



Choices Flexibility Guarantees
Reward without Risk with
ING Secure Index Annuity

ING Secure Index Annuity®
Fixed Annuities

3 Scenarios: Secure Index 7 Year Return

This chart is a hypothetical example of Secure Index Annuity's performance based on hypothetical S&P 500 Index returns. This assumes that all premium is placed in the TIS strategy with a 7.5% cap. Minimum guaranteed interest rate for Secure Index is 3% on 100% of premium.

	S&P 500 Index Growth Over 7 Years	S&P 500 Index Effective Annual Rate of Return	Secure Index Effective Annual Rate of Return
Scenario 1	-10%	-1.5%	3%
Scenario 2	0%	0%	3%
Scenario 3	70%¹	7.9%	7.5%

¹ Assumes a 7.88% annual return for 7 years.

(Hypothetical example does not demonstrate actual returns credited to contract and should not be considered a representation of current or future performance.)

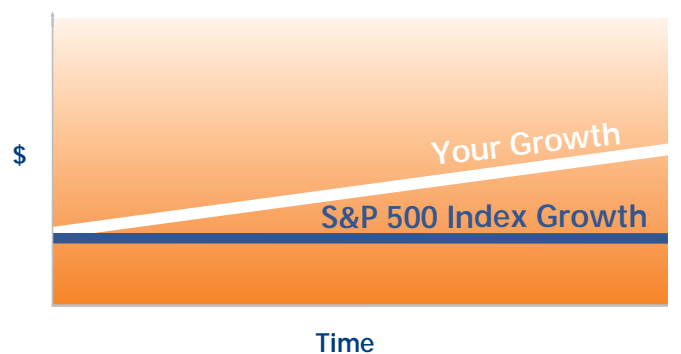
Growth No Matter What



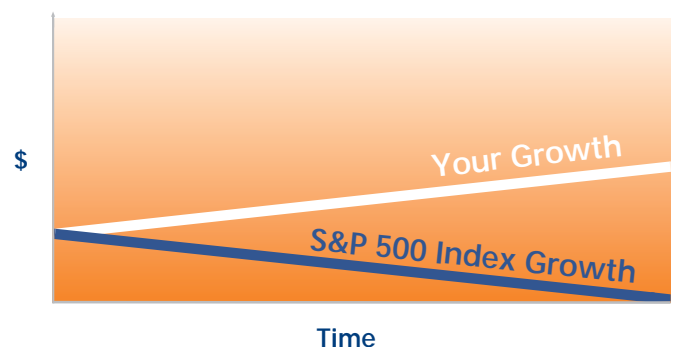
Secure Grows as the Market Index Grows



Secure Grows if the Market Index is Flat



Secure Grows as the Market Index Declines



ING SECURE INDEX ANNUITY



Giving you the assurance of security through choices, flexibility, and guarantees.*

Remember when you first learned to swim? You probably experienced a lot of fear, anxiety, and hesitation. And rightfully so. To get through those times, you probably relied on help from your loved ones. That feeling of security is what got you through those rough waters.

In these times of financial uncertainty, wouldn't it be nice to find a financial product that can ease your fears and provide you the security and guarantees you're looking for? Well, look no further than ING Secure Index Annuity. By providing choices, flexibility, and guarantees, ING Secure Index Annuity gives you the power to control your financial future.

ING Secure Index Annuity and stock market index-linked earnings

ING Secure Index Annuity offers you equity-linked earnings with gains that are locked in annually. You have the opportunity to experience the stock market index-linked rewards without stock market risk. Plus, your earnings accumulate on a tax-deferred basis, creating even more opportunities for your contract's value to increase.

Choices, choices, choices

Tired of the same, old financial products with limited options and no choice? Then look at the choices ING Secure Index Annuity gives you. You choose between three separate strategies to determine how your money grows. You choose how much to place in each strategy. And you choose to stay with that strategy mix or change it in the future to accommodate your changing needs. The three strategies available to you are:

- Fixed Interest Strategy (FIS):
Great Guarantee
- Traditional Index Strategy (TIS):
Powerful Potential
- Guaranteed Index Strategy (GIS):
Potential with a Guarantee

*Guarantees based upon the claims-paying ability of the insurer.



Betty Martin

Beginning Value: \$100,000

Ending Value: \$143,376

Consumer Case Study

Hypothetical case study of a fictitious consumer

In 1996, Betty Martin decided to take a more active role in planning her retirement just seven years away. In addition to a 401(k) plan and a pension, she had \$100,000. In the late 1990s the equity markets were dramatically on the rise. Betty was looking to reap some of the rewards from the bull market with the hopes of having more of a financial cushion for retirement.

• Betty's Course of Action

Betty has a very low risk tolerance. With retirement just seven years away, she was concerned about protection from a downward turn in the market. She wanted to participate in upside while protecting against the downside.

• What happened to Betty's money?

In 2001, the equity markets began their downward spiral, but Betty's contract value was protected because her contract growth was locked in annually. The product gave her what she was looking for — some upside potential with downside protection.

• How the Annuity Works

Each year the growth of the S&P 500 Index is measured. A portion of that year's Index growth, if any, is credited to Betty's annuity and **LOCKED IN** annually. This protects her earnings, assuming she keeps her annuity to the end of her term and takes no withdrawals.

• Are there any limitations?

Yes. With the ING Secure Index Annuity, Betty's contract was subject to a cap. The cap places a maximum limit on the amount of Index growth credited to her contract each year. Caps are reset annually.

Betty's Money

\$100,000 allocated to the Traditional Index Strategy in ING Secure Index Annuity from 10/01/1996 through 10/01/2003. Participation rate is 100%. Cap is 7.5%.

Year End	S&P 500 Index ¹ Annual Performance	Percent Credited to Betty's Contract	Betty's Accumulation Value	Minimum Guaranteed Contract Value	Cash Surrender Value
10/01/1997	37.82%	7.50%	\$107,500	\$90,640	\$94,600
10/01/1998	7.36%	7.36%	\$115,412	\$93,359	\$101,563
10/01/1999	26.13%	7.50%	\$124,068	\$98,345	\$111,661
10/01/2000	11.99%	7.50%	\$133,373	\$103,547	\$122,703
10/01/2001	-27.54%	0.00%	\$133,373	\$108,972	\$125,371
10/01/2002	-21.68%	0.00%	\$133,373	\$114,629	\$128,038
10/01/2003	22.16%	7.50%	\$143,376	\$122,987	\$143,376

¹ The S&P 500 Index is a widely recognized standard for U.S. stock market performance. You cannot invest directly in an index. Past performance of the S&P 500 is no guarantee of future results.

Betty hasn't suffered any losses from any of the market index decline. Yet, she participated in a portion of the market index advances. In addition, Betty will participate in a portion of any future market index upswings.

People who could Benefit from ING Secure Index Annuity



CD Holders

Perhaps you currently own a CD for its “safety,” earning a fixed 2-3% annually, unable to take part in stock market index increases, and unable to access your money without penalty until the CD expires. Now, you may be looking for a financial vehicle that allows you to experience stock market index-linked rewards with built-in guarantees, withdrawal privileges, flexible premiums, and more.

Consumers burned on the stock market decline

If you have suffered through the down-market times, you may be looking to rebound. You can have the opportunity to experience stock market index highs through index-linked rewards while being protected against the risk of stock market index lows with various guarantees.



Retirees who want to defer taxes

You may want to take advantage of the power of tax deferral. By deferring some of your taxes, you do not pay taxes on your earnings until you withdraw those earnings. Your money can accumulate tax-free through tax-deferred compounding, thus providing you with more earnings than are provided by taxable products.

ING:

A Powerful Global Leader

ING is one of the largest integrated financial services organizations in the world, offering a full range of financial products and services designed to meet the changing needs of its clientele. ING has over 113,000 employees in over 50 countries worldwide and over \$607 billion in assets under management.*

*As of 9/30/2004

Financial Strength

This fixed annuity contract is issued by ING USA Annuity and Life Insurance Company, a proud part of the global strength of ING. The parent company, ING Groep, N.V., is not responsible for the contractual obligations of the issuing company. ING USA Annuity and Life's annuity contracts are supported by a prudent, balanced investment approach which leaves us well positioned to meet our long-term obligations to you.

Contracts issued by ING USA Annuity and Life Insurance Company
Service office: P.O. Box 1635 Des Moines, IA 50306-1635

Guarantees based upon the claims-paying ability of the ING USA Annuity and Life Insurance Company.

This is a summary only. Rates subject to change. Product/features/caps not available in all states. State premium taxes may reduce the final value of your annuity. The contract does not directly participate in any stock or equity products. No participation in current year equity gains if annuitized prior to the end of the premium year for index strategies. You may be subject to federal income tax on amount withdrawn, as well as a 10% Federal penalty tax if you make withdrawals or surrender your annuity before age 59 1/2. Withdrawals do not participate in index gains. Federal law requires that withdrawals be taken first from interest earnings. All distributions from qualified annuities may be taxable. Read your contract for complete details. IRAs/qualified plans are already tax deferred; consider other annuity features. Neither the company nor its agents offer tax or legal advice. Please consult your tax advisor or attorney.

"S&P 500®" is a trademark of The McGraw-Hill Companies, Inc. and has been licensed for use by ING USA Annuity and Life Insurance Company. The Product is not sponsored, endorsed, sold or promoted by Standard & Poor's and Standard & Poor's makes no representation regarding the advisability of purchasing the Product. (The Index does not include dividends paid on the underlying stocks.)

