

SECURITIES AND EXCHANGE COMMISSION

FORM N-30D

Initial annual and semi-annual reports mailed to investment company shareholders pursuant to Rule 30e-1 (other than those required to be submitted as part of Form NCSR)

Filing Date: **1999-09-10** | Period of Report: **1999-06-30**
SEC Accession No. **0000950152-99-007478**

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FILER

NATIONWIDE VARIABLE ACCOUNT II

CIK: **356514** | IRS No.: **314156830** | State of Incorporation: **OH** | Fiscal Year End: **1231**
Type: **N-30D** | Act: **40** | File No.: **811-03330** | Film No.: **99709464**

Mailing Address
*NATIONWIDE LIFE
INSURANCE CO
ONE NATIONWIDE PLAZA
COLUMBUS OH 43216-6609*

Business Address
*NATIONWIDE LIFE
INSURANCE CO
ONE NATIONWIDE PLZ
COLUMBUS OH 43216
614-249-7111*

 Nationwide(R) Variable Account - II
 June 30, 1999

[THE BEST OF AMERICA (R) LOGO]

SEMI-ANNUAL REPORT

[LOGO NATIONWIDE]

Nationwide Life Insurance Company
 Home Office: Columbus, Ohio

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[LOGO NATIONWIDE]
 NATIONWIDE LIFE INSURANCE COMPANY
 ONE NATIONWIDE PLAZA, COLUMBUS, OHIO 43215-2220

[PICTURE]

PRESIDENT'S MESSAGE

On behalf of Nationwide Life Insurance Company, we are pleased to present the 1999 semi-annual report of the Nationwide Variable Account-II.

Equity investments performed well during the first half of 1999 with the major market indices showing double-digit gains. Fixed income investments did not fare as well during this period in the face of the Federal Reserve's inflation cautiousness. The Fed is mindful of the resilient U.S. economy and the increasingly tight labor pool that portends future wage inflation. Accordingly, we have seen a ratcheting-up of short-term interest rates to dampen the momentum of the current expansion. How aggressively the Fed may react to the perceived inflation threat only adds uncertainty to the already jittery equity markets. Over the long term, however, a slower but sustainable rate of growth, with low inflation, provides a favorable environment for further advances in financial assets.

At mid-year, we are pleased to report that all the mission-critical systems used to service our variable annuity and variable life business have been internally inventoried, assessed and tested as being Year 2000 compliant. We are currently contacting our critical business partners to determine if they will be Year 2000 compliant. Contingency plans are being developed and are to be completed by the end of the third quarter. All these steps are being taken to assure that Nationwide Financial will be able to continue to serve your financial needs into the Year 2000 and beyond.

Thank you for selecting Nationwide Financial to help you achieve your financial planning and retirement savings goals. You have our commitment to provide the consistent, high quality service you expect and deserve.

/s/ Joseph J. Gasper
 Joseph J. Gasper, President
 August 19, 1999

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 NATIONWIDE VARIABLE ACCOUNT-II

STATEMENT OF ASSETS, LIABILITIES AND CONTRACT OWNERS' EQUITY

JUNE 30, 1999
 (UNAUDITED)

<TABLE>
 <CAPTION>

ASSETS:

Investments at market value:

<S>	<C>
American Century VP - American Century VP Balanced (ACVPBal) 28,531,436 shares (cost \$216,902,234)	\$ 210,276,687
American Century VP - American Century VP Capital Appreciation (ACVPCapAp) 24,521,080 shares (cost \$234,758,293)	256,735,707
American Century VP - American Century VP Income & Growth (ACVPIncGr) 9,406,831 shares (cost \$62,246,971)	69,986,821
American Century VP - American Century VP International (ACVPInt) 37,423,696 shares (cost \$279,281,047)	306,125,836
American Century VP - American Century VP Value (ACVPValue) 13,919,175 shares (cost \$91,698,783)	94,511,200
American VI Series - Growth Fund (AVISGro) 541,330 shares (cost \$23,467,949)	35,224,360
American VI Series - High-Yield Bond Fund (AVISHiYld) 184,219 shares (cost \$2,620,858)	2,418,793
American VI Series - U.S. Government/AAA-Rated Securities Fund (AVISGvt) 369,448 shares (cost \$4,094,310)	4,004,811
The Dreyfus Socially Responsible Growth Fund, Inc. (DrySRGro) 9,636,025 shares (cost \$286,687,414)	337,742,677
Dreyfus Stock Index Fund (DryStkIx) 56,334,848 shares (cost \$1,602,533,332)	2,034,251,360
Dreyfus VIF - Capital Appreciation Portfolio (DryCapAp) 5,485,398 shares (cost \$189,763,964)	212,943,142
Dreyfus VIF - Growth and Income Portfolio (DryGrInc) 3,290,332 shares (cost \$71,046,177)	82,357,016
Fidelity VIP - Equity-Income Portfolio (FidVIPEI) 103,085,902 shares (cost \$2,082,815,849)	2,809,090,831
Fidelity VIP - Growth Portfolio (FidVIPGr) 72,260,723 shares (cost \$2,605,665,390)	3,304,482,853
Fidelity VIP - High Income Portfolio (FidVIPHI) 61,083,150 shares (cost \$714,865,608)	689,628,766
Fidelity VIP - Overseas Portfolio (FidVIPOv) 28,586,163 shares (cost \$558,637,021)	594,592,186
Fidelity VIP-II - Asset Manager Portfolio (FidVIPAM) 62,593,230 shares (cost \$955,124,087)	1,107,274,245

</TABLE>

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<TABLE>	<C>
<S>	<C>
Fidelity VIP-II - Contrafund Portfolio (FidVIPCon) 54,103,873 shares (cost \$1,034,278,981)	1,412,111,085
Fidelity VIP-III - Growth Opportunities Portfolio (FidVIPGrOp) 8,387,826 shares (cost \$175,604,964)	198,288,200
Morgan Stanley - Emerging Markets Debt Portfolio (MSEmMkt) 1,186,263 shares (cost \$8,134,787)	8,173,355
Nationwide SAT - Capital Appreciation Fund (NSATCapAp) 23,703,083 shares (cost \$557,239,157)	703,507,507
Nationwide SAT - Government Bond Fund (NSATGvtBd) 35,619,426 shares (cost \$417,214,330)	396,444,213
Nationwide SAT - Money Market Fund (NSATMyMkt) 1,098,683,256 shares (cost \$1,098,683,256)	1,098,683,256
Nationwide SAT - Small Cap Value Fund (NSATSmCapV) 4,310,919 shares (cost \$44,527,859)	47,808,094
Nationwide SAT - Small Company Fund (NSATSmCo) 14,252,079 shares (cost \$215,399,879)	245,563,322
Nationwide SAT - Total Return Fund (NSATTotRe)	

63,741,690 shares (cost \$915,099,621)	1,293,318,880
Neuberger &Berman AMT - Growth Portfolio (NBAMTGro) 16,132,242 shares (cost \$394,424,685)	411,856,148
Neuberger & Berman AMT - Guardian Portfolio (NBAMTGuard) 4,129,548 shares (cost \$57,391,905)	66,774,797
Neuberger &Berman AMT - Limited Maturity Bond Portfolio (NBAMTLMat) 11,908,063 shares (cost \$162,040,102)	155,876,549
Neuberger &Berman AMT - Partners Portfolio (NBAMTPart) 29,820,344 shares (cost \$586,031,081)	617,877,528
Oppenheimer VAF - Bond Fund (OppBdFd) 27,496,538 shares (cost \$324,756,758)	316,210,182
Oppenheimer VAF - Global Securities Fund (OppGlSec) 24,069,563 shares (cost \$485,957,823)	577,428,810
Oppenheimer VAF - Growth Fund (OppGro) 3,595,331 shares (cost \$130,646,086)	146,509,742
Oppenheimer VAF - Multiple Strategies Fund (OppMult) 18,734,474 shares (cost \$285,841,279)	317,361,997
Strong Opportunity Fund II, Inc. (StOpp2) 36,729,932 shares (cost \$728,595,910)	846,992,228
Strong VIF - Strong Discovery Fund II (StDisc2) 13,293,490 shares (cost \$154,765,673)	136,125,340
Strong VIF - Strong International Stock Fund II (StIntStk2) 3,976,548 shares (cost \$37,030,966)	38,691,807

</TABLE>

(Continued)

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Van Eck WIT - Worldwide Bond Fund (VEWrldBd) 7,292,302 shares (cost \$85,225,531)	78,611,012
Van Eck WIT - Worldwide Emerging Markets Fund (VEWrldEMkt) 10,300,591 shares (cost \$96,113,889)	107,023,145
Van Eck WIT - Worldwide Hard Assets Fund (VEWrldHAs) 7,062,521 shares (cost \$70,498,589)	75,639,600
Van Kampen LIT - Morgan Stanley Real Estate Securities Portfolio (MSRESec) 9,694,566 shares (cost \$147,817,035)	134,657,527
Warburg Pincus Trust - International Equity Portfolio (WPIntEq) 17,533,011 shares (cost \$200,811,278)	206,012,880
Warburg Pincus Trust - Post Venture Capital Portfolio (WPPVenCap) 2,018,248 shares (cost \$24,764,834)	26,802,328
Warburg Pincus Trust - Small Company Growth Portfolio (WPSmCoGr) 16,258,950 shares (cost \$257,841,747)	277,865,464
Total investments	22,093,862,287
Accounts receivable	14,472
Total assets	22,093,876,759
ACCOUNTS PAYABLE	49,736,193
CONTRACT OWNERS' EQUITY (NOTE 4)	\$ 22,044,140,566

</TABLE>

See accompanying notes to financial statements.

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NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>
<CAPTION>

	Total		ACVPBal	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	\$ 290,718,942	253,341,101	3,991,181	3,098,368
Mortality, expense and administration charges (note 2):				
BOA	(78,571,751)	(72,825,762)	(716,902)	(650,306)
BOAVision	(63,528,916)	(56,294,722)	(682,055)	(551,933)
BOAEnterprise	(128,643)	(93,329)	(1,372)	(815)
Net investment activity	148,489,630	124,127,288	2,590,852	1,895,314
Proceeds from mutual fund shares sold	5,882,828,507	4,147,720,751	14,154,195	8,590,626
Cost of mutual fund shares sold	(5,354,333,786)	(3,697,334,825)	(13,036,483)	(6,553,087)
Realized gain (loss) on investments	528,494,721	450,385,926	1,117,712	2,037,539
Change in unrealized gain (loss) on investments	482,864,663	232,401,682	(24,243,869)	491,824
Net gain (loss) on investments	1,011,359,384	682,787,608	(23,126,157)	2,529,363
Reinvested capital gains	744,263,367	1,093,474,941	27,539,149	19,212,723
Net increase (decrease) in contract owners' equity resulting from operations	1,904,112,381	1,900,389,837	7,003,844	23,637,400
Equity transactions:				
Purchase payments received from contract owners	798,937,993	1,310,371,181	9,412,618	11,800,162
Transfers between funds	--	--	(4,498,643)	20,024,530
Redemptions	(1,308,989,155)	(849,043,344)	(9,831,682)	(7,532,310)
Annuity benefits	(1,449,973)	(903,526)	(9,440)	(1,335)
Annual contract maintenance charge (note 2)	(4,542,049)	(4,274,386)	(41,847)	(40,220)
Contingent deferred sales charges (note 2)	(16,253,266)	(11,050,734)	(131,274)	(120,155)
Adjustments to maintain reserves	(349,774)	(217,173)	(0)	1,094
Net equity transactions	(532,646,223)	444,882,018	(5,100,268)	24,131,766
Net change in contract owners' equity	1,371,466,158	2,345,271,855	1,903,576	47,769,166
Contract owners' equity beginning of period	20,672,674,408	17,849,801,427	208,373,013	168,733,832
Contract owners' equity end of period	\$ 22,044,140,566	20,195,073,282	210,276,589	216,502,998

</TABLE>

<TABLE>

<CAPTION>

	ACVPCapAp		ACVPIncGr	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	--	--	11,166	--
Mortality, expense and administration charges (note 2):				
BOA	(1,235,092)	(1,608,272)	(201,915)	(9,919)
BOAVision	(419,291)	(478,438)	(163,350)	(4,921)
BOAEnterprise	(689)	(685)	(144)	(18)
Net investment activity	(1,655,072)	(2,087,395)	(354,243)	(14,858)
Proceeds from mutual fund shares sold	91,458,174	75,788,914	11,187,828	10,484,127
Cost of mutual fund shares sold	(103,431,218)	(85,986,818)	(9,782,112)	(10,520,048)
Realized gain (loss) on investments	(11,973,044)	(10,197,904)	1,405,716	(35,921)
Change in unrealized gain (loss) on investments	48,820,862	(1,561,206)	3,962,843	160,255
Net gain (loss) on investments	36,847,818	(11,759,110)	5,368,559	124,334

Reinvested capital gains	--	15,700,848	--	--
Net increase (decrease) in contract owners' equity resulting from operations	35,192,746	1,854,343	5,014,316	109,476
Equity transactions:				
Purchase payments received from contract owners	8,354,679	14,082,567	6,006,267	534,036
Transfers between funds	(18,413,937)	(44,700,789)	22,851,548	9,792,053
Redemptions	(19,086,761)	(20,162,465)	(2,549,800)	(31,960)
Annuity benefits	(28,306)	(28,713)	--	--
Annual contract maintenance charge (note 2)	(105,114)	(140,642)	(7,137)	(433)
Contingent deferred sales charges (note 2)	(208,688)	(249,534)	(42,340)	(477)
Adjustments to maintain reserves	1,068	(6,683)	(6,397)	(16)
Net equity transactions	(29,487,059)	(51,206,259)	26,252,142	10,293,203
Net change in contract owners' equity	5,705,687	(49,351,916)	31,266,458	10,402,679
Contract owners' equity beginning of period	251,055,304	339,991,098	38,714,070	--
Contract owners' equity end of period	256,760,991	290,639,182	69,980,528	10,402,679

</TABLE>

(Continued)

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NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>
<CAPTION>

	ACVPInt		ACVPValue	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	\$ --	1,241,910	591,931	491,657
Mortality, expense and administration charges (note 2):				
BOA	(962,253)	(764,982)	(199,110)	(222,249)
BOAVision	(1,076,236)	(883,590)	(274,143)	(316,022)
BOAEnterprise	(1,082)	(972)	(564)	(595)
Net investment activity	(2,039,571)	(407,634)	118,114	(47,209)
Proceeds from mutual fund shares sold	193,891,495	118,795,827	39,328,817	24,731,350
Cost of mutual fund shares sold	(189,829,255)	(100,938,867)	(42,275,018)	(23,255,567)
Realized gain (loss) on investments	4,062,240	17,856,960	(2,946,201)	1,475,783
Change in unrealized gain (loss) on investments	16,750,075	18,518,546	4,665,167	(3,719,654)
Net gain (loss) on investments	20,812,315	36,375,506	1,718,966	(2,243,871)
Reinvested capital gains	--	12,749,123	5,607,994	5,869,944
Net increase (decrease) in contract owners' equity resulting from operations	18,772,744	48,716,995	7,445,074	3,578,864
Equity transactions:				
Purchase payments received from contract owners	9,105,639	13,554,935	2,901,332	9,835,014
Transfers between funds	2,219,442	87,855,437	18,884,051	3,627,127
Redemptions	(15,677,181)	(9,101,590)	(3,454,811)	(3,343,829)
Annuity benefits	(16,654)	(5,268)	(4,154)	(1,508)
Annual contract maintenance charge (note 2)	(43,524)	(37,563)	(12,084)	(10,428)
Contingent deferred sales charges (note 2)	(212,580)	(108,237)	(55,715)	(58,620)
Adjustments to maintain reserves	10,468	(32,509)	2,253	(25,891)
Net equity transactions	(4,614,390)	92,125,205	18,260,873	10,021,865
Net change in contract owners' equity	14,158,354	140,842,200	25,705,947	13,600,729
Contract owners' equity beginning of period	291,977,777	181,376,626	68,785,191	68,407,922

	\$ 306,136,131	322,218,826	94,491,138	82,008,651
Contract owners' equity end of period				
<hr/>				
</TABLE>				
<TABLE>				
<CAPTION>				
	AVISGro		AVISHiYld	
	1999	1998	1999	1998
<hr/>				
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	32,521	47,312	123,208	131,272
Mortality, expense and administration charges (note 2):				
BOA	(214,319)	(183,514)	(16,389)	(21,388)
BOAVision	--	--		
BOAEnterprise	--	--		
<hr/>				
Net investment activity	(181,798)	(136,202)	106,819	109,884
<hr/>				
Proceeds from mutual fund shares sold	4,481,051	2,731,913	500,551	443,728
Cost of mutual fund shares sold	(2,317,262)	(1,503,444)	(521,057)	(407,097)
<hr/>				
Realized gain (loss) on investments	2,163,789	1,228,469	(20,506)	36,631
Change in unrealized gain (loss) on investments	4,971,008	3,231,627	(4,814)	(23,009)
<hr/>				
Net gain (loss) on investments	7,134,797	4,460,096	(25,320)	13,622
<hr/>				
Reinvested capital gains	--	--	--	--
<hr/>				
Net increase (decrease) in contract owners' equity resulting from operations	6,952,999	4,323,894	81,499	123,506
<hr/>				
Equity transactions:				
Purchase payments received from contract owners	249,677	312,678	27,276	93,773
Transfers between funds	267,046	(258,711)	(19,444)	192,111
Redemptions	(3,360,979)	(1,446,633)	(292,124)	(351,209)
Annuity benefits	(284)	(221)	(3,287)	(1,980)
Annual contract maintenance charge (note 2)	(6,434)	(6,741)	(821)	(1,093)
Contingent deferred sales charges (note 2)	(10,885)	(6,231)	(818)	(2,939)
Adjustments to maintain reserves	569	108	(82)	(2,694)
<hr/>				
Net equity transactions	(2,861,290)	(1,405,751)	(289,301)	(74,031)
<hr/>				
Net change in contract owners' equity	4,091,709	2,918,143	(207,802)	49,475
Contract owners' equity beginning of period	31,133,189	26,518,943	2,626,505	3,193,216
<hr/>				
Contract owners' equity end of period	35,224,898	29,437,086	2,418,703	3,242,691
<hr/>				

</TABLE>

NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>
<CAPTION>

	AVISGvt		DrySRGro	
	1999	1998	1999	1998
<hr/>				
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	\$ 126,968	142,175	--	--
Mortality, expense and administration charges (note 2):				
BOA	(28,030)	(31,272)	(1,071,515)	(693,083)
BOAVision	--	--	(966,459)	(694,517)
BOAEnterprise	--	--	(1,871)	(1,285)
<hr/>				
Net investment activity	98,938	110,903	(2,039,845)	(1,388,885)

Proceeds from mutual fund shares sold	504,249	1,389,899	57,634,136	68,861,675
Cost of mutual fund shares sold	(521,334)	(1,488,451)	(44,997,330)	(54,091,401)
Realized gain (loss) on investments	(17,085)	(98,552)	12,636,806	14,770,274
Change in unrealized gain (loss) on investments ..	(161,279)	124,054	22,930,018	18,409,814
Net gain (loss) on investments	(178,364)	25,502	35,566,824	33,180,088
Reinvested capital gains	--	--	--	--
Net increase (decrease) in contract owners' equity resulting from operations	(79,426)	136,405	33,526,979	31,791,203
Equity transactions:				
Purchase payments received from contract owners	82,878	92,358	18,444,034	19,863,181
Transfers between funds	(56,511)	(320,168)	35,564,212	18,615,537
Redemptions	(415,675)	(665,756)	(14,886,982)	(7,302,510)
Annuity benefits	(2,533)	(1,383)	(3,391)	(2,573)
Annual contract maintenance charge (note 2)	(1,665)	(2,256)	(79,820)	(56,132)
Contingent deferred sales charges (note 2)	(2,358)	(3,034)	(201,683)	(111,403)
Adjustments to maintain reserves	(6)	(1,934)	1,724	(202)
Net equity transactions	(395,870)	(902,173)	38,838,094	31,005,898
Net change in contract owners' equity	(475,296)	(765,768)	72,365,073	62,797,101
Contract owners' equity beginning of period	4,480,028	5,090,894	265,379,214	181,485,180
Contract owners' equity end of period	\$ 4,004,732	4,325,126	337,744,287	244,282,281

</TABLE>
<TABLE>
<CAPTION>

	DryStkIx		DryCapAp	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	10,564,367	9,004,652	10,752	4,487
Mortality, expense and administration charges (note 2):				
BOA	(5,525,756)	(3,732,666)	(643,195)	(139,296)
BOAVision	(7,153,018)	(5,073,072)	(668,534)	(161,835)
BOAEnterprise	(12,535)	(7,717)	(1,319)	(292)
Net investment activity	(2,126,942)	191,197	(1,302,296)	(296,936)
Proceeds from mutual fund shares sold	246,701,792	195,014,855	37,600,675	15,408,575
Cost of mutual fund shares sold	(158,053,527)	(126,455,346)	(33,966,852)	(13,437,419)
Realized gain (loss) on investments	88,648,265	68,559,509	3,633,823	1,971,156
Change in unrealized gain (loss) on investments ..	104,558,685	125,320,954	9,721,852	5,325,947
Net gain (loss) on investments	193,206,950	193,880,463	13,355,675	7,297,103
Reinvested capital gains	8,315,567	2,150,159	--	14,955
Net increase (decrease) in contract owners' equity resulting from operations	199,395,575	196,221,819	12,053,379	7,015,122
Equity transactions:				
Purchase payments received from contract owners	88,810,790	127,515,406	12,303,541	6,061,478
Transfers between funds	111,626,321	74,477,347	33,873,192	80,089,278
Redemptions	(86,530,953)	(45,748,814)	(12,314,741)	(1,724,843)
Annuity benefits	(164,315)	(112,324)	(2,294)	--
Annual contract maintenance charge (note 2)	(333,878)	(220,761)	(28,658)	(6,726)
Contingent deferred sales charges (note 2)	(1,325,777)	(677,050)	(142,181)	(21,483)
Adjustments to maintain reserves	18,808	(19,286)	4,038	(1,819)
Net equity transactions	112,100,996	155,214,518	33,692,899	84,395,885
Net change in contract owners' equity	311,496,571	351,436,337	45,746,278	91,411,007
Contract owners' equity beginning of period	1,722,772,232	1,096,238,216	167,200,842	10,047,888
Contract owners' equity end of period	2,034,268,803	1,447,674,553	212,947,120	101,458,895

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NATIONWIDE VARIABLE ACCOUNT-II
 STATEMENTS OF OPERATIONS AND CHANGES
 IN CONTRACT OWNERS' EQUITY
 SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
 (UNAUDITED)

	DryGrInc		FidVIPEI	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	\$ 339,287	323,763	39,615,425	36,741,162
Mortality, expense and administration charges (note 2):				
BOA	(203,776)	(167,049)	(10,099,054)	(10,712,723)
BOAVision	(324,224)	(291,655)	(8,069,370)	(8,027,553)
BOAEnterprise	(1,570)	(1,757)	(7,591)	(7,077)
Net investment activity	(190,283)	(136,698)	21,439,409	17,993,809
Proceeds from mutual fund shares sold	10,076,485	16,786,688	306,411,842	126,817,292
Cost of mutual fund shares sold	(9,693,078)	(14,944,734)	(187,834,294)	(78,868,247)
Realized gain (loss) on investments	383,407	1,841,954	118,577,548	47,949,045
Change in unrealized gain (loss) on investments	7,529,142	216,165	76,655,761	59,918,225
Net gain (loss) on investments	7,912,549	2,058,119	195,233,309	107,867,270
Reinvested capital gains	--	1,182,628	87,570,939	130,755,312
Net increase (decrease) in contract owners' equity resulting from operations	7,722,266	3,104,049	304,243,657	256,616,391
Equity transactions:				
Purchase payments received from contract owners	5,727,218	13,334,891	73,175,952	154,062,520
Transfers between funds	(7,493,393)	3,090,870	(140,048,349)	(27,958,257)
Redemptions	(3,966,232)	(2,023,969)	(143,976,169)	(110,198,633)
Annuity benefits	(283)	--	(185,496)	(134,521)
Annual contract maintenance charge (note 2)	(18,840)	(11,942)	(559,844)	(586,563)
Contingent deferred sales charges (note 2)	(85,050)	(37,007)	(1,660,850)	(1,411,722)
Adjustments to maintain reserves	178	(1,965)	(157,699)	(29,860)
Net equity transactions	(5,836,402)	14,350,878	(213,412,456)	13,742,964
Net change in contract owners' equity	1,885,864	17,454,927	90,831,201	270,359,355
Contract owners' equity beginning of period	80,471,309	55,629,567	2,718,198,740	2,596,523,771
Contract owners' equity end of period	\$ 82,357,173	73,084,494	2,809,029,941	2,866,883,126

	FidVIPGr		FidVIPHI	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	5,073,051	10,166,752	69,916,879	62,256,993
Mortality, expense and administration charges (note 2):				
BOA	(13,336,326)	(9,599,825)	(2,328,860)	(2,925,158)
BOAVision	(7,153,251)	(4,732,502)	(2,723,143)	(3,089,060)
BOAEnterprise	(11,717)	(6,153)	(2,179)	(2,570)
Net investment activity	(15,428,243)	(4,171,728)	64,862,697	56,240,205
Proceeds from mutual fund shares sold	350,791,984	201,708,740	279,781,744	157,086,198
Cost of mutual fund shares sold	(232,684,424)	(128,255,788)	(314,489,226)	(145,729,859)
Realized gain (loss) on investments	118,107,560	73,452,952	(34,707,482)	11,356,339
Change in unrealized gain (loss) on investments	(38,669,597)	26,018,613	21,019,693	(72,127,907)
Net gain (loss) on investments	79,437,963	99,471,565	(13,687,789)	(60,771,568)

Reinvested capital gains	318,968,052	265,940,840	2,613,715	39,559,131
Net increase (decrease) in contract owners' equity resulting from operations	382,977,772	361,240,677	53,788,623	35,027,768
Equity transactions:				
Purchase payments received from contract owners	97,040,068	101,685,493	19,693,435	51,352,801
Transfers between funds	241,185,441	(9,862,648)	(66,617,513)	(12,682,764)
Redemptions	(188,033,525)	(90,684,232)	(46,242,231)	(41,835,430)
Annuity benefits	(272,830)	(112,474)	(35,062)	(26,557)
Annual contract maintenance charge (note 2)	(731,590)	(620,563)	(116,092)	(139,679)
Contingent deferred sales charges (note 2)	(1,880,001)	(1,237,780)	(594,658)	(490,653)
Adjustments to maintain reserves	103,289	8,268	27,148	(6,108)
Net equity transactions	147,410,851	(823,936)	(93,884,972)	(3,828,390)
Net change in contract owners' equity	530,388,623	360,416,741	(40,096,349)	31,199,378
Contract owners' equity beginning of period	2,774,103,603	1,994,796,761	729,750,831	827,837,454
Contract owners' equity end of period	3,304,492,226	2,355,213,502	689,654,482	859,036,832

</TABLE>

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NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>
<CAPTION>

	FidVIPOv		FidVIPAM	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	\$ 8,607,336	11,424,188	37,279,047	34,225,218
Mortality, expense and administration charges (note 2):				
BOA	(2,647,999)	(3,046,856)	(5,215,844)	(5,370,672)
BOAVision	(1,101,760)	(1,167,358)	(2,207,137)	(2,102,846)
BOAEnterprise	(304)	(464)	(1,715)	(1,071)
Net investment activity	4,857,273	7,209,510	29,854,351	26,750,629
Proceeds from mutual fund shares sold	438,195,889	218,974,841	94,367,216	45,636,033
Cost of mutual fund shares sold	(430,655,378)	(188,346,824)	(77,934,816)	(36,152,009)
Realized gain (loss) on investments	7,540,511	30,628,017	16,432,400	9,484,024
Change in unrealized gain (loss) on investments	16,711,526	16,880,888	(43,739,964)	(46,622,683)
Net gain (loss) on investments	24,252,037	47,508,905	(27,307,564)	(37,138,659)
Reinvested capital gains	13,882,800	33,671,290	47,220,126	102,675,653
Net increase (decrease) in contract owners' equity resulting from operations	42,992,110	88,389,705	49,766,913	92,287,623
Equity transactions:				
Purchase payments received from contract owners	12,725,800	20,229,608	29,679,952	48,762,142
Transfers between funds	(5,504,157)	(12,780,304)	(34,689,864)	(18,517,640)
Redemptions	(33,835,069)	(31,470,503)	(74,926,291)	(57,534,196)
Annuity benefits	(72,706)	(65,664)	(114,798)	(87,522)
Annual contract maintenance charge (note 2)	(144,148)	(173,771)	(300,063)	(326,426)
Contingent deferred sales charges (note 2)	(343,719)	(378,230)	(699,172)	(746,761)
Adjustments to maintain reserves	3,191	(3,085)	3,985	(10,659)
Net equity transactions	(27,170,807)	(24,641,949)	(81,046,252)	(28,461,062)
Net change in contract owners' equity	15,821,303	63,747,756	(31,279,339)	63,826,561
Contract owners' equity beginning of period	578,773,393	585,358,058	1,138,558,288	1,080,601,131
Contract owners' equity end of period	\$ 594,594,696	649,105,814	1,107,278,949	1,144,427,692

	FidVIPCon		FidVIPGrOp	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	6,098,599	6,336,699	1,703,363	757,412
Mortality, expense and administration charges (note 2):				
BOA	(4,029,642)	(2,911,050)	(502,280)	(259,476)
BOAVision	(4,906,306)	(3,702,966)	(711,815)	(335,457)
BOAEnterprise	(3,878)	(2,697)	(812)	(539)
Net investment activity	(2,841,227)	(280,014)	488,456	161,940
Proceeds from mutual fund shares sold	117,999,214	68,652,622	31,255,780	16,255,006
Cost of mutual fund shares sold	(69,404,448)	(45,027,636)	(26,948,490)	(14,950,932)
Realized gain (loss) on investments	48,594,766	23,624,986	4,307,290	1,304,074
Change in unrealized gain (loss) on investments	40,498,343	74,666,240	2,876,763	4,095,258
Net gain (loss) on investments	89,093,109	98,291,226	7,184,053	5,399,332
Reinvested capital gains	44,723,057	46,619,997	3,184,549	2,632,909
Net increase (decrease) in contract owners' equity resulting from operations	130,974,939	144,631,209	10,857,058	8,194,181
Equity transactions:				
Purchase payments received from contract owners	53,986,917	68,494,623	13,967,012	20,544,272
Transfers between funds	60,140,404	(20,797,205)	22,663,816	41,995,241
Redemptions	(56,384,796)	(30,880,679)	(7,891,022)	(2,661,376)
Annuity benefits	(51,867)	(9,174)	(40)	--
Annual contract maintenance charge (note 2)	(242,795)	(189,743)	(27,699)	(11,359)
Contingent deferred sales charges (note 2)	(843,083)	(500,214)	(108,764)	(23,728)
Adjustments to maintain reserves	20,872	(7,576)	622	(1,289)
Net equity transactions	56,625,652	16,110,032	28,603,925	59,841,761
Net change in contract owners' equity	187,600,591	160,741,241	39,460,983	68,035,942
Contract owners' equity beginning of period	1,224,548,927	898,176,376	158,829,125	47,657,224
Contract owners' equity end of period	1,412,149,518	1,058,917,617	198,290,108	115,693,166

</TABLE>

(Continued)

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NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>
<CAPTION>

	MSEmMkt		NSATCapAp	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	\$ --	--	1,862,260	2,147,228
Mortality, expense and administration charges (note 2):				
BOA	(32,325)	(30,698)	(2,390,158)	(1,665,100)
BOAVision	(31,455)	(34,834)	(2,058,027)	(1,444,644)
BOAEnterprise	(6)	(91)	(17,451)	(8,421)
Net investment activity	(63,786)	(65,623)	(2,603,375)	(970,937)
Proceeds from mutual fund shares sold	26,228,043	12,131,618	117,848,687	48,204,741
Cost of mutual fund shares sold	(26,038,987)	(11,951,972)	(78,307,505)	(30,117,070)

Realized gain (loss) on investments	189,056	179,646	39,541,182	18,087,671
Change in unrealized gain (loss) on investments	762,187	(647,489)	33,550,274	58,809,868
Net gain (loss) on investments	951,243	(467,843)	73,091,456	76,897,539
Reinvested capital gains	--	--	--	--
Net increase (decrease) in contract owners' equity resulting from operations	887,457	(533,466)	70,488,081	75,926,602
Equity transactions:				
Purchase payments received from contract owners	429,421	970,358	32,237,189	43,519,033
Transfers between funds	(1,344,897)	2,259,468	(63,379,305)	63,443,682
Redemptions	(520,403)	(433,935)	(33,537,659)	(17,238,317)
Annuity benefits	--	--	(14,635)	(3,744)
Annual contract maintenance charge (note 2)	(1,703)	(1,071)	(144,421)	(87,745)
Contingent deferred sales charges (note 2)	(8,325)	(6,773)	(469,398)	(217,785)
Adjustments to maintain reserves	54	3,730	7,011	19,839
Net equity transactions	(1,445,853)	2,791,777	(65,301,218)	89,434,963
Net change in contract owners' equity	(558,396)	2,258,311	5,186,863	165,361,565
Contract owners' equity beginning of period	8,731,806	8,146,810	698,327,731	363,605,489
Contract owners' equity end of period	\$ 8,173,410	10,405,121	703,514,594	528,967,054

	NSATGvtBd		NSATMyMkt	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	11,189,173	8,975,341	25,103,584	22,143,936
Mortality, expense and administration charges (note 2):				
BOA	(1,648,068)	(1,378,254)	(3,910,962)	(3,214,953)
BOAVision	(1,200,500)	(684,227)	(3,349,749)	(2,504,258)
BOAEnterprise	(4,050)	(1,343)	(7,238)	(3,465)
Net investment activity	8,336,555	6,911,517	17,835,635	16,421,260
Proceeds from mutual fund shares sold	69,669,932	60,679,769	1,809,935,555	1,484,819,800
Cost of mutual fund shares sold	(67,953,586)	(56,392,188)	(1,809,935,556)	(1,484,819,800)
Realized gain (loss) on investments	1,716,346	4,287,581	(1)	--
Change in unrealized gain (loss) on investments	(22,283,958)	(1,274,119)	--	--
Net gain (loss) on investments	(20,567,612)	3,013,462	(1)	--
Reinvested capital gains	--	--	--	--
Net increase (decrease) in contract owners' equity resulting from operations	(12,231,057)	9,924,979	17,835,634	16,421,260
Equity transactions:				
Purchase payments received from contract owners	25,796,170	16,842,041	85,172,299	152,025,923
Transfers between funds	(28,741,507)	10,026,757	181,689,852	(63,365,080)
Redemptions	(29,852,228)	(18,803,296)	(203,591,460)	(88,757,206)
Annuity benefits	(42,130)	(12,497)	(12,916)	(17,716)
Annual contract maintenance charge (note 2)	(85,486)	(80,302)	(192,420)	(160,142)
Contingent deferred sales charges (note 2)	(274,135)	(210,798)	(2,896,906)	(1,118,076)
Adjustments to maintain reserves	(7,727)	(11,858)	(524,262)	(20,794)
Net equity transactions	(33,207,043)	7,750,047	59,644,188	(1,413,091)
Net change in contract owners' equity	(45,438,100)	17,675,026	77,479,822	15,008,169
Contract owners' equity beginning of period	441,874,130	299,681,912	971,315,955	839,446,496
Contract owners' equity end of period	396,436,030	317,356,938	1,048,795,777	854,454,665

</TABLE>

<TABLE>
<CAPTION>

	NSATSmCapV		NSATSmCo	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	\$ --	--	--	--
Mortality, expense and administration charges (note 2):				
BOA	(74,401)	(3,412)	(728,783)	(921,830)
BOAVision	(61,887)	(2,478)	(905,710)	(1,099,383)
BOAEnterprise	(227)	(18)	(3,388)	(4,881)
Net investment activity	(136,516)	(5,908)	(1,637,881)	(2,026,094)
Proceeds from mutual fund shares sold	54,359,039	6,223,530	140,035,545	132,047,603
Cost of mutual fund shares sold	(50,983,250)	(6,296,508)	(147,128,945)	(109,947,843)
Realized gain (loss) on investments	3,375,789	(72,978)	(7,093,400)	22,099,760
Change in unrealized gain (loss) on investments	2,704,788	(37,526)	22,245,869	(4,600,996)
Net gain (loss) on investments	6,080,577	(110,504)	15,152,469	17,498,764
Reinvested capital gains	573,405	--	--	--
Net increase (decrease) in contract owners' equity resulting from operations	6,517,466	(116,412)	13,514,588	15,472,670
Equity transactions:				
Purchase payments received from contract owners	785,438	167,770	9,574,468	23,526,278
Transfers between funds	28,006,868	5,478,839	(46,291,578)	(15,739,063)
Redemptions	(1,112,890)	(101,373)	(12,400,824)	(10,134,672)
Annuity benefits	--	--	(13,433)	(7,540)
Annual contract maintenance charge (note 2)	(2,507)	(109)	(53,127)	(57,792)
Contingent deferred sales charges (note 2)	(16,786)	(2,064)	(185,520)	(137,970)
Adjustments to maintain reserves	315	(17)	(5,219)	(2,129)
Net equity transactions	27,660,437	5,543,046	(49,375,233)	(2,552,888)
Net change in contract owners' equity	34,177,903	5,426,634	(35,860,645)	12,919,782
Contract owners' equity beginning of period	13,630,519	--	281,418,074	290,550,224
Contract owners' equity end of period	\$ 47,808,422	5,426,634	245,557,429	303,470,006

	NSATTotRe		NBAMTGro	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends	4,852,023	6,368,682	--	--
Mortality, expense and administration charges (note 2):				
BOA	(4,696,052)	(4,473,032)	(2,080,416)	(2,369,715)
BOAVision	(3,619,090)	(3,237,715)	(713,865)	(834,939)
BOAEnterprise	(28,088)	(20,901)	(1,321)	(1,307)
Net investment activity	(3,491,207)	(1,362,966)	(2,795,601)	(3,205,961)
Proceeds from mutual fund shares sold	119,901,944	27,953,959	160,735,413	120,406,852
Cost of mutual fund shares sold	(64,023,117)	(14,216,509)	(179,838,075)	(113,939,537)
Realized gain (loss) on investments	55,878,827	13,737,450	(19,102,662)	6,467,315
Change in unrealized gain (loss) on investments	66,876,780	135,574,768	4,904,592	(60,188,248)
Net gain (loss) on investments	122,755,607	149,312,218	(14,198,070)	(53,720,933)
Reinvested capital gains	565,910	--	23,683,476	124,274,598
Net increase (decrease) in contract owners' equity resulting from operations	119,830,310	147,949,252	6,689,805	67,347,704
Equity transactions:				
Purchase payments received from contract owners	47,187,871	89,681,344	9,718,976	16,777,782
Transfers between funds	(44,877,569)	10,886,852	(60,488,788)	(14,431,585)
Redemptions	(59,307,507)	(50,510,589)	(28,060,950)	(24,294,610)

Annuity benefits	(127,900)	(96,407)	(48,771)	(40,385)
Annual contract maintenance charge (note 2)	(315,656)	(263,644)	(124,733)	(145,581)
Contingent deferred sales charges (note 2)	(782,293)	(583,024)	(255,901)	(258,060)
Adjustments to maintain reserves	15,176	24,570	49	(8,760)
Net equity transactions	(58,207,878)	49,139,102	(79,260,117)	(22,401,199)
Net change in contract owners' equity	61,622,432	197,088,354	(72,570,312)	44,946,505
Contract owners' equity beginning of period	1,231,708,938	1,035,147,551	484,441,048	477,494,040
Contract owners' equity end of period	1,293,331,370	1,232,235,905	411,870,736	522,440,545

</TABLE>

(Continued)

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NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>
<CAPTION>

	NBAMTGuard		NBAMTLMat	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends.....	\$ 165,509	--	9,460,320	11,658,274
Mortality, expense and administration charges (note 2):				
BOA.....	(150,721)	(13,610)	(653,426)	(725,803)
BOAVision.....	(203,775)	(42,513)	(457,330)	(514,138)
BOAEnterprise.....	(538)	(21)	(432)	(451)
Net investment activity.....	(189,526)	(56,144)	8,349,132	10,417,882
Proceeds from mutual fund shares sold.....	8,953,790	1,124,661	26,481,089	27,530,038
Cost of mutual fund shares sold.....	(8,935,283)	(1,166,532)	(27,747,217)	(28,037,204)
Realized gain (loss) on investments.....	18,507	(41,871)	(1,266,128)	(507,166)
Change in unrealized gain (loss) on investments....	8,160,327	(357,883)	(7,625,457)	(6,577,711)
Net gain (loss) on investments.....	8,178,834	(399,754)	(8,891,585)	(7,084,877)
Reinvested capital gains.....	--	--	--	--
Net increase (decrease) in contract owners' equity resulting from operations.....	7,989,308	(455,898)	(542,453)	3,333,005
Equity transactions:				
Purchase payments received from contract owners.....	3,433,741	383,686	5,425,255	13,293,975
Transfers between funds.....	22,060,365	29,531,145	(15,768,567)	(11,199,400)
Redemptions.....	(4,502,438)	(262,732)	(11,751,298)	(12,244,793)
Annuity benefits.....	--	--	(35,307)	(7,751)
Annual contract maintenance charge (note 2).....	(7,669)	(624)	(29,664)	(33,202)
Contingent deferred sales charges (note 2).....	(58,520)	(3,068)	(106,558)	(111,457)
Adjustments to maintain reserves.....	671	(100)	(5,657)	45
Net equity transactions.....	20,926,150	29,648,307	(22,271,797)	(10,302,583)
Net change in contract owners' equity.....	28,915,458	29,192,409	(22,814,250)	(6,969,578)
Contract owners' equity beginning of period.....	37,860,012	--	178,684,975	188,450,178
Contract owners' equity end of period.....	\$ 66,775,470	29,192,409	155,870,725	181,480,600

</TABLE>
<TABLE>
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	NBAMTPart		OppBdFd	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends.....	7,337,748	3,116,604	15,414,869	4,888,363

Mortality, expense and administration charges (note 2):				
BOA.....	(1,772,050)	(2,498,541)	(1,005,445)	(924,022)
BOAVision.....	(2,435,162)	(3,225,984)	(1,222,849)	(1,090,273)
BOAEnterprise.....	(3,901)	(5,469)	(2,036)	(951)
Net investment activity.....	3,126,635	(2,613,390)	13,184,540	2,873,117
Proceeds from mutual fund shares sold.....	163,207,305	124,191,440	37,034,630	37,901,793
Cost of mutual fund shares sold.....	(143,715,540)	(98,023,788)	(36,607,143)	(35,006,289)
Realized gain (loss) on investments.....	19,491,765	26,167,652	427,487	2,895,504
Change in unrealized gain (loss) on investments....	36,172,211	(79,282,377)	(22,803,852)	(654,044)
Net gain (loss) on investments.....	55,663,976	(53,114,725)	(22,376,365)	2,241,460
Reinvested capital gains.....	12,761,301	98,173,016	1,480,371	4,423,968
Net increase (decrease) in contract owners' equity resulting from operations	71,551,912	42,444,901	(7,711,454)	9,538,545
Equity transactions:				
Purchase payments received from contract owners	20,294,009	71,012,596	13,590,018	22,076,862
Transfers between funds	(111,373,575)	(20,152,842)	(9,180,722)	(2,641,675)
Redemptions	(27,063,676)	(28,346,780)	(18,633,460)	(12,199,727)
Annuity benefits	(13,475)	(6,044)	(46,798)	(41,597)
Annual contract maintenance charge (note 2).....	(122,587)	(130,960)	(51,953)	(50,020)
Contingent deferred sales charges (note 2).....	(403,470)	(391,118)	(242,562)	(173,434)
Adjustments to maintain reserves.....	(839)	256	(867)	(1,247)
Net equity transactions.....	(118,683,612)	21,985,108	(14,566,343)	6,969,162
Net change in contract owners' equity	(47,131,700)	64,430,009	(22,277,797)	16,507,707
Contract owners' equity beginning of period.....	665,008,012	777,189,563	338,486,831	290,966,291
Contract owners' equity end of period.....	617,876,312	841,619,572	316,209,034	307,473,998

</TABLE>

(Continued)

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NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>

<CAPTION>

	OppGISec		OppGro	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends.....	\$ 6,228,265	10,856,886	374,223	188,351
Mortality, expense and administration charges (note 2):				
BOA.....	(1,780,015)	(1,804,398)	(397,379)	(102,797)
BOAVision.....	(1,876,325)	(1,836,779)	(325,811)	(91,138)
BOAEnterprise.....	(856)	(962)	(833)	(284)
Net investment activity.....	2,571,068	7,214,747	(349,800)	(5,868)
Proceeds from mutual fund shares sold.....	90,318,858	59,938,116	12,835,213	6,921,199
Cost of mutual fund shares sold.....	(62,592,628)	(40,682,858)	(11,436,143)	(6,683,106)
Realized gain (loss) on investments.....	27,726,230	19,255,258	1,399,070	238,093
Change in unrealized gain (loss) on investments....	19,056,359	(10,214,150)	9,949,243	1,708,886
Net gain (loss) on investments.....	46,782,589	9,041,108	11,348,313	1,946,979
Reinvested capital gains.....	17,453,216	40,867,407	4,110,735	2,272,563
Net increase (decrease) in contract owners' equity resulting from operations.....	66,806,873	57,123,262	15,109,248	4,213,674
Equity transactions:				
Purchase payments received from contract owners.....	15,396,326	31,758,518	8,807,987	8,643,848
Transfers between funds.....	(21,136,977)	4,686,767	67,029,236	12,910,039

Redemptions.....	(25,301,098)	(18,731,010)	(7,892,931)	(776,512)
Annuity benefits.....	(22,916)	(8,763)	(4,506)	(788)
Annual contract maintenance charge (note 2).....	(103,880)	(107,412)	(24,809)	(4,247)
Contingent deferred sales charges (note 2).....	(352,947)	(267,859)	(83,804)	(8,494)
Adjustments to maintain reserves.....	37,051	2,106	(1,608)	(1,719)
Net equity transactions.....	(31,484,441)	17,332,347	67,829,565	20,762,127
Net change in contract owners' equity.....	35,322,432	74,455,609	82,938,813	24,975,801
Contract owners' equity beginning of period.....	542,142,739	489,322,679	63,555,624	16,190,114
Contract owners' equity end of period.....	\$ 577,465,171	563,778,288	146,494,437	41,165,915

</TABLE>

<TABLE>
<CAPTION>

	OppMult		StOpp2	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends.....	10,981,914	3,212,145	--	275,073
Mortality, expense and administration charges (note 2):.....				
BOA.....	(1,120,044)	(1,270,217)	(3,406,897)	(3,503,823)
BOAVision.....	(1,038,263)	(1,125,718)	(1,930,702)	(2,014,302)
BOAEnterprise.....	(1,526)	(1,258)	(2,697)	(2,704)
Net investment activity.....	8,822,081	814,952	(5,340,296)	(5,245,756)
Proceeds from mutual fund shares sold.....	42,151,571	10,856,307	135,864,498	83,757,828
Cost of mutual fund shares sold.....	(34,463,695)	(7,837,962)	(105,908,928)	(53,875,976)
Realized gain (loss) on investments.....	7,687,876	3,018,345	29,955,570	29,881,852
Change in unrealized gain (loss) on investments.....	(8,574,969)	(673,378)	28,042,158	(29,228,918)
Net gain (loss) on investments.....	(887,093)	2,344,967	57,997,728	652,934
Reinvested capital gains.....	15,885,380	18,630,439	85,940,550	101,358,207
Net increase (decrease) in contract owners' equity resulting from operations.....	23,820,368	21,790,358	138,597,982	96,765,385
Equity transactions:				
Purchase payments received from contract owners.....	8,608,673	23,403,887	19,130,921	35,730,746
Transfers between funds.....	(29,388,163)	(6,362,589)	(53,470,047)	(10,308,522)
Redemptions.....	(17,905,934)	(16,522,311)	(42,924,449)	(28,921,115)
Annuity benefits.....	(27,135)	(15,347)	(31,553)	(24,176)
Annual contract maintenance charge (note 2).....	(69,697)	(76,041)	(182,804)	(197,185)
Contingent deferred sales charges (note 2).....	(202,428)	(202,593)	(493,291)	(397,012)
Adjustments to maintain reserves.....	2,718	(9,862)	53,445	8,185
Net equity transactions.....	(38,981,966)	215,144	(77,917,777)	(4,109,079)
Net change in contract owners' equity.....	(15,161,598)	22,005,502	60,680,205	92,656,306
Contract owners' equity beginning of period.....	332,525,906	340,972,204	786,368,057	764,227,770
Contract owners' equity end of period.....	317,364,308	362,977,706	847,048,262	856,884,076

</TABLE>

(Continued)

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NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>
<CAPTION>

	StDisc2		StIntStk2	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends.....	\$ --	--	138,546	530,498

Mortality, expense and administration charges (note 2):				
BOA.....	(611,285)	(781,617)	(103,970)	(146,258)
BOAVision.....	(388,469)	(508,056)	(138,460)	(191,882)
BOAEnterprise.....	(182)	(294)	(151)	(185)
Net investment activity.....	(999,936)	(1,289,967)	(104,035)	192,173
Proceeds from mutual fund shares sold.....	50,743,895	46,665,592	47,745,347	20,333,342
Cost of mutual fund shares sold.....	(48,639,945)	(40,771,871)	(48,520,139)	(22,524,186)
Realized gain (loss) on investments.....	2,103,950	5,893,721	(774,792)	(2,190,844)
Change in unrealized gain (loss) on investments.....	(32,691,129)	5,783,102	4,759,409	5,184,345
Net gain (loss) on investments.....	(30,587,179)	11,676,823	3,984,617	2,993,501
Reinvested capital gains.....	20,481,549	2,856,579	--	--
Net increase (decrease) in contract owners' equity resulting from operations.....	(11,105,566)	13,243,435	3,880,582	3,185,674
Equity transactions:				
Purchase payments received from contract owners.....	4,475,650	8,162,317	1,256,708	2,716,958
Transfers between funds.....	(23,567,558)	(18,778,298)	(1,603,998)	(6,535,651)
Redemptions.....	(8,400,824)	(7,500,752)	(2,076,278)	(2,007,256)
Annuity benefits.....	(5,976)	(4,989)	(2,151)	(2,347)
Annual contract maintenance charge (note 2).....	(41,321)	(53,133)	(7,526)	(9,688)
Contingent deferred sales charges (note 2).....	(124,100)	(118,796)	(32,809)	(33,050)
Adjustments to maintain reserves.....	146	(7,281)	452	(4,864)
Net equity transactions.....	(27,663,982)	(18,300,932)	(2,465,603)	(5,875,898)
Net change in contract owners' equity.....	(38,769,548)	(5,057,497)	1,414,979	(2,690,224)
Contract owners' equity beginning of period.....	174,894,389	195,266,423	37,277,231	49,718,321
Contract owners' equity end of period.....	\$136,124,841	190,208,926	38,692,210	47,028,097

</TABLE>

<TABLE>
<CAPTION>

	VEWrldBd		VEWrldEMkt	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends.....	3,808,176	874,183	--	606,759
Mortality, expense and administration charges (note 2):				
BOA.....	(340,763)	(380,834)	(197,909)	(215,894)
BOAVision.....	(250,624)	(259,631)	(173,485)	(232,693)
BOAEnterprise.....	(116)	(101)	(562)	(467)
Net investment activity.....	3,216,673	233,617	(371,956)	157,705
Proceeds from mutual fund shares sold	39,631,979	17,480,822	74,941,359	48,944,375
Cost of mutual fund shares sold.....	(38,412,771)	(17,397,970)	(60,225,112)	(68,879,745)
Realized gain (loss) on investments.....	1,219,208	82,852	14,716,247	(19,935,370)
Change in unrealized gain (loss) on investments.....	(13,351,943)	2,215,510	8,049,873	4,262,247
Net gain (loss) on investments.....	(12,132,735)	2,298,362	22,766,120	(15,673,123)
Reinvested capital gains.....	1,701,526	--	--	539,341
Net increase (decrease) in contract owners' equity resulting from operations.....	(7,214,536)	2,531,979	22,394,164	(14,976,077)
Equity transactions:				
Purchase payments received from contract owners.....	2,275,770	3,372,107	2,113,307	5,659,239
Transfers between funds.....	(8,903,821)	(1,481,831)	52,252,887	(18,747,855)
Redemptions.....	(6,883,134)	(6,292,171)	(4,739,094)	(3,174,552)
Annuity benefits.....	(11,642)	(5,739)	(734)	(1,882)
Annual contract maintenance charge (note 2).....	(18,526)	(20,805)	(11,977)	(14,703)
Contingent deferred sales charges (note 2).....	(79,050)	(55,858)	(46,085)	(45,362)
Adjustments to maintain reserves.....	(1,875)	(2,989)	45,902	12,786
Net equity transactions.....	(13,622,277)	(4,487,286)	49,614,206	(16,312,329)

Net change in contract owners' equity.....	(20,836,813)	(1,955,307)	72,008,370	(31,288,406)
Contract owners' equity beginning of period.....	99,446,008	97,264,864	35,036,893	77,776,313
Contract owners' equity end of period.....	78,609,195	95,309,557	107,045,263	46,487,907

</TABLE>

NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>
<CAPTION>

	VEWrlldHAS		MSRESec	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends.....	\$ 987,982	711,661	8,729,269	393,097
Mortality, expense and administration charges (note 2):				
BOA.....	(299,495)	(482,321)	(429,478)	(769,496)
BOAVision.....	(169,755)	(261,589)	(509,583)	(863,330)
BOAEnterprise.....	(384)	(496)	(957)	(1,359)
Net investment activity.....	518,348	(32,745)	7,789,251	(1,241,088)
Proceeds from mutual fund shares sold.....	76,026,743	57,468,176	55,028,999	55,400,128
Cost of mutual fund shares sold.....	(81,003,083)	(69,323,681)	(62,729,612)	(49,387,335)
Realized gain (loss) on investments.....	(4,976,340)	(11,855,505)	(7,700,613)	6,012,793
Change in unrealized gain (loss) on investments.....	15,354,058	(21,882,300)	9,189,183	(22,459,894)
Net gain (loss) on investments.....	10,377,718	(33,737,805)	1,488,570	(16,447,101)
Reinvested capital gains.....	--	17,475,241	--	3,868,070
Net increase (decrease) in contract owners' equity resulting from operations.....	10,896,066	(16,295,309)	9,277,821	(13,820,119)
Equity transactions:				
Purchase payments received from contract owners.....	1,707,742	3,859,730	3,640,188	15,377,243
Transfers between funds.....	4,882,677	(16,545,723)	(29,139,471)	(46,026,010)
Redemptions.....	(5,572,635)	(4,750,419)	(8,534,716)	(8,772,346)
Annuity benefits.....	(1,521)	(2,187)	(2,929)	(2,897)
Annual contract maintenance charge (note 2).....	(20,979)	(31,268)	(26,618)	(39,873)
Contingent deferred sales charges (note 2).....	(71,579)	(59,311)	(123,252)	(102,222)
Adjustments to maintain reserves.....	3,754	(71,638)	(3,024)	(4,508)
Net equity transactions.....	927,459	(17,600,816)	(34,189,821)	(39,570,613)
Net change in contract owners' equity.....	11,823,525	(33,896,125)	(24,912,000)	(53,390,732)
Contract owners' equity beginning of period.....	63,818,047	127,190,392	159,566,073	268,677,705
Contract owners' equity end of period.....	\$ 75,641,572	93,294,267	134,654,073	215,286,973

</TABLE>

<TABLE>
<CAPTION>

	WPIntEq		WPPVenCap	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Investment activity:				
Reinvested dividends.....	--	--	--	--
Mortality, expense and administration charges (note 2):				
BOA.....	(589,525)	(840,510)	(70,868)	(64,309)
BOAVision.....	(815,651)	(1,151,747)	(79,826)	(60,040)
BOAEnterprise.....	(299)	(729)	(157)	(216)
Net investment activity.....	(1,405,475)	(1,992,986)	(150,851)	(124,565)
Proceeds from mutual fund shares sold.....	79,903,842	109,278,040	20,740,495	31,925,665
Cost of mutual fund shares sold.....	(87,305,761)	(107,139,977)	(20,107,157)	(30,207,975)

Realized gain (loss) on investments.....	(7,401,919)	2,138,063	633,338	1,717,690
Change in unrealized gain (loss) on investments.....	20,941,836	34,758,926	1,630,224	575,939
Net gain (loss) on investments.....	13,539,917	36,896,989	2,263,562	2,293,629
Reinvested capital gains.....	--	--	--	--
Net increase (decrease) in contract owners' equity resulting from operations.....	12,134,442	34,904,003	2,112,711	2,169,064
Equity transactions:				
Purchase payments received from contract owners.....	6,176,378	15,406,815	624,500	1,675,659
Transfers between funds.....	(29,827,089)	(42,413,480)	2,875,876	3,736,868
Redemptions.....	(9,959,687)	(9,741,464)	(980,425)	(1,115,131)
Annuity benefits.....	(10,876)	(5,711)	--	--
Annual contract maintenance charge (note 2).....	(36,678)	(48,425)	(3,769)	(3,726)
Contingent deferred sales charges (note 2).....	(159,499)	(132,161)	(12,254)	(11,515)
Adjustments to maintain reserves.....	255	2,818	53	(130)
Net equity transactions.....	(33,817,196)	(36,931,608)	2,503,981	4,282,025
Net change in contract owners' equity	(21,682,754)	(2,027,605)	4,616,692	6,451,089
Contract owners' equity beginning of period.....	227,695,750	286,776,025	22,185,686	14,678,793
Contract owners' equity end of period.....	206,012,996	284,748,420	26,802,378	21,129,882

</TABLE>

(Continued)

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NATIONWIDE VARIABLE ACCOUNT-II
STATEMENTS OF OPERATIONS AND CHANGES
IN CONTRACT OWNERS' EQUITY
SIX MONTH PERIODS ENDED JUNE 30, 1999 AND 1998
(UNAUDITED)

<TABLE>
<CAPTION>

	WPSmCoGr	
	1999	1998
<S>	<C>	<C>
Investment activity:		
Reinvested dividends.....	\$ --	--
Mortality, expense and administration charges (note 2):		
BOA.....	(903,059)	(1,194,562)
BOAVision.....	(972,471)	(1,368,706)
BOAEnterprise.....	(1,906)	(2,248)
Net investment activity.....	(1,877,436)	(2,565,516)
Proceeds from mutual fund shares sold.....	96,181,619	141,376,448
Cost of mutual fund shares sold.....	(103,399,006)	(115,793,369)
Realized gain (loss) on investments.....	(7,217,387)	25,583,079
Change in unrealized gain (loss) on investments.....	22,994,385	(7,716,827)
Net gain (loss) on investments.....	15,776,998	17,866,252
Reinvested capital gains.....	--	--
Net increase (decrease) in contract owners' equity resulting from operations.....	13,899,562	15,300,736
Equity transactions:		
Purchase payments received from contract owners.....	9,383,903	22,114,528
Transfers between funds.....	(52,247,794)	(40,111,858)
Redemptions.....	(13,826,135)	(12,709,338)
Annuity benefits.....	(4,927)	(3,802)
Annual contract maintenance charge (note 2).....	(59,488)	(73,647)
Contingent deferred sales charges (note 2).....	(222,196)	(217,616)
Adjustments to maintain reserves.....	222	(1,506)
Net equity transactions.....	(56,976,417)	(31,003,239)

Net change in contract owners' equity.....	(43,076,855)	(15,702,503)
Contract owners' equity beginning of period.....	320,942,393	383,397,113
	-----	-----
Contract owners' equity end of period.....	\$277,865,538	367,694,610
	=====	=====

</TABLE>

See accompanying notes to financial statements.

NATIONWIDE VARIABLE ACCOUNT-II

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 1999 AND 1998

(UNAUDITED)

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Organization and Nature of Operations

The Nationwide Variable Account-II (the Account) was established pursuant to a resolution of the Board of Directors of Nationwide Life Insurance Company (the Company) on October 7, 1981. The Account has been registered as a unit investment trust under the Investment Company Act of 1940.

The Company offers tax qualified and non-tax qualified Individual Deferred Variable Annuity Contracts, and Individual Modified Single Premium Deferred Variable Annuity Contracts through the Account. The primary distribution for the contracts is through the brokerage community; however, other distributors are utilized.

(b) The Contracts

Only contracts without a front-end sales charge, but with a contingent deferred sales charge and certain other fees are offered for purchase. See note 2 for a discussion of contract expenses.

With certain exceptions, contract owners in either the accumulation or the payout phase may invest in the following:

<TABLE>
<CAPTION>

<S> <C>

Portfolios of the American Century Variable Portfolios, Inc. (American Century VP);
American Century VP - American Century VP Balanced (ACVPBal)
American Century VP - American Century VP Capital Appreciation (ACVPCapAp)
American Century VP - American Century VP Income & Growth (ACVPIncGr)
American Century VP - American Century VP International (ACVPInt)
American Century VP - American Century VP Value (ACVPValue)

Funds of the American Variable Insurance Series (American VI Series) (available only for contracts issued on or after May 1, 1987 and before September 1, 1989);

American VISeries - Growth Fund (AVISGro)
American VISeries - High-Yield Bond Fund (AVISHiYld)
American VISeries - U.S. Government/AAA-Rated Securities Fund (AVISGvt)

The Dreyfus Socially Responsible Growth Fund, Inc. (DrySRGro)

Dreyfus Stock Index Fund (DryStkIx)

Portfolios of the Dreyfus Variable Investment Fund (Dreyfus VIF);

Dreyfus VIF - Capital Appreciation Portfolio (DryCapAp)
Dreyfus VIF - Growth andIncome Portfolio (DryGrInc)

Portfolios of the Fidelity Variable Insurance Products Fund (Fidelity VIP);

Fidelity VIP - Equity-Income Portfolio (FidVIPEI)
Fidelity VIP - Growth Portfolio (FidVIPGr)
Fidelity VIP - High Income Portfolio (FidVIPHI)
Fidelity VIP - Overseas Portfolio (FidVIPOv)

Portfolios of the Fidelity Variable Insurance Products Fund II (Fidelity VIP-II);

Fidelity VIP-II - Asset Manager Portfolio (FidVIPAM)
Fidelity VIP-II - Contrafund Portfolio (FidVIPCon)

Portfolio of the Fidelity Variable Insurance Products Fund III (Fidelity VIP-III);

Fidelity VIP-III - Growth Opportunities Portfolio (FidVIPGrOp)

</TABLE>

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<TABLE>
<CAPTION>

<S>

<C>

Portfolio of the Morgan Stanley Universal Funds, Inc. (Morgan Stanley);
Morgan Stanley - Emerging Markets Debt Portfolio (MSEmMkt)

Funds of the Nationwide Separate Account Trust (Nationwide SAT)
(managed for a fee by an affiliated investment advisor);
Nationwide SAT - Capital Appreciation Fund (NSATCapAp)
Nationwide SAT - Government Bond Fund (NSATGvtBd)
Nationwide SAT - Money Market Fund (NSATMyMkt)
Nationwide SAT - Small Cap Value Fund (NSATSmCapV)
Nationwide SAT - Small Company Fund (NSATSmCo)
Nationwide SAT - Total Return Fund (NSATTotRe)

Portfolios of the Neuberger & Berman Advisers Management Trust (Neuberger & Berman AMT);
Neuberger & Berman AMT - Growth Portfolio (NBAMTGro)
Neuberger & Berman AMT - Guardian Portfolio (NBAMTGuard)
Neuberger & Berman AMT - Limited Maturity Bond Portfolio (NBAMTLMat)
Neuberger & Berman AMT - Partners Portfolio (NBAMTPart)

Funds of the Oppenheimer Variable Account Funds (Oppenheimer VAF);
Oppenheimer VAF - Bond Fund (OppBdFd)
Oppenheimer VAF - Global Securities Fund (OppG1Sec)
Oppenheimer VAF - Growth Fund (OppGro)
Oppenheimer VAF - Multiple Strategies Fund (OppMult)

Strong Opportunity Fund II, Inc. (StOpp2)

Funds of the Strong Variable Insurance Funds, Inc. (Strong VIF);
Strong VIF - Strong Discovery Fund II (StDisc2) Strong VIF -
Strong International Stock Fund II (StIntStk2)

Funds of the Van Eck Worldwide Insurance Trust (Van Eck WIT);
Van Eck WIT - Worldwide Bond Fund (VEWrldBd)
Van Eck WIT - Worldwide Emerging Markets Fund (VEWrldeMkt)
Van Eck WIT - Worldwide Hard Assets Fund (VEWrldHAs)

Portfolio of the Van Kampen Life Investment Trust (Van Kampen LIT);
Van Kampen LIT - Morgan Stanley Real Estate Securities Portfolio (MSRESec)

Portfolios of the Warburg Pincus Trust;
Warburg Pincus Trust - International Equity Portfolio (WPIntEq)
Warburg Pincus Trust - Post Venture Capital Portfolio (WPPVenCap)
Warburg Pincus Trust - Small Company Growth Portfolio (WPSmCoGr)

</TABLE>

At June 30, 1999, contract owners have invested in all of the above funds. The contract owners' equity is affected by the investment results of each fund, equity transactions by contract owners and certain contract expenses (see note 2).

The accompanying financial statements include only contract owners' purchase payments pertaining to the variable portions of their contracts and exclude any purchase payments for fixed dollar benefits, the latter being included in the accounts of the Company.

A contract owner may choose from among a number of different underlying mutual fund options. The underlying mutual fund options are not available to the general public directly. The underlying mutual funds are available as investment options in variable life insurance policies or variable annuity contracts issued by life insurance companies or, in some cases, through participation in certain qualified pension or retirement plans.

Some of the underlying mutual funds have been established by investment advisers which manage publicly traded mutual funds having similar names and investment objectives. While some of the underlying mutual funds may be similar to, and may in fact be modeled after, publicly traded mutual funds, the underlying mutual funds are not otherwise directly related to any publicly traded mutual fund. Consequently, the investment performance of publicly traded mutual funds and any corresponding underlying mutual funds may differ substantially.

The market value of the underlying mutual funds is based on the closing net asset value per share at June 30, 1999. The cost of investments sold is determined on the specific identification basis. Investment transactions are accounted for on the trade date (date the order to buy or sell is executed) and dividend income is recorded on the ex-dividend date.

(d) Federal Income Taxes

Operations of the Account form a part of, and are taxed with, operations of the Company which is taxed as a life insurance company under the Internal Revenue Code.

The Company does not provide for income taxes within the Account. Taxes are the responsibility of the contract owner upon termination or withdrawal.

(e) Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with generally accepted accounting principles may require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities, if any, at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(2) EXPENSES

The Company does not deduct a sales charge from purchase payments received from the contract owners. However, if any part of the contract value of such contracts is surrendered the Company will, with certain exceptions, deduct from a contract owner's contract value a contingent deferred sales charge. For contracts issued prior to December 15, 1988, the contingent deferred sales charge will be equal to 5% of the lesser of the total of all purchase payments made within 96 months prior to the date of the request for surrender or the amount surrendered. For contracts issued on or after December 15, 1988, the Company will deduct a contingent deferred sales charge not to exceed 7% of the lesser of purchase payments or the amount surrendered, such charge declining 1% per year, to 0%, after the purchase payment has been held in the contract for 84 months. No sales charges are deducted on redemptions used to purchase units in the fixed investment options of the Company.

The following contract charges are deducted by the Company: (a) for The BEST OF AMERICA(R) contracts, an annual contract maintenance charge of up to \$30, dependent on contract type and issue date, which is satisfied by surrendering units; and (b) for The BEST OF AMERICA(R) contracts issued prior to December 15, 1988, a charge for mortality and expense risk assessed through the daily unit value calculation equal to an annual rate of 0.80% and 0.50%, respectively; for The BEST OF AMERICA(R) contracts issued on or after December 15, 1988, a mortality risk charge, an expense risk charge and an administration charge assessed through the daily unit value calculation equal to an annual rate of 0.80%, 0.45% and 0.05%, respectively; for The BEST OF AMERICA(R) America's Vision Annuity(SM) contracts, a mortality risk charge, an expense risk charge and an administration charge assessed through the daily unit value calculation equal to an annual rate of 0.80%, 0.45% and 0.15%, respectively; and for The BEST OF AMERICA(R) Nationwide Insurance Enterprise Annuity contracts, a mortality risk charge assessed through the daily unit value calculation equal to an annual rate of 0.80%.

(3) RELATED PARTY TRANSACTIONS

The Company performs various services on behalf of the Mutual Fund Companies in which the Account invests and may receive fees for the services performed. These services include, among other things, shareholder communications, preparation, postage, fund transfer agency and various other record keeping and customer service functions. These fees are paid to an affiliate of the Company.

(4) COMPONENTS OF CONTRACT OWNERS' EQUITY

The following is a summary of contract owners' equity at June 30, 1999, for each series, in both the accumulation and payout phases.

<TABLE>
<CAPTION>

Contract owners' equity represented by:	UNITS	UNIT VALUE	PERIOD RETURN*
	-----	-----	-----

Contracts in accumulation phase:

<S>	<C>	<C>	<C>	<C>
The BEST OF AMERICA(R) contracts:				
American Century VP -				
American Century VP Balanced:				
Tax qualified.....	3,234,753	\$ 19.322019	\$ 62,501,959	3%
Non-tax qualified.....	2,475,479	19.322019	47,831,252	3%
American Century VP -				
American Century VP Capital Appreciation:				
Tax qualified.....	5,023,302	25.179076	126,482,103	15%
Non-tax qualified.....	2,787,469	25.179076	70,185,894	15%
American Century VP -				
American Century VP Income & Growth:				
Tax qualified.....	1,725,147	11.805502	20,366,226	9%
Non-tax qualified.....	1,622,917	11.805502	19,159,350	9%
American Century VP -				
American Century VP International:				
Tax qualified.....	5,000,729	17.194193	85,983,500	7%
Non-tax qualified.....	3,875,935	17.194193	66,643,574	7%
American Century VP -				
American Century VP Value:				
Tax qualified.....	1,424,056	14.678541	20,903,064	12%
Non-tax qualified.....	1,574,279	14.678541	23,108,119	12%
American VI Series - Growth Fund:				
Tax qualified.....	354,359	51.909060	18,394,443	23%
Non-tax qualified.....	324,105	51.909060	16,823,986	23%
American VI Series -				
High-Yield Bond Fund:				
Tax qualified.....	57,557	26.276992	1,512,425	3%
Non-tax qualified.....	32,495	26.276992	853,871	3%
American VI Series - U.S. Government/ AAA-Rated Securities Fund:				
Tax qualified.....	118,482	20.646137	2,446,196	(2)%
Non-tax qualified.....	73,645	20.646137	1,520,485	(2)%
The Dreyfus Socially Responsible Growth Fund, Inc.:				
Tax qualified.....	3,953,405	30.902126	122,168,619	12%
Non-tax qualified.....	2,020,847	30.902126	62,448,469	12%
Dreyfus Stock Index Fund:				
Tax qualified.....	18,402,956	30.474479	560,820,496	11%
Non-tax qualified.....	12,148,447	30.474479	370,217,593	11%
Dreyfus VIF -				
Capital Appreciation Portfolio:				
Tax qualified.....	4,268,309	13.992265	59,723,311	7%
Non-tax qualified.....	3,417,338	13.992265	47,816,299	7%
Dreyfus VIF -				
Growth and Income Portfolio:				
Tax qualified.....	1,470,024	13.952585	20,510,635	10%
Non-tax qualified.....	898,703	13.952585	12,539,230	10%

</TABLE>

<TABLE>
<CAPTION>

<S>	<C>	<C>	<C>	<C>
Fidelity VIP - Equity-Income Portfolio:				
Tax qualified.....	21,113,998	43.744874	923,629,182	12%
Non-tax qualified.....	15,301,767	43.744874	669,373,869	12%
Fidelity VIP - Growth Portfolio:				
Tax qualified.....	18,162,267	73.433363	1,333,716,346	14%
Non-tax qualified.....	11,545,720	73.433363	847,841,048	14%
Fidelity VIP - High Income Portfolio:				
Tax qualified.....	5,716,649	28.883354	165,115,997	7%
Non-tax qualified.....	5,570,332	28.883354	160,889,871	7%
Fidelity VIP - Overseas Portfolio:				
Tax qualified.....	10,512,149	21.813554	229,307,330	7%
Non-tax qualified.....	8,515,817	21.813554	185,760,234	7%
Fidelity VIP-II - Asset Manager Portfolio:				
Tax qualified.....	17,421,844	28.881589	503,170,538	5%
Non-tax qualified.....	9,945,122	28.881589	287,230,926	5%
Fidelity VIP-II - Contrafund Portfolio:				
Tax qualified.....	17,036,283	23.031155	392,365,274	11%
Non-tax qualified.....	11,965,802	23.031155	275,586,241	11%
Fidelity VIP-III -				
Growth Opportunities Portfolio:				
Tax qualified.....	3,552,339	14.224667	5,530,839	6%
Non-tax qualified.....	2,459,045	14.224667	34,979,096	6%
Morgan Stanley -				
Emerging Markets Debt Portfolio:				
Tax qualified.....	273,409	7.782426	2,127,785	12%
Non-tax qualified.....	235,602	7.782426	1,833,555	12%

Nationwide SAT -				
Capital Appreciation Fund:				
Tax qualified.....	6,269,915	34.047394	213,474,266	11%
Non-tax qualified.....	5,025,769	34.047394	171,114,337	11%
Nationwide SAT -				
Government Bond Fund:				
Tax qualified.....	3,821,891	34.260857	130,941,261	(3)%
Non-tax qualified.....	3,080,461	34.170358	105,260,455	(3)%
Nationwide SAT - Money Market Fund:				
Tax qualified.....	11,601,141	24.282403	281,703,581	2%
Non-tax qualified.....	11,991,240	24.282403	291,176,122	2%
Nationwide SAT - Small Cap Value Fund:				
Tax qualified.....	1,164,872	10.479095	12,206,804	23%
Non-tax qualified.....	1,461,242	10.479095	15,312,494	23%
Nationwide SAT - Small Company Fund:				
Tax qualified.....	4,294,390	17.077954	73,339,395	7%
Non-tax qualified.....	2,498,877	17.077954	42,675,706	7%
Nationwide SAT - Total Return Fund:				
Tax qualified.....	4,305,921	102.724125	442,321,967	10%
Non-tax qualified.....	3,054,139	100.078914	305,654,914	10%
Neuberger & Berman AMT -				
Growth Portfolio:				
Tax qualified.....	4,152,627	44.221607	183,635,839	2%
Non-tax qualified.....	2,910,065	44.221607	128,687,151	2%
Neuberger & Berman AMT -				
Guardian Portfolio:				
Tax qualified.....	1,636,559	10.813704	17,697,265	16%
Non-tax qualified.....	1,163,802	10.813704	12,585,010	16%

(Continued)

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<TABLE>
<CAPTION>

<S>	<C>	<C>	<C>	<C>
Neuberger & Berman AMT -				
Limited Maturity Bond Portfolio:				
Tax qualified.....	2,680,861	18.168779	48,707,971	0%
Non-tax qualified.....	2,522,583	18.168779	45,832,253	0%
Neuberger & Berman AMT -				
Partners Portfolio:				
Tax qualified.....	6,436,059	25.876629	166,543,511	13%
Non-tax qualified.....	3,967,698	25.876629	102,670,649	13%
Oppenheimer VAF - Bond Fund:				
Tax qualified.....	4,222,481	19.270538	81,369,481	(2)%
Non-tax qualified.....	3,423,695	19.270538	65,976,445	(2)%
Oppenheimer VAF -				
Global Securities Fund:				
Tax qualified.....	9,009,558	20.412655	183,908,999	13%
Non-tax qualified.....	5,276,504	20.412655	107,707,456	13%
Oppenheimer VAF - Growth Fund:				
Tax qualified.....	3,518,951	14.686183	51,679,958	15%
Non-tax qualified.....	2,024,027	14.686183	29,725,231	15%
Oppenheimer VAF -				
Multiple Strategies Fund:				
Tax qualified.....	4,205,671	23.685327	99,612,693	8%
Non-tax qualified.....	2,945,835	23.685327	69,773,065	8%
Strong Opportunity Fund II, Inc.:				
Tax qualified.....	9,849,736	34.775677	342,531,238	19%
Non-tax qualified.....	6,162,608	34.775677	214,308,865	19%
Strong VIF - Strong Discovery Fund II:				
Tax qualified.....	2,855,527	17.637548	50,364,495	(6)%
Non-tax qualified.....	2,044,199	17.637548	36,054,658	(6)%
Strong VIF -				
Strong International Stock Fund II:				
Tax qualified.....	992,387	9.879979	9,804,763	11%
Non-tax qualified.....	782,214	9.879979	7,728,258	11%
Van Eck WIT - Worldwide Bond Fund:				
Tax qualified.....	1,574,664	15.168513	23,885,311	(8)%
Non-tax qualified.....	1,535,489	15.168513	23,291,085	(8)%
Van Eck WIT -				
Worldwide Emerging Markets Fund:				
Tax qualified.....	3,872,582	8.287687	32,094,747	45%
Non-tax qualified.....	3,999,605	8.287687	28,174,862	45%
Van Eck WIT -				
Worldwide Hard Assets Fund:				
Tax qualified.....	1,897,093	12.620722	23,942,683	17%
Non-tax qualified.....	1,942,523	12.620722	24,516,043	17%

Van Kampen LIT - Morgan Stanley				
Real Estate Securities Portfolio:				
Tax qualified.....	1,870,731	16.833721	31,491,364	8%
Non-tax qualified.....	1,868,366	16.833721	31,451,552	8%
Warburg Pincus Trust -				
International Equity Portfolio:				
Tax qualified.....	4,231,500	12.330740	52,177,526	6%
Non-tax qualified.....	3,118,043	12.330740	38,447,778	6%
Warburg Pincus Trust -				
Post Venture Capital Portfolio:				
Tax qualified.....	486,831	13.387269	6,517,338	12%
Non-tax qualified.....	551,082	13.387269	7,377,483	12%

</TABLE>

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<TABLE>
<CAPTION>

<S>	<C>	<C>	<C>	<C>
Warburg Pincus Trust -				
Small Company Growth Portfolio:				
Tax qualified.....	4,929,904	16.220417	79,965,099	6%
Non-tax qualified.....	3,639,298	16.220417	59,030,931	6%
The BEST OF AMERICA(R) Nationwide Insurance				
Enterprise Annuity contracts:				
American Century VP -				
American Century VP Balanced:				
Tax qualified.....	15,510	15.560004	241,336	4%
Non-tax qualified.....	8,749	15.560004	136,134	4%
American Century VP -				
American Century VP Capital Appreciation:				
Tax qualified.....	9,150	10.098510	92,401	16%
Non-tax qualified.....	12,778	10.098510	129,039	16%
American Century VP -				
American Century VP Income & Growth:				
Tax qualified.....	546	11.875091	6,484	9%
Non-tax qualified.....	3,577	11.875091	42,477	9%
American Century VP -				
American Century VP International:				
Tax qualified.....	4,263	17.422535	74,272	7%
Non-tax qualified.....	11,860	17.422535	206,631	7%
American Century VP -				
American Century VP Value:				
Tax qualified.....	1,573	14.866345	23,385	13%
Non-tax qualified.....	10,133	14.866345	150,641	13%
The Dreyfus Socially Responsible				
Growth Fund, Inc.:				
Tax qualified.....	15,593	22.818698	355,812	12%
Non-tax qualified.....	14,251	22.818698	325,189	12%
Dreyfus Stock Index Fund:				
Tax qualified.....	77,181	24.086276	1,859,003	12%
Non-tax qualified.....	68,765	24.086276	1,656,293	12%
Dreyfus VIF -				
Capital Appreciation Portfolio:				
Tax qualified.....	8,758	14.131473	123,763	7%
Non-tax qualified.....	18,967	14.131473	268,032	7%
Dreyfus VIF -				
Growth and Income Portfolio:				
Tax qualified.....	18,052	14.131094	255,095	11%
Non-tax qualified.....	12,711	14.131094	179,620	11%
Fidelity VIP - Equity-Income Portfolio:				
Tax qualified.....	53,813	19.214686	1,034,000	12%
Non-tax qualified.....	50,985	19.214686	979,661	12%
Fidelity VIP - Growth Portfolio:				
Tax qualified.....	74,966	21.195347	1,588,930	14%
Non-tax qualified.....	68,511	21.195347	1,452,114	14%
Fidelity VIP - High Income Portfolio:				
Tax qualified.....	19,372	13.684479	265,096	8%
Non-tax qualified.....	19,869	13.684479	271,897	8%
Fidelity VIP - Overseas Portfolio:				
Tax qualified.....	961	15.694737	15,083	8%
Non-tax qualified.....	4,549	15.694737	71,395	8%

(Continued)

</TABLE>

<S>	<C>	<C>	<C>	<C>
Fidelity VIP-II - Asset Manager Portfolio:				
Tax qualified.....	12,678	17.150035	217,428	5%
Non-tax qualified.....	13,475	17.150035	231,097	5%
Fidelity VIP-II - Contrafund Portfolio:				
Tax qualified.....	23,654	21.612534	511,223	11%
Non-tax qualified.....	25,185	21.612534	544,312	11%
Fidelity VIP-III -				
Growth Opportunities Portfolio:				
Tax qualified.....	5,838	14.366195	83,870	6%
Non-tax qualified.....	9,466	14.366195	135,990	6%
Morgan Stanley -				
Emerging Markets Debt Portfolio:				
Tax qualified.....	52	7.860012	409	13%
Non-tax qualified.....	131	7.860012	1,030	13%
Nationwide SAT -				
Capital Appreciation Fund:				
Tax qualified.....	98,665	25.825581	2,548,081	11%
Non-tax qualified.....	96,018	25.825581	2,479,721	11%
Nationwide SAT -				
Government Bond Fund:				
Tax qualified.....	40,733	12.064451	491,421	(3)%
Non-tax qualified.....	35,508	12.064451	564,435	(3)%
Nationwide SAT - Money Market Fund:				
Tax qualified.....	110,642	11.674145	1,291,651	2%
Non-tax qualified.....	87,371	11.674145	1,019,902	2%
Nationwide SAT - Small Cap Value Fund:				
Tax qualified.....	1,772	10.540921	18,679	23%
Non-tax qualified.....	7,601	10.540921	80,122	23%
Nationwide SAT - Small Company Fund:				
Tax qualified.....	20,227	17.384086	351,628	7%
Non-tax qualified.....	34,677	17.384086	602,828	7%
Nationwide SAT - Total Return Fund:				
Tax qualified.....	187,658	21.053855	3,950,924	10%
Non-tax qualified.....	181,346	21.053855	3,818,032	10%
Neuberger & Berman AMT -				
Growth Portfolio:				
Tax qualified.....	9,218	16.246061	149,756	3%
Non-tax qualified.....	13,419	16.246061	218,006	3%
Neuberger & Berman AMT -				
Guardian Portfolio:				
Tax qualified.....	1,454	10.877466	15,816	17%
Non-tax qualified.....	12,603	10.877466	137,089	17%
Neuberger & Berman AMT -				
Limited Maturity Bond Portfolio:				
Tax qualified.....	2,361	11.542197	27,251	0%
Non-tax qualified.....	4,876	11.542197	56,280	0%
Neuberger & Berman AMT -				
Partners Portfolio:				
Tax qualified.....	28,440	20.630675	586,736	13%
Non-tax qualified.....	23,102	20.630675	476,610	13%
Oppenheimer VAF - Bond Fund:				
Tax qualified.....	26,286	12.023907	316,060	(2)%
Non-tax qualified.....	18,814	12.023907	226,218	(2)%

</TABLE>

<S>	<C>	<C>	<C>	<C>
Oppenheimer VAF -				
Global Securities Fund:				
Tax qualified.....	8,105	18.366982	148,864	13%
Non-tax qualified.....	9,167	18.366982	168,370	13%
Oppenheimer VAF - Growth Fund:				
Tax qualified.....	12,669	14.832325	187,911	15%
Non-tax qualified.....	6,166	14.832325	91,456	15%
Oppenheimer VAF -				
Multiple Strategies Fund:				
Tax qualified.....	14,782	15.689055	231,916	8%
Non-tax qualified.....	10,860	15.689055	170,383	8%
Strong Opportunity Fund II, Inc.:				
Tax qualified.....	19,154	20.737964	397,215	19%
Non-tax qualified.....	16,602	20.737964	344,292	19%
Strong VIF - Strong Discovery Fund II:				
Tax qualified.....	850	11.591822	9,853	(6)%
Non-tax qualified.....	3,362	11.591822	38,972	(6)%
Strong VIF -				

Strong International Stock Fund II:				
Tax qualified.....	3,674	10.007202	36,766	11%
Non-tax qualified.....	510	10.007202	5,104	11%
Van Eck WIT - Worldwide Bond Fund:				
Tax qualified.....	367	10.818796	3,970	(7)%
Non-tax qualified.....	1,128	10.818796	12,204	(7)%
Van Eck WIT - Worldwide Emerging Markets Fund:				
Tax qualified.....	21,406	8.393816	179,678	45%
Non-tax qualified.....	18,823	8.393816	157,997	45%
Van Eck WIT - Worldwide Hard Assets Fund:				
Tax qualified.....	2,041	10.189491	20,797	18%
Non-tax qualified.....	8,695	10.189491	88,598	18%
Van Kampen LIT - Morgan Stanley Real Estate Securities Portfolio:				
Tax qualified.....	4,482	16.867354	75,599	8%
Non-tax qualified.....	10,253	16.867354	172,941	8%
Warburg Pincus Trust - International Equity Portfolio:				
Tax qualified.....	3,611	12.200117	44,055	6%
Non-tax qualified.....	2,834	12.200117	34,575	6%
Warburg Pincus Trust - Post Venture Capital Portfolio:				
Tax qualified.....	866	13.558595	11,742	12%
Non-tax qualified.....	2,898	13.558595	39,293	12%
Warburg Pincus Trust - Small Company Growth Portfolio:				
Tax qualified.....	11,319	14.816258	167,705	6%
Non-tax qualified.....	24,071	14.816258	356,642	6%
The BEST OF AMERICA(R) America's Vision Annuity(SM) contracts:				
American Century VP - American Century VP Balanced:				
Tax qualified.....	2,368,104	17.764505	42,068,195	3%
Non-tax qualified.....	3,229,493	17.764505	57,370,345	3%

(Continued)

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<S>	<C>	<C>	<C>	<C>
American Century VP - American Century VP Capital Appreciation:				
Tax qualified.....	1,890,896	12.800556	24,204,520	15%
Non-tax qualified.....	2,769,455	12.800556	35,450,564	15%
American Century VP - American Century VP Income & Growth:				
Tax qualified.....	1,225,015	11.791575	14,444,856	9%
Non-tax qualified.....	1,353,605	11.791575	15,961,135	9%
American Century VP - American Century VP International:				
Tax qualified.....	3,671,489	17.108826	62,814,866	7%
Non-tax qualified.....	5,268,655	17.108826	90,140,502	7%
American Century VP - American Century VP Value:				
Tax qualified.....	1,366,250	14.641154	20,003,477	12%
Non-tax qualified.....	2,063,558	14.641154	30,212,870	12%
The Dreyfus Socially Responsible Growth Fund, Inc.:				
Tax qualified.....	2,293,150	29.112733	66,759,864	12%
Non-tax qualified.....	2,941,689	29.112733	85,640,606	12%
Dreyfus Stock Index Fund:				
Tax qualified.....	15,210,194	30.210588	459,508,904	11%
Non-tax qualified.....	21,148,161	30.210588	638,898,379	11%
Dreyfus VIF - Capital Appreciation Portfolio:				
Tax qualified.....	3,111,691	13.964500	43,453,209	7%
Non-tax qualified.....	4,405,179	13.964500	61,516,122	7%
Dreyfus VIF - Growth and Income Portfolio:				
Tax qualified.....	1,465,400	13.917036	20,394,025	10%
Non-tax qualified.....	2,045,824	13.917036	28,471,806	10%
Fidelity VIP - Equity-Income Portfolio:				
Tax qualified.....	20,153,946	25.129305	506,454,656	12%
Non-tax qualified.....	28,070,724	25.129305	705,397,785	12%
Fidelity VIP - Growth Portfolio:				
Tax qualified.....	15,972,433	28.959466	462,533,130	14%

Non-tax qualified.....	22,579,542	28.959466	653,891,479	14%
Fidelity VIP - High Income Portfolio:				
Tax qualified.....	9,413,456	15.444036	145,381,753	7%
Non-tax qualified.....	14,074,617	15.444036	217,368,892	7%
Fidelity VIP - Overseas Portfolio:				
Tax qualified.....	4,187,806	16.697821	69,927,235	7%
Non-tax qualified.....	6,525,672	16.697821	108,964,503	7%
Fidelity VIP-II - Asset Manager Portfolio:				
Tax qualified.....	7,781,714	17.594332	136,914,060	5%
Non-tax qualified.....	10,147,625	17.594332	178,540,683	5%
Fidelity VIP-II - Contrafund Portfolio:				
Tax qualified.....	13,750,257	22.938209	315,406,269	10%
Non-tax qualified.....	18,612,954	22.938209	426,947,829	10%
Fidelity VIP-III -				
Growth Opportunities Portfolio:				
Tax qualified.....	3,231,127	14.196438	45,870,494	6%
Non-tax qualified.....	4,684,377	14.196438	66,501,468	6%

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<TABLE>

<CAPTION>

<S>	<C>	<C>	<C>	<C>
Morgan Stanley -				
Emerging Markets Debt Portfolio:				
Tax qualified.....	166,933	7.766958	1,296,562	12%
Non-tax qualified.....	375,188	7.766958	2,914,069	12%
Nationwide SAT -				
Capital Appreciation Fund:				
Tax qualified.....	4,502,483	30.094617	135,500,501	11%
Non-tax qualified.....	5,917,963	30.094617	178,098,830	11%
Nationwide SAT -				
Government Bond Fund:				
Tax qualified.....	5,319,640	12.885276	68,545,030	(3)%
Non-tax qualified.....	7,012,965	12.885276	90,363,990	(3)%
Nationwide SAT - Money Market Fund:				
Tax qualified.....	15,894,587	12.116860	192,592,485	2%
Non-tax qualified.....	23,178,121	12.116860	280,846,047	2%
Nationwide SAT - Small Cap Value Fund:				
Tax qualified.....	840,588	10.466741	8,798,217	23%
Non-tax qualified.....	1,088,410	10.466741	11,392,106	23%
Nationwide SAT - Small Company Fund:				
Tax qualified.....	3,346,752	17.014291	56,942,612	7%
Non-tax qualified.....	4,199,899	17.014291	71,458,304	7%
Nationwide SAT - Total Return Fund:				
Tax qualified.....	9,788,684	25.128765	245,977,540	10%
Non-tax qualified.....	11,532,306	25.128765	289,792,607	10%
Neuberger & Berman AMT -				
Growth Portfolio:				
Tax qualified.....	1,898,305	19.596928	37,200,946	2%
Non-tax qualified.....	3,145,351	19.596928	61,639,217	2%
Neuberger & Berman AMT -				
Guardian Portfolio:				
Tax qualified.....	1,674,203	10.800946	18,082,976	16%
Non-tax qualified.....	1,690,344	10.800946	18,257,314	16%
Neuberger & Berman AMT -				
Limited Maturity Bond Portfolio:				
Tax qualified.....	1,866,018	11.971834	22,339,658	0%
Non-tax qualified.....	3,236,997	11.971834	38,752,791	0%
Neuberger & Berman AMT -				
Partners Portfolio:				
Tax qualified.....	5,516,939	25.748195	142,051,221	12%
Non-tax qualified.....	7,975,724	25.748195	205,360,497	12%
Oppenheimer VAF - Bond Fund:				
Tax qualified.....	5,546,356	12.848815	71,264,102	(2)%
Non-tax qualified.....	7,540,169	12.848815	96,882,237	(2)%
Oppenheimer VAF -				
Global Securities Fund:				
Tax qualified.....	6,443,888	18.679421	120,368,097	13%
Non-tax qualified.....	8,820,802	18.679421	164,767,474	13%
Oppenheimer VAF - Growth Fund:				
Tax qualified.....	2,290,955	14.657042	33,578,624	15%
Non-tax qualified.....	2,123,758	14.657042	31,128,010	15%
Oppenheimer VAF -				
Multiple Strategies Fund:				
Tax qualified.....	3,756,574	17.537832	65,882,164	8%
Non-tax qualified.....	4,642,841	17.537832	81,425,365	8%

(Continued)

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<S>	<C>	<C>	<C>	<C>
Strong Opportunity Fund II, Inc.:				
Tax qualified.....	4,867,382	25.478401	124,013,110	19%
Non-tax qualified.....	6,468,505	25.478401	164,807,164	19%
Strong VIF - Strong Discovery Fund II:				
Tax qualified.....	1,376,140	14.561712	20,038,954	(6)%
Non-tax qualified.....	2,027,804	14.561712	29,528,298	(6)%
Strong VIF -				
Strong International Stock Fund II:				
Tax qualified.....	874,069	9.843121	8,603,567	10%
Non-tax qualified.....	1,267,343	9.843121	12,474,610	10%
Van Eck WIT - Worldwide Bond Fund:				
Tax qualified.....	1,024,036	12.015012	12,303,805	(8)%
Non-tax qualified.....	1,584,570	12.015012	19,038,628	(8)%
Van Eck WIT -				
Worldwide Emerging Markets Fund:				
Tax qualified.....	2,632,034	8.266542	21,757,820	45%
Non-tax qualified.....	2,983,848	8.266542	24,666,105	45%
Van Eck WIT -				
Worldwide Hard Assets Fund:				
Tax qualified.....	938,582	10.329233	9,694,832	17%
Non-tax qualified.....	1,679,319	10.329233	17,346,077	17%
Van Kampen LIT - Morgan Stanley				
Real Estate Securities Portfolio:				
Tax qualified.....	2,470,539	16.765775	41,420,501	8%
Non-tax qualified.....	1,786,336	16.765775	29,949,307	8%
Warburg Pincus Trust -				
International Equity Portfolio:				
Tax qualified.....	3,473,891	12.280978	42,662,779	6%
Non-tax qualified.....	5,900,123	12.280978	72,459,281	6%
Warburg Pincus Trust -				
Post Venture Capital Portfolio:				
Tax qualified.....	377,721	13.353153	5,043,766	12%
Non-tax qualified.....	585,087	13.353153	7,812,756	12%
Warburg Pincus Trust -				
Small Company Growth Portfolio:				
Tax qualified.....	3,287,488	16.154912	53,109,079	6%
Non-tax qualified.....	5,268,795	16.154912	85,116,920	6%
	=====	=====		
Reserves for annuity contracts in payout phase:				
Tax qualified.....			4,681,233	
Non-tax qualified.....			11,654,346	

			\$ 22,044,140,566	
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* The period return does not include contract charges satisfied by surrendering units.

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