



M PROPRIETARY LIFE AND DISABILITY INSURANCE PRODUCTS

Making the Difference in the Ultra-Affluent and Corporate Markets



PROPRIETARY PRODUCTS: A Passion for Distinction

M Financial Group was founded on the principle that "off-the-shelf" products often do not meet the needs of ultra-affluent and corporate clients. Since 1978, M Financial has worked closely with leading insurance carriers and investment firms to develop innovative products with unique features and flexible options that complement the needs and objectives of Member Firm clients.

Proprietary products are a natural fit for M Financial. Together, Member Firms have a strong entrepreneurial spirit, are creative and innovative, and are always looking for better ways to help their clients achieve their goals. In addition, a number of factors drive M Financial's success with proprietary products, including:

Relationships—The strong, long-term relationships Member Firms maintain with clients, and M Financial's deep partnering with a select group of independent Carriers that provide M proprietary products and services designed for the clients of M Member Firms, allow us to deliver product and service differentiation to Member Firms.

Favorable Experience—With a credible experience pool that clearly reflects the extraordinary mortality, persistency, premium volume, and high average face amounts of ultra-affluent clients, M Financial is in the unique position to work with our Partner Carriers to develop proprietary products priced for the clients of Member Firms.

In-force Management—M Financial, together with our Partner Carriers, continuously monitors the service, experience, and performance of in-force business to ensure that proprietary products continue to be effective. As a result of this unparalleled level of oversight, pricing enhancements—supported by experience data—have historically been applied to both new sales and in-force business, a principle that is rare in the industry.

M Financial's collective buying power and superior experience (mortality, persistency, and policy size) result in exclusive pricing for proprietary products available to Member Firm clients.

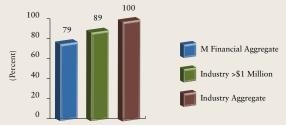
FAVORABLE EXPERIENCE FUNDAMENTALS



Product pricing is driven by three experience components: mortality, persistency, and average face amount. M Financial's favorable experience creates pricing advantages for Member Firm clients.

INDIVIDUAL UNDERWRITTEN MORTALITY EXPERIENCE BY CATEGORY

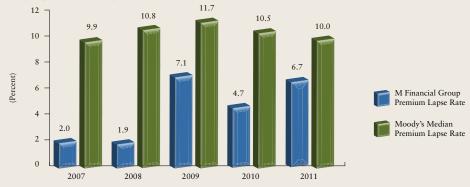
M Financial's mortality experience—actual death claims—is 11 percent less than the industry high net worth segment (face amounts greater than \$1 million). This lowers cost of insurance charges for M proprietary life products.



Source: Society of Actuaries Individual Life Experience Report (2010) and M Financial Group

PREMIUM LAPSE EXPERIENCE (PERSISTENCY)

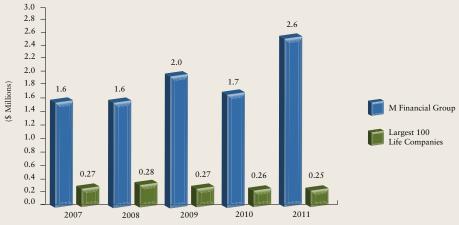
Over the past five years, and in the wake of the financial crisis, M Financial's lapse experience—policies that lapse or surrender—has averaged nearly 60% lower than the industry. This provides a longer time horizon for Partner Carriers to recoup initial expenses, which drives lower ongoing policy charges for M proprietary life products.



Source: Moody's Statistical Handbook for Life & Health (2011) and M Financial Group

AVERAGE FACE AMOUNT

M Financial's average face amount is more than ten times that of the industry. This provides economies of scale for Partner Carriers that allow for lower policy charges for M proprietary life products.



Source: A.M. Best Company Best's Statement File (2012) and M Financial Group

Drivers of Success in the Proprietary Product Marketplace:

- Creative Innovation and Ideas
- Strong Long-term Relationships
- Favorable Experience Fundamentals
- Commitment to In-force Management

OUR COMMITMENT TO IN-FORCE MANAGEMENT

M Financial believes that performance and cost should be measured over the life of an insurance product, not with an initial illustration or the first year premium. As part of our commitment to in-force management, M Financial continuously monitors the service, experience, and performance of Member Firms' in-force business to ensure that proprietary products continue to be effective, from both a performance and cost perspective.

M FINANCIAL'S IN-FORCE MANAGEMENT PRINCIPLES

- Collaborate with Partner Carriers and align interests and philosophy.
- Segregate M Financial's superior experience—do not dilute quality with data from non-Member Firm clients.
- Track experience and performance diligently.
- Work with Partner Carriers to pass on improvements in underlying experience to existing clients.

INFLUENCING PRODUCT DEVELOPMENT AND PERFORMANCE

M Financial reinsures proprietary products through M Financial Re, our wholly owned reinsurance operation. By investing upwards of \$50 million a year in the high quality business placed by our Member Firms, M Financial has access to Partner Carrier pricing assumptions and can effectively track experience, while monitoring changes in policyholder interests. Sharing risk also aligns the interests of M Financial and our Partner Carriers, which facilitates the development—and ongoing management—of products designed to outperform over the long term.

"I'd rather have a better performing product than a better illustrating product.

M Financial's proprietary products are an excellent place for our clients to be."

—Lawton M. (Mac) Nease, III Nease, Lagana, Eden & Culley, Inc. Chair, M Product Development Group

Delivering Value to Clients Through In-force Management



M Financial works with a variety of Partner Carriers to develop—and manage—differentiated proprietary products. The initial design of the product is important, but the sustainability of the product's performance and effectiveness over time is critical to the long-term success of a client's plan.

When better than expected experience emerges, M Financial works with the Partner Carriers to reprice the products—for both new sales and in-force business. This approach ensures that existing policyholders receive the value of the repricings, which are created by their superior mortality, persistency, premium volume, and expense experience, while creating an opportunity for new buyers to participate in the enhanced pricing of the product going forward.

Since the first M Financial proprietary products were introduced in 1996, emerging improved experience data has fueled:

- 35 in-force price reductions
- 13 products from four Partner Carriers
- \$150 million in cost reductions for Member Firm clients

These price reductions continue to have a positive and profound impact on M proprietary products.

When compared with assumptions for original crediting or earned rates of return in all years, Member Firm clients have benefited substantially from these performance enhancements. Examples of this impact include:

- A 15–20% reduction in annual premium while still achieving a specified cash value target.
- A 45–150 basis point increase in cash value internal rates of return (IRRs) at life expectancy (age 85).

In addition, given market volatility, performance enhancements on M proprietary products have worked to partially offset the impact of market declines, helping policies remain on track.

While these examples do not apply to all policies and these results may not be typical, M Financial continues to be diligent in our in-force management activity. We have the expertise, access, personnel, and relationships to constantly monitor experience and policy performance to maximize value for Member Firm clients.

This commitment to in-force management may be M Financial's most powerful differentiating characteristic. Through a unique philosophy and practice, M Financial is able to provide a level of in-force management on behalf of Member Firm clients that is rare in the industry.

"Our last customer is as important as our next customer."

—Fred Jonske President & CEO M Financial Group

CLIENT ADVOCACY: THE IDEAL COMPLEMENT TO PRODUCT DIFFERENTIATION

"Everything
M Financial does—
proprietary products,
reinsurance, due care,
in-force management,
unparalleled service—
is focused on client
advocacy. No other
distribution system
can demonstrate this
commitment."

—John M. Barry Barry, Evans, Josephs & Snipes Member, M Product Development Group It has been said that a head start creates a permanent advantage. M Financial is very proud of the advantages we have created for Member Firms and their clients with differentiated products, but we also realize a commitment to client advocacy involves much more.

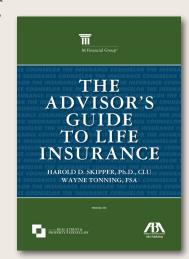
In addition to product differentiation and in-force management, due care is a critical component of our client advocacy strategy. Life insurance due care requires an understanding of the factors that impact policy performance and drive product selection. M Financial continues to lead the industry in this regard by providing insight and analysis that deliver significant value. M Member Firms utilize these resources—assembled by a staff that includes 15 actuaries—to assist clients and advisors in making informed decisions regarding life insurance purchases.

Further, the impact of the recent economic cycle serves as a reminder that opportunities in the life insurance market should be pursued in conjunction with an insurance advisor who understands the complexities of the landscape and the mechanics of the products available. In-force service—which is provided after the purchase of the policy and remains a hallmark of M Financial's commitment to client advocacy—is also critical. In a volatile environment, it is essential to continuously monitor policy performance and carrier financial strength, and assess the impact of emerging trends.

M Financial's commitment to client advocacy can also be seen in *The Advisor's Guide to Life Insurance* (AGLI), a comprehensive educational resource developed by M Financial and published by the American Bar Association that provides insight on the purchase, fundamentals, applications, and maintenance of life insurance products. The AGLI is

designed for professional advisors—including attorneys, CPAs, and Family Offices—involved in the evaluation, purchase, and management of life insurance policies on behalf of clients. It increases awareness and understanding of the benefits of life insurance, facilitating more informed decisions and enhancing plan sustainability and effectiveness.

M Financial's National Advisors Conference (NAC)—a meeting that offers M Member Firms and their advisor guests an opportunity to learn, share ideas and best practices, and build relationships—is another component of our client advocacy strategy. With leading legal and tax experts presenting the latest perspective on a variety of pertinent topics, NAC continues to provide a unique educational experience that highlights M Financial's differentiation and insight and its value for clients.



CLIENT ADVOCACY ASSESSMENT TOOL



Saying you are committed to client advocacy is much easier than showing it. M Financial's Client Advocacy Assessment Tool poses questions designed to facilitate due care of insurance advisors and assess their ability to deliver the client advocacy clients want and need in today's environment. These questions drive our client advocacy strategy and by advocating effectively, Member Firms continue to differentiate themselves in the ultra-affluent and corporate markets.

The Client Advocacy Assessment Tool questions—and M Financial's answers—are as follows:

QUESTIONS

M FINANCIAL ANSWERS

1.	Is the distribution channel independent of, or captive to, the insurance company?	Independent.
2.	Is the volume of business sold by the distribution channel sufficient to build credible data and be relevant to the insurance company?	 \$1.3 billion in 2012 new sales 30+ years of experience Approximately \$122 billion in-force face amount \$34 billion in policy cash value
3.	Is the client pricing experience socialized with all risks or is it placed in a select risk pool?	It is placed in a segregated proprietary product pool—not socialized.
4.	Is the client a member of a risk class that justifies superior pricing characteristics?	Clients in a risk class are exclusively high net worth and highly compensated executive clients of M Financial Member Firms.
5.	Does the insurance company have a good reputation built on competitive products and a superior track record?	M Partner Carriers are highly rated Member Firms have access to 20+ competitive proprietary products
6.	Is there risk sharing by the distributor/producer? Is the distribution channel putting capital at risk to legitimately "own" a seat at the table when it comes to negotiating price adjustments?	M reinsurance via M Financial Re \$48 billion of face amount reinsured Upwards of \$50 million of new capital invested per year
7.	What resources and technical support are dedicated to monitoring the policy on an ongoing basis and who provides them (captive or independent)?	 Independent staff 15 actuaries Annually audited by independent consultants
8.	How do you characterize the producer's relationship with the insurance company?	As independent producers who maintain deep relationships with a select group of Partner Carriers.
9.	Does the client advocacy model have a track record?	• 35 repricings • \$150 million in historical value
10.	Is the client advocacy model sustainable?	Yes, based on 30+ years of data and 15+ years of proprietary product experience.

"If you wish to prosper, let your customer prosper."

—Frederick Bastiat 19th century French economist

DIVERSE PRODUCT OPTIONS FROM A VARIETY OF CARRIERS

The result of M Financial's relationships, favorable experience fundamentals, and commitment to in-force management can be seen in the diverse selection of exclusive products offered by North America's most recognized and respected insurance brands. The first M proprietary product was launched in 1996. Today, Member Firm clients have access to more than 20 M-priced proprietary products, a level of product access unparalleled in the industry.

In today's marketplace, exclusive access to differentiated products from a diverse line-up of Carriers is a significant advantage. Clients have different objectives and circumstances, making choice critical. With John Hancock's Majestic Series, which set the standard for proprietary products when first launched in 1996, Nationwide's Marathon Series, Pacific Life's flexible MVP (M's Versatile Product) Series, and TIAA-CREF Life Insurance Company's M Intelligent Series, as well as offerings from Prudential Financial companies and Unum, Member Firm clients have many options from which to choose.*

THE M FUNDS

Shortly after the launch of the Majestic Series, M Financial introduced the M Funds, a proprietary family of mutual funds, managed by specialists in each asset class and available only through certain variable life insurance/annuity products and qualified plans. The four strategies that comprise the M Funds—M International Equity Fund, M Large Cap Growth Fund, M Capital Appreciation Fund, and M Large Cap Value Fund—complement the fund choices offered by the Carriers. This expands the investment options for clients and provides access to the management expertise and investment strategies of select institutional managers—access not generally available through other life insurance products or to individual investors.

In addition, the M Fund portfolio managers are selected, reviewed, and monitored by M Financial Investment Advisers, Inc., whose board of directors is comprised of Member Firm Principals who have clients invested in the M Funds. This accountability creates an oversight structure that works to protect the interests of Member Firm clients.

^{*}Refer to page 10 for detailed information on issuing companies.

M PROPRIETARY PRODUCTS: CURRENT AVAILABILITY



Member Firm clients have access to M-priced proprietary products from John Hancock, Nationwide, Pacific Life, Prudential Financial companies, TIAA-CREF Life Insurance Company (TC Life), and Unum. Each product is designed for, and is available exclusively to, the clients of Member Firms and their Affiliates, and reflects M Financial's favorable experience fundamentals. This level of product access, from North America's most recognized and respected insurance brands, is unparalleled in the industry.

71 11 1	Majestic ULX	May 2009
John Hancock	Majestic VCOLIX	January 2009
	Majestic SVULX	November 2008
	Majestic VULX	November 2008
	Marathon Indexed UL	March 2012
Nationwide® Nationwide On Your Side	Marathon No-Lapse Guarantee UL	August 2009
Maddinger Off Four Stac	Marathon Performance VUL—Accumulation	October 2008
	Marathon Performance VUL—Protection	April 2008
	MVP VUL 10 ¹	February 2013
PACIFIC LIFE	MVP VUL 10 LTP	February 2013
PACIFIC LIFE	MVP Indexed UL 2	April 2012
	MVP Indexed LTP	April 2012
	MVP UL (DB & CV Versions)	May 2010
	MVP Indexed UL Survivorship	October 2009
	MVP Survivorship II	November 2008
Prudential	M PremierSM VUL—2001	May 2008
	M Intelligent SUL	January 2013
TIAA CREF	M Intelligent SVUL	January 2013
Financial Services TIAA-CREF Life Insurance Company	M Intelligent UL	June 2012
	M Intelligent VUL Protector	June 2012
	M Intelligent VUL Accumulator	June 2012
บก๋บ๋ก๋	MonograM 750 ²	November 2010

¹ In any state where MVP VUL 10 has not been approved for sale, MVP IX will be offered until such time as MVP VUL 10 has been approved in that state.

Please note that both MonograM 675(CA) and MonograM 750 are individual disability insurance products offered on a multi-life basis, and designed specifically for highly compensated executives, attorneys, and other key professionals.

Member Firm clients have access to proprietary offerings from six Partner Carriers, a level of diversification unmatched in the industry.

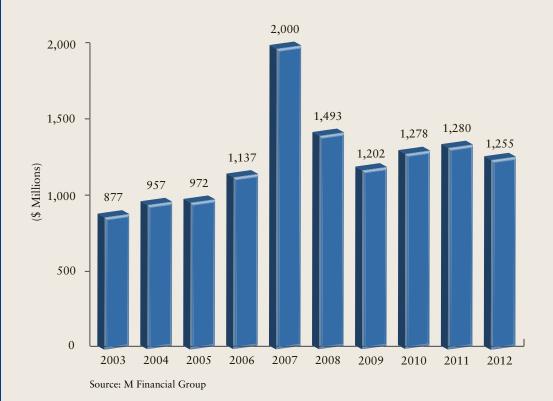
² 675 in California.

A HISTORY OF SUSTAINED SUCCESS

M Financial Group is a network of financial service professionals serving the ultraaffluent and corporate markets. Our nationwide network consists of 140 independent Member Firms that specialize in dealing with the complex issues that face sophisticated clients and their advisors.

Proprietary products continue to be an essential part of M Financial's success. Since the first M proprietary product was introduced in 1996, M Financial's sales have grown at a compound annual rate of 11 percent. Overall, M Member Firms have approximately \$122 billion of face value in-force and manage client assets totaling more than \$34 billion.

M FINANCIAL GROUP SALES 2003-2012



DISCLOSURES

Securities offered through various broker/dealers with which Member Firms of M Financial Group are associated.

An investor should consider the investment objectives, risks, charges, and expenses of any investment product carefully before investing. This and other information is contained in the products prospectus which can be obtained by calling your advisor. Read it carefully before investing.

Variable life insurance products are long-term investments and may not be suitable for all investors. An investment in variable life insurance entails substantial fees and charges and is subject to fluctuating values of the underlying investment options. Variable life insurance entails risks, including the possible loss of principal.

Product guarantees of life insurance products are subject to the claims paying ability of the insurance company.

Insurance products are issued by: John Hancock Life Insurance Company (U.S.A.), Boston, MA 02116 (not licensed in New York) and John Hancock Life Insurance Company of New York, Valhalla, NY 10595.

Nationwide Marathon life insurance products are underwritten by Nationwide Life and Annuity Insurance Company or Nationwide Life Insurance Company, Columbus, Ohio. The general distributor for variable products is Nationwide Investment Services Corporation, member FINRA. In Michigan only: Nationwide Investment Svcs. Corporation.

M's Versatile Products are issued by Pacific Life Insurance Company. Pacific Life refers to Pacific Life Insurance Company and its affiliates, including Pacific Life & Annuity Company. Insurance products are issued by Pacific Life Insurance Company in all states except New York and in New York by Pacific Life & Annuity Company. Product availability and features may vary by state. Each insurance company is solely responsible for the financial obligations accruing under the products it issues. Insurance products and their guarantees, including optional benefits and any fixed subaccount crediting rates, are backed by the financial strength and claims-paying ability of the issuing insurance company. Look to the strength of the life insurance company with regard to such guarantees as these guarantees are not backed by the broker-dealer, insurance agency or their affiliates from which products are purchased. Neither these entities nor their representatives make any representation or assurance regarding the claims-paying ability of the life insurance company. Variable insurance products and shares of Pacific Select Fund are distributed by Pacific Select Distributors, Inc. (member FINRA & SIPC), a subsidiary of Pacific Life Insurance Company, and are available through licensed third party broker dealers. Pacific Life Home Office is located in Newport Beach, CA. M Financial Group is not an affiliated company of Pacific Life.

MVP UL-CV and MVP UL-DB are coverage choices (referred to as "basic coverage types" in the contract) of Policy Form #P10VPM. The death benefit, cash surrender value, and other product features will vary by coverage choice. MVP UL-CV and MVP UL-DB have different current interest rates, non-guaranteed bonus interest rates and policy charges (including surrender charges). The coverage choice is elected at time of the policy's issue and cannot be changed.

- M's Versatile Product Variable Universal Life 10 (MVP VUL 10, Policy Form #P12MVP or ICC12 P12MVP. Form number based on state in which policy is issued)
- M's Versatile Product Variable Universal Life 10 LTP (MVP VUL 10 LTP, Policy Form #P12MVL or ICC12P12MVL. Form number based on state in which policy is issued)
- M's Versatile Product Indexed Universal Life 2 (MVP Indexed UL 2, Policy Form #P11MI2 or ICC11 P11MI2. Form number based on state in which policy is issued)
- M's Versatile Product Indexed LTP (MVP Indexed LTP, Policy Form #P11MIP or ICC11 P11MIP. Form number based on state in which policy is issued)
- M's Versatile Product Universal Life (MVP UL, Policy Form #P10VPM)
- M's Versatile Product Indexed UL Survivorship (MVP Indexed UL Survivorship, Policy Form #P09IEM)
- M's Versatile Product Survivorship II (MVP Survivorship II, Policy Form #P08\$6M)

M Premier VUL variable universal life insurance is issued by Pruco Life Insurance Company in all states except New York, where it is issued by Pruco Life Insurance Company of New Jersey. It is offered through Pruco Securities, LLC (member SIPC). All are Prudential Financial companies located in Newark, NJ. M Premier VUL is also offered through broker-dealers who have entered into agreements with Pruco Securities, LLC. Each is solely responsible for its own financial condition and contractual obligations. Policy form # MPVUL-2008 followed by a state code. This product, riders and features may not be available in all states.

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TIAA-CREF Life Insurance Company, 730 Third Avenue, New York, NY 10017, issues the M Intelligent Series life insurance products. TIAA-CREF Individual & Institutional Services, LLC, member FINRA, distributes securities products. Each is solely responsible for its own financial condition and contractual obligations. Form numbers TMVUL2011, TMUL2011, TMJVUL-2012, TMJUL-2012, TGMVUL2011, TGMUL2011, TGMJVUL-2012, TGMJUL-2012. Products, riders and features may not be available in all states. C9212

MonograM individual disability insurance is underwritten by the following Unum Group subsidiary: Provident Life and Accident Insurance Company (In NY, by Provident Life and Casualty Insurance Company), 1 Fountain Square, Chattanooga, TN 37402.

While the phrase "Partner Carrier" is used throughout this piece, M Financial and each of the insurers referenced herein are independent contractors and have not entered into a legal partnership.

The content of this brochure does not relate to the provision of investment advisory services.



www.johnhancock.com



www.nationwide.com



www.pacificlife.com



www.prudential.com



TIAA-CREF Life Insurance Company

www.tiaa-cref.org



www.unum.com



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