surrender charge period. If you elect an annuity payout option after the 10-year surrender charge period has elapsed, a 4% bonus will be added to your Accumulation Value. • Return of Premium: At any time in the third contract year and thereafter, you may terminate the Contract and receive no less than your Contract's Net Premium paid. The Return of Premium feature can serve as a safety net for changes in your financial situation. The Net Premium is equal to your initial and subsequent premiums (less any premium bonus and optional rider cost, if applicable, excluding the Additional Benefit Rider cost) minus any withdrawal amounts you have received (after any surrender charges or Interest Adjustment). • Enhanced Penalty-Free Withdrawals: 10% of Accumulation Value after the first year. Beginning the third year, withdrawals can increase to 20% (maximum) if no withdrawal was taken in the previous year. If you choose the optional Additional Benefit Rider, beginning in the third contract year, penalty-free withdrawals can increase to 20% (maximum) in years in which no withdrawal was taken in the previous year. If any penalty-free withdrawal is taken during a contract year, the penalty-free allowance available for the following year resets to 10%. For example, after the first contract anniversary, if no withdrawals are taken in the second year, the penalty-free allowance increases to 20% in year three. Because a 5% withdrawal is taken in year three, the penalty-free allowance available in year four resets to 10%. If no withdrawals are taken in the following years, the 20% remains available for withdrawal without penalty. In year four no withdrawal was taken, therefore, the penalty-free allowance available in year five increase to 20% and remains available until a penalty-free withdrawal of any amount is taken. Withdrawals from your contract may decrease your death benefit. <table border="1" data-bbox="365 1066 1464 1297"> <thead> <tr> <th>Contract Year</th> <th>Available Penalty-Free Withdrawal</th> <th>Penalty-Free Withdrawal Taken</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>0%</td> <td>0%</td> </tr> <tr> <td>2</td> <td>10%</td> <td>0%</td> </tr> <tr> <td>3</td> <td>20%</td> <td>5%</td> </tr> <tr> <td>4</td> <td>10%</td> <td>0%</td> </tr> <tr> <td>5</td> <td>20%</td> <td>0%</td> </tr> <tr> <td>6</td> <td>20%</td> <td>0%</td> </tr> </tbody> </table> <p><i>You may lose some or all of the premium bonus if withdrawals are taken in excess of those allowed due to the premium bonus recapture feature. Products that have premium bonuses may offer lower credited interest rates, lower Index Cap Rates, lower Participation Rates and/or greater Index Margins than products that don't offer a premium bonus. Over time and under certain scenarios the amount of the premium bonus may be offset by the lower credited interest rates, lower Index Cap Rates, lower Participation Rates and/or greater Index Margins.</i></p> | Contract Year | Available Penalty-Free Withdrawal | Penalty-Free Withdrawal Taken | 1 | 0% | 0% | 2 | 10% | 0% | 3 | 20% | 5% | 4 | 10% | 0% | 5 | 20% | 0% | 6 | 20% | 0% |
| Contract Year | Available Penalty-Free Withdrawal | Penalty-Free Withdrawal Taken | | | | | | | | | | | | | | | | | | | | |
| 1 | 0% | 0% | | | | | | | | | | | | | | | | | | | | |
| 2 | 10% | 0% | | | | | | | | | | | | | | | | | | | | |
| 3 | 20% | 5% | | | | | | | | | | | | | | | | | | | | |
| 4 | 10% | 0% | | | | | | | | | | | | | | | | | | | | |
| 5 | 20% | 0% | | | | | | | | | | | | | | | | | | | | |
| 6 | 20% | 0% | | | | | | | | | | | | | | | | | | | | |
| <p>OTHER</p> | <p>Interest Adjustment (also known as Market Value Adjustment): Includes an Interest Adjustment which may decrease or increase Surrender Value depending on the change in interest rates since purchase. See brochure for further details. Not available in Virginia.</p> <p>Penalty-Free Withdrawals: After the first contract anniversary, a penalty-free withdrawal (also known as a Penalty-Free Partial Surrender), of up to 10% of the Accumulation Value may be taken each year. After the Surrender Charge period, Surrender Charges, Premium Bonus Recapture, and an Interest Adjustment no longer apply to any withdrawals.</p> <p>RMDs: Surrender charges, Premium Bonus Recapture, and Interest Adjustments on any portion of an IRS-Required Minimum Distributions exceeding the 10% penalty-free withdrawal amount will be waived by current company practice.*</p> <p>Transfers: After the first contract year and on an annual basis for all Annual Crediting Methods, or after the second contract year and every two years for the Two-Year Point-to-Point Crediting Method, you may elect to transfer between crediting methods and Index Account options, including the fixed account. By current company practice*, you will have 30 days following each contract anniversary to reallocate.</p> | | | | | | | | | | | | | | | | | | | | | |

*A feature offered "by current company practice" is not a contractual guarantee of this annuity contract and can be removed or changed at any time.

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MNL RetireVantage® 10 Product Details

Diversify Your Premium Among the Following Index Account Options

| | Daily Average (Subject to an Index Margin) | Monthly Point-to-Point (Subject to an Index Cap Rate) | Monthly Average (Subject to Participation Rate) | Annual Point-To-Point (Subject to an Index Cap Rate) | Annual Point-To-Point (Subject to an Index Margin) | Two-Year Point-To-Point (Subject to an Index Margin) | Inverse Performance Trigger (Declared Performance Rate) |
|---|--|---|--|---|--|--|---|
| How is Interest Credit Calculated? | Averaged sum of daily index value | Sum of monthly performance | Averaged sum of monthly index values | Annual change in index values | Annual change in index values | Two-year change in index values | Annual change in index values |
| When is Interest Credit Calculated/Credited? | Annually | Annually | Annually | Annually | Annually | Every two years | Annually |
| When is the Index Margin/Index Cap/Participation Rate/Declared Performance Rate applied? | Annually For Index Margin | Monthly For Index Cap Rate | Annually For Participation Rate | Annually For Index Cap Rate | Annually For Index Margin | Every two years For Index Margin** | Annually For Declared Performance Rate |
| When Can the Index Margin/Index Cap Rate/Participation Rate/Declared Performance Rate Change? | Annually For Index Margin | Annually For Index Cap Rate | Annually For Participation Rate | Annually For Index Cap Rate | Annually For Index Margin | At the beginning of each two-year term For Index Margin | Annually For Declared Performance Rate |
| Index Availability* <i>NOTE: Past Index performance is not intended to predict future performance and the Index does not include dividends.</i> | <ul style="list-style-type: none"> • S&P 500® • (DJIA®) Dow Jones Industrial Average™ • S&P MidCap 400® | <ul style="list-style-type: none"> • S&P 500® • Nasdaq-100® | <ul style="list-style-type: none"> • S&P 500® • (DJIA®) Dow Jones Industrial Average™ • S&P MidCap 400® | <ul style="list-style-type: none"> • S&P 500® • (DJIA®) Dow Jones Industrial Average™ • S&P MidCap 400® • Nasdaq-100® • LBMA Afternoon (PM) Gold Price | <ul style="list-style-type: none"> • S&P 500® • Low Volatility Daily Risk Control 5% | <ul style="list-style-type: none"> • S&P 500® • Low Volatility Daily Risk Control 8% | <ul style="list-style-type: none"> • S&P 500® |

*Index(es) and strategies may not be available in all states.

**For the Two-Year Point-to-Point, the declared annual Index Margin is multiplied by two when it is applied at the end of each two-year term.

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