

SECURITIES AND EXCHANGE COMMISSION

FORM NSAR-A

Semi-annual report for management companies filed on Form N-SAR

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FILER

**ING STRATEGIC ALLOCATION PORTFOLIOS INC**

CIK: **935070** | IRS No.: **000000000** | State of Incorpor.: **MD** | Fiscal Year End: **1231**  
Type: **NSAR-A** | Act: **40** | File No.: **811-08934** | Film No.: **081049717**

Mailing Address

7337 E. DOUBLETREE RANCHING FUNDS SERVICES  
ROAD

SCOTTSDALE AZ 85258

Business Address

7337 E. DOUBLETREE RANCH  
ROAD

SCOTTSDALE AZ 85258  
480-477-3000

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000 A000000 06/30/2008  
000 C000000 0000935070  
000 D000000 N  
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000 F000000 Y  
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000 I000000 6.1  
000 J000000 A  
001 A000000 ING STRATEGIC ALLOCATION PORTFOLIOS, INC.  
001 B000000 811-8934  
001 C000000 8009920180  
002 A000000 7337 E. DOUBLETREE RANCH ROAD  
002 B000000 SCOTTSDALE  
002 C000000 AZ  
002 D010000 85258  
002 D020000 2034  
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007 C030100 N  
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007 C020200 ING VP STRATEGIC ALLOCATION MODERATE PORTFOLI  
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007 C020300 ING VP STRATEGIC ALLOCATION CONSERVATIVE PORT  
007 C030300 N  
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007 C011000 10  
008 A00AA01 ING INVESTMENTS, LLC  
008 B00AA01 A  
008 C00AA01 801-8178  
008 D01AA01 SCOTTSDALE  
008 D02AA01 AZ  
008 D03AA01 85258  
008 A00AA02 ING INVESTMENT MANAGEMENT CO.  
008 B00AA02 S  
008 C00AA02 801-009046

008 D01AA02 NEW YORK  
008 D02AA02 NY  
008 D03AA02 10169

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010 A00AA01 ING FUNDS SERVICES, LLC  
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010 C02AA01 AZ  
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011 A00AA01 ING FUNDS DISTRIBUTOR, LLC  
011 B00AA01 8-048020  
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012 A00AA01 DST SYSTEMS, INC.  
012 B00AA01 84-448  
012 C01AA01 KANSAS CITY  
012 C02AA01 MO  
012 C03AA01 64105  
013 A00AA01 KPMG LLP  
013 B01AA01 BOSTON  
013 B02AA01 MA  
013 B03AA01 02110  
013 B04AA01 2371  
014 A00AA01 BANCNORTH INVESTMENT GROUP, INC  
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TITLE	CFO	

## Policies With Respect To Security Investments

As of April 7, 2008, each Portfolio changed into a fund-of-funds structure. Rather than holding individual securities, each Portfolio now only holds shares of underlying mutual funds. The charts below show each Portfolio's investment practices prior to conversion to a fund-of-funds structure:

### ING VP Strategic Allocation Growth Portfolio

(70.) Did the Registrant/Series engage in the following investment practices? Answer "Y" (Yes) or "N" (No) to the following:		
Investment Practice	Permitted by Investment Policies?	If permitted by investment policies, engaged in during the reporting period?
(A) Repurchase Agreements*	Y	Y
(B) Options on Equities*	Y	N
(C) Options on Debt Securities*	Y	N
(D) Options on Stock Indices*	Y	N
(E) Interest Rate Futures*	Y	Y
(F) Stock Index Futures*	Y	Y
(G) Options on Futures*	Y	N
(H) Options on Stock Index Futures*	Y	N
(I) Other Commodity Futures*	N	N
(J) Restricted Securities	Y	N
(K) Other Investment Companies	Y	Y
(L) Securities of Foreign Issuers	Y	Y
(M) Currency Exchange Transactions	Y	Y
(N) Securities Lending	Y	Y
(O) Borrowing of Money	N	N
(P) Purchase/Sales by Certain Exempted Affiliated Persons	Y	N
(Q) Margin Purchases	N	N
(R) Short Sales	N	N



**ING VP Strategic Allocation Moderate Portfolio**

(70.) Did the Registrant/Series engage in the following investment practices?  
 Answer "Y" (Yes) or "N" (No) to the following:

Investment Practice	Permitted by Investment Policies?	If permitted by investment policies, engaged in during the reporting period?
(A) Repurchase Agreements*	Y	Y
(B) Options on Equities*	Y	N
(C) Options on Debt Securities*	Y	N
(D) Options on Stock Indices*	Y	N
(E) Interest Rate Futures*	Y	Y
(F) Stock Index Futures*	Y	Y
(G) Options on Futures*	Y	Y
(H) Options on Stock Index Futures*	Y	N
(I) Other Commodity Futures*	N	N
(J) Restricted Securities	Y	Y
(K) Other Investment Companies	Y	Y
(L) Securities of Foreign Issuers	Y	Y
(M) Currency Exchange Transactions	Y	Y
(N) Securities Lending	Y	Y
(O) Borrowing of Money	N	N
(P) Purchase/Sales by Certain Exempted Affiliated Persons	Y	N
(Q) Margin Purchases	N	N
(R) Short Sales	N	N

## ING VP Strategic Allocation Conservative Portfolio

(70.) Did the Registrant/Series engage in the following investment practices?  
Answer "Y" (Yes) or "N" (No) to the following:

Investment Practice	Permitted by Investment Policies?	If permitted by investment policies, engaged in during the reporting period?
(A) Repurchase Agreements*	Y	Y
(B) Options on Equities*	Y	N
(C) Options on Debt Securities*	Y	Y
(D) Options on Stock Indices*	Y	N
(E) Interest Rate Futures*	Y	Y
(F) Stock Index Futures*	Y	Y
(G) Options on Futures*	Y	N
(H) Options on Stock Index Futures*	Y	N
(I) Other Commodity Futures*	N	N
(J) Restricted Securities	Y	Y
(K) Other Investment Companies	Y	Y
(L) Securities of Foreign Issuers	Y	Y
(M) Currency Exchange Transactions	Y	Y
(N) Securities Lending	Y	Y
(O) Borrowing of Money	N	N
(P) Purchase/Sales by Certain Exempted Affiliated Persons	Y	N
(Q) Margin Purchases	N	N
(R) Short Sales	N	N

**SECOND AMENDMENT TO  
AMENDED INVESTMENT MANAGEMENT AGREEMENT  
ING STRATEGIC ALLOCATION PORTFOLIOS, INC.**

This Second Amendment, effective as of April 4, 2008, amends the Amended Investment Management Agreement (the “Agreement”) dated the 1st day of March 2002, as amended, between ING Investments, LLC, an Arizona limited liability company (the “Manager”), and ING Strategic Allocation Portfolios, Inc., a Maryland corporation (the “Fund”).

W I T N E S S E T H

WHEREAS, the parties desire to amend the Agreement and agree that the amendment will be effective as of April 4 2008.

NOW, THEREFORE, the parties agree as follows:

1. Schedule A (the fee schedule) is hereby deleted and replaced with the Schedule A attached hereto. “Direct Investments” shall mean assets which are not shares of open-end investment companies registered under the 1940 Act. “Underlying Funds” shall mean open-end management investment companies registered under the 1940 Act. “ADNA” shall mean the average daily net assets of the Fund.
2. In all other respects, the Agreement is hereby confirmed and remains in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed as of the day and year first above written.

ING INVESTMENTS, LLC

By: \_\_\_\_\_  
Todd Modic  
Senior Vice President

ING STRATEGIC ALLOCATION PORTFOLIOS, INC.

By: \_\_\_\_\_  
Kimberly A. Anderson  
Senior Vice President

**AMENDED SCHEDULE A**  
**TO INVESTMENT MANAGEMENT AGREEMENT**  
**ING STRATEGIC ALLOCATION PORTFOLIOS, INC.**

**April 4, 2008**

ING VP Strategic Allocation Conservative Portfolio  
ING VP Strategic Allocation Growth Portfolio  
ING VP Strategic Allocation Moderate Portfolio

Direct Investments  
0.60% of ADNA

Underlying Funds  
0.08% of ADNA

**Exhibits**

(e)(1) Second Amendment and Amended Schedule A, each dated April 4, 2008 to the Amended Investment Management Agreement dated March 1, 2002 between ING Investments LLC and ING Strategic Portfolios, Inc.

(e)(2) Third Amendment dated September 2007 to the Sub-Advisory Agreement dated March 1, 2002 between ING Investments, LLC and ING Investment Management Co. - Filed as an exhibit to Post-Effective Amendment No. 33 to the Registrant's registration statement on Form N-1a on April 4, 2008 and incorporated herein by reference.

(e)(3) Fourth Amendment dated April 4, 2008 to the Sub-Advisory Agreement dated March 1, 2002 between ING Investments, LLC and ING Investment Management Co. - Filed as an exhibit to Post-Effective Amendment No. 33 to the Registrant's registration statement on Form N-1a on April 4, 2008 and incorporated herein by reference.