



LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION - SEPARATE ACCOUNTS

ANNUAL STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2014
OF THE CONDITION AND AFFAIRS OF THE SEPARATE ACCOUNTS OF THE

Massachusetts Mutual Life Insurance Company

NAIC Group Code 0435 0435 NAIC Company Code 65935 Employer's ID Number 04-1590850
(Current) (Prior)

Organized under the Laws of Massachusetts, State of Domicile or Port of Entry Massachusetts

Country of Domicile United States of America

Type of Separate Accounts Insulated [] Non-Insulated []

Incorporated/Organized 05/15/1851 Commenced Business 08/01/1851

Statutory Home Office 1295 State Street, Springfield, MA, US 01111
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 1295 State Street, Springfield, MA, US 01111
(Street and Number) (City or Town, State, Country and Zip Code)
413-788-8411
(Area Code) (Telephone Number)

Mail Address 1295 State Street, Springfield, MA, US 01111
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 1295 State Street, Springfield, MA, US 01111
(Street and Number) (City or Town, State, Country and Zip Code)
413-788-8411
(Area Code) (Telephone Number)

Internet Website Address www.massmutual.com

Statutory Statement Contact Tammy A. Peatman, 413-744-6327
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(E-mail Address) (FAX Number)

OFFICERS

President and Chief Executive Officer Roger William Crandall Treasurer Todd Garrett Picken
Secretary Pia Denise Flanagan # Actuary Isadore Jermyn

OTHER

Michael Thomas Rollings Executive Vice President and Chief Financial Officer Michael Robert Fanning Executive Vice President Melvin Timothy Corbett Executive Vice President and Chief Investment Officer
Robert Joseph Casale Executive Vice President and Chief Information Officer Debra Ann Palermino Executive Vice President Mark Douglas Roellig Executive Vice President and General Counsel
Elaine Anne Sarsynski Executive Vice President Elizabeth Ward Chicares Executive Vice President and Chief Risk Officer

DIRECTORS OR TRUSTEES

Roger William Crandall - Chairman Cristóbal Ignacio Conde Kathleen Ann Corbet
James Henry DeGraffenreidt Jr - Lead Director Patricia Diaz Dennis Robert Alan Essner
Isabella Davidov Goren # Raymond Walter LeBoeuf Cathy Elizabeth Minehan
Marc Francis Racicot Laura Jeanne Sen William Taylor Spitz
Howard Todd Stitzer

State of Massachusetts SS:
County of Hampden

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Roger William Crandall
President and Chief Executive Officer

Pia Denise Flanagan
Secretary

Todd Garrett Picken
Treasurer

Subscribed and sworn to before me this _____ day of _____

- a. Is this an original filing? Yes [] No []
b. If no,
1. State the amendment number.....
2. Date filed
3. Number of pages attached.....

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

ASSETS

	Current Year			Prior Year
	1 General Account Basis	2 Fair Value Basis	3 Total (Cols. 1 + 2)	4 Total
1. Bonds (Schedule D).....		15,593,342,701	15,593,342,701	14,697,616,864
2. Stocks (Schedule D):				
2.1 Preferred stocks				2,762,500
2.2 Common stocks		40,518,408,136	40,518,408,136	39,414,171,706
3. Mortgage loans on real estate (Schedule B)		3,158,818	3,158,818	3,464,911
4. Real estate (Schedule A):				
4.1 Properties held for the production of income (less \$ encumbrances)				13,796,105
4.2 Properties held for sale (less \$ encumbrances)				
5. Contract loans				
6. Cash (\$362,415 Schedule E - Part 1), and cash equivalents (\$2,030,264,973 , Schedule E - Part 2)		2,030,627,388	2,030,627,388	2,060,105,624
7. Short-term investments (Schedule DA)		847,296,209	847,296,209	867,375,866
8. Derivatives (Schedule DB)		65,758,111	65,758,111	42,582,221
9. Other invested assets (Schedule BA)		595,225,900	595,225,900	471,284,983
10. Securities lending reinvested collateral assets (Schedule DL)				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)		59,653,817,263	59,653,817,263	57,573,160,780
13. Investment income due and accrued		113,157,197	113,157,197	113,252,130
14. Receivables for securities		616,978,165	616,978,165	702,868,215
15. Net adjustment in assets and liabilities due to foreign exchange rates		(12,191)	(12,191)	(1,010)
16. Aggregate write-ins for other than invested assets.....		501,900	501,900	2,401,517
17. Total (Lines 12 to 16)		60,384,442,334	60,384,442,334	58,391,681,632
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 thru 1103 plus 1198)(Line 11 above)				
1601. Receivable from hotel operations		500,000	500,000	399,765
1602. Foreign income tax recoverable		1,900	1,900	1,627
1603. Real estate notes receivable				1,674,735
1698. Summary of remaining write-ins for Line 16 from overflow page				325,390
1699. Totals (Lines 1601 thru 1603 plus 1698)(Line 16 above)		501,900	501,900	2,401,517

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

LIABILITIES AND SURPLUS

	Current Year			Prior Year
	1 General Account Basis	2 Fair Value Basis	3 Total (Cols. 1 + 2)	4 Total
1. Aggregate reserve for life, annuity and accident and health contracts (Exhibit 3, Line 9999999, Col. 2)		58,715,406,895	58,715,406,895	56,900,582,865
2. Liability for deposit-type contracts (Exhibit 4, Line 9, Col. 1)		496,523,214	496,523,214	250,381,317
3. Interest Maintenance Reserve				
4. Charges for investment management, administration and contract guarantees due or accrued		33,610,433	33,610,433	36,544,065
5. Investment expenses due or accrued (Exhibit 1, Line 24)		475,690	475,690	105,595
6. Investment taxes, licenses and fees due or accrued, excluding federal income taxes (Exhibit 2, Line 8)				3,929
7. Federal and foreign income taxes due or accrued (excluding deferred taxes)				
8. Reserve for future federal income taxes				
9. Unearned investment income				378,300
10. Other transfers to general account due or accrued (net) (including \$228,071,408 accrued expense allowances recognized in reserves).....		228,559,394	228,559,394	250,514,445
11. Remittances and items not allocated		209,679,904	209,679,904	135,812,834
12. Derivatives		3,317,868	3,317,868	14,633,862
13. Payable for securities		685,138,852	685,138,852	782,533,888
14. Payable for securities lending				
15. Net adjustment in assets and liabilities due to foreign exchange rates				
16. Aggregate write-ins for liabilities		1,770,281	1,770,281	10,889,932
17. Total liabilities (including \$262,169,827 due or accrued net transfers to or (from) the general account)		60,374,482,531	60,374,482,531	58,382,381,032
18. Contributed surplus		1,481	1,481	(32,904)
19. Aggregate write-ins for special surplus funds				
20. Unassigned funds		9,958,322	9,958,322	9,333,504
21. Surplus (Lines 18 through 20)		9,959,803	9,959,803	9,300,600
22. Totals		60,384,442,334	60,384,442,334	58,391,681,632
DETAILS OF WRITE-INS				
1601. Derivatives accrued interest on swaps		1,491,245	1,491,245	10,611,237
1602. Annuitant mortality fluctuation fund		380,214	380,214	324,111
1603. Claims in course of settlement		(101,178)	(101,178)	(45,416)
1698. Summary of remaining write-ins for Line 16 from overflow page				
1699. Totals (Lines 1601 thru 1603 plus 1698)(Line 16 above)		1,770,281	1,770,281	10,889,932
1901.				
1902.				
1903.				
1998. Summary of remaining write-ins for Line 19 from overflow page				
1999. Totals (Lines 1901 thru 1903 plus 1998)(Line 19 above)				

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

SUMMARY OF OPERATIONS

	1 Current Year	2 Prior Year
1. Transfers to Separate Accounts:		
1.1 Net premiums and annuity considerations for life and accident and health contracts	5,922,203,001	7,942,209,869
1.2 Considerations for supplementary contracts with life contingencies		
1.3 Aggregate write-ins for other transfers to Separate Accounts		
1.4 Totals (Lines 1.1 to 1.3)	5,922,203,001	7,942,209,869
2. Transfers on account of deposit-type contracts (including \$ 266,146,929 deposits less \$ 24,006,275 withdrawals)	242,140,654	(1,170,515)
3. Net investment income and capital gains and losses	3,438,319,593	7,358,963,391
4. Aggregate write-ins for other income		
5. Totals (Lines 1.4 to 4)	9,602,663,248	15,300,002,745
DEDUCT:		
6. Transfers from the Separate Account on account of contract benefits:		
6.1 Death benefits	9,959,783	6,756,755
6.2 Matured endowments		
6.3 Annuity benefits	138,438,693	120,822,083
6.4 Payments on supplementary contracts with life contingencies		
6.5 Accident and health benefits		
6.6 Surrender benefits and withdrawals for life contracts	6,854,413,529	8,710,841,167
6.7 Aggregate write-ins for other transfers from Separate Accounts on account of contract benefits		
7. Transfers on account of policy loans	16,952,500	18,059,348
8. Net transfer of reserves from or (to) Separate Accounts	203,053,997	163,878,685
9. Other transfers from the Separate Accounts:		
9.1 Federal and foreign income taxes incurred		
9.2 Change in expense allowances recognized in reserves	(21,905,540)	2,487,460
9.3 Aggregate write-ins for other transfers from Separate Accounts	16,922	1,075
10. Subtotals (Lines 6.1 to 9.3)	7,200,929,884	9,022,846,573
11. Fees associated with charges for investment management, administration and contract guarantees	340,739,558	318,104,745
12. Increase in aggregate reserve for life and accident and health contracts	1,814,824,030	5,959,021,981
13. Increase in liability for deposit-type contracts	246,141,897	(17,667)
14. Increase in reserve for future federal income taxes		
15. Aggregate write-ins for reserves and funds	341	31,514
16. Totals (Lines 10 to 15)	9,602,635,710	15,299,987,146
17. Net gain from operations (including \$.9 unrealized capital gains) (Line 5 minus Line 16)	27,538	15,599
SURPLUS ACCOUNT		
18. Surplus, December 31, prior year	9,300,600	8,821,406
19. Net gain from operations (Line 17)	27,538	15,599
20. Surplus contributed or (withdrawn) during year	1,481	(32,904)
21. Change in reserve on account of change in valuation basis, (increase) or decrease		
22. Transfer from Separate Accounts of the change in expense allowances recognized in Line 21		
23. Aggregate write-ins for gains and losses in surplus	630,184	496,499
24. Surplus, December 31, current year (Page 3, Line 21)	9,959,803	9,300,600
DETAILS OF WRITE-INS		
01.301.		
01.302.		
01.303.		
01.398. Summary of remaining write-ins for Line 1.3 from overflow page		
01.399. Totals (Lines 01.301 thru 01.303 plus 01.398)(Line 1.3 above)		
0401.		
0402.		
0403.		
0498. Summary of remaining write-ins for Line 4 from overflow page		
0499. Totals (Lines 0401 thru 0403 plus 0498)(Line 4 above)		
06.701.		
06.702.		
06.703.		
06.798. Summary of remaining write-ins for Line 6.7 from overflow page		
06.799. Totals (Lines 06.701 thru 06.703 plus 06.798)(Line 6.7 above)		
09.301. Miscellaneous loss	16,922	1,075
09.302.		
09.303.		
09.398. Summary of remaining write-ins for Line 9.3 from overflow page		
09.399. Totals (Lines 09.301 thru 09.303 plus 09.398)(Line 9.3 above)	16,922	1,075
1501. Change in annuitant mortality fluctuation fund	56,103	76,930
1502. Claims in course of settlement	(55,762)	(45,416)
1503.		
1598. Summary of remaining write-ins for Line 15 from overflow page		
1599. Totals (Lines 1501 thru 1503 plus 1598)(Line 15 above)	341	31,514
2301. Capital preservation supplemental reserve	630,184	496,499
2302.		
2303.		
2398. Summary of remaining write-ins for Line 23 from overflow page		
2399. Totals (Lines 2301 thru 2303 plus 2398)(Line 23 above)	630,184	496,499

**ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company
ANALYSIS OF OPERATIONS BY LINES OF BUSINESS**

	1		2		3		4			5			6		7		8		9	
	Total	Life Insurance	Individual Annuities	Supplementary Contracts	Life Insurance	Life Insurance	Life Insurance	Supplementary Contracts	Life Insurance	Life Insurance	Life Insurance	Life Insurance	Life Insurance	Life Insurance	Life Insurance	Life Insurance	Life Insurance	Life Insurance		Life Insurance
1. Transfers to Separate Accounts:																				
1.1 Net premiums and annuity considerations for life and accident and health contracts	5,922,203.001	61,101.034	868,408.243		7,684,481															
1.2 Considerations for supplementary contracts with life contingencies																				
1.3 Aggregate write-ins for other transfers to Separate Accounts																				
1.4 Totals (Lines 1.1 to 1.3)	5,922,203.001	61,101.034	868,408.243		7,684,481															
2. Transfers on account of deposit-type contracts (including																				
\$ 266,146,929 deposits less \$ 24,006,275 withdrawals)	242,140,654		(96,172)																	
3. Net investment income and capital gains and losses	3,438,319.593	77,821.680	708,779.188		65,922.984															
4. Aggregate write-ins for other income																				
5. Totals (Lines 1.4 to 4)	9,602,663.248	138,922.724	1,577,091.259		73,617.465															
6. Transfers from the Separate Account on account of contract benefits:																				
6.1 Death benefits	9,959,783	2,544,762																		
6.2 Matured endowments																				
6.3 Annuity benefits	138,438.693		138,421.162																	
6.4 Payments on supplementary contracts with life contingencies																				
6.5 Accident and health benefits																				
6.6 Surrender benefits and withdrawals for life contracts	6,854,413.529	49,433.459	868,383.830		12,590.953															
6.7 Aggregate write-ins for other transfers from Separate Accounts on account of contract benefits																				
7. Transfers on account of policy loans	16,952,500	16,330.692	(36,918)		658,577															
8. Net transfer of reserves from or (to) Separate Accounts	203,053.997	(1,720,032)	(10,492,879)		(379,698)															
9. Other transfers from the Separate Accounts:																				
9.1 Federal and foreign income taxes incurred																				
9.2 Change in expense allowances recognized in reserves	(21,905,540)	(2,025,287)	(19,880,243)		1															
9.3 Aggregate write-ins for other transfers from Separate Accounts	16,922	4,279	6,825																	
10. Subtotals (Lines 6.1 to 9.3)	7,200,929.884	64,567.863	976,401.777		20,284.854															
11. Fees associated with charges for investment management, administration and contract guarantees	340,739.588	45,251.318	199,644.951		22,134.657															
12. Increase in aggregate reserve for life and accident and health contracts	1,814,824.030	29,159.305	407,047.035		31,197.954															
13. Increase in liability for deposit-type contracts																				
14. Increase in reserve for future federal income taxes	246,141.897		(58,607)																	
15. Aggregate write-ins for reserves and funds		(55,762)	56,103																	
16. Totals (Lines 10 to 15)	9,602,635.710	138,922.724	1,577,091.259		73,617.465															
17. Net gain from operations (including \$ 9 unrealized capital gains) (Line 5 minus Line 16)	27,538																			
DETAILS OF WRITE-INS																				
01.301.																				
01.302.																				
01.303.																				
01.398.																				
01.399.																				
0401.																				
0402.																				
0403.																				
0498.																				
0499.																				
06.701.																				
06.702.																				
06.703.																				
06.798.																				
06.799.																				
09.301.	16,922	4,279	6,825		1															
09.302.																				
09.303.																				
09.398.																				
09.399.																				
1501.	16,922	4,279	6,825		1															
1502.	56,103		56,103																	
1503.		(55,762)	(55,762)																	
1598.																				
1599.	341	(55,762)	56,103																	

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

ANALYSIS OF INCREASE IN RESERVES DURING THE YEAR

	1 Total	Ordinary			Group	
		2 Life Insurance	3 Individual Annuities	4 Supplementary Contracts	5 Life Insurance	6 Annuities
1. Reserve Dec. 31 of prior year	56,900,582,865	1,034,901,745	10,928,027,342		1,714,594,614	43,223,059,164
2. Tabular net premiums and considerations for annuities and supplementary contracts with life contingencies	5,922,203,001	61,101,034	868,408,243		7,694,481	4,984,999,243
3. Increase or (decrease) from investment results after provision for federal income taxes	3,434,290,812	77,821,690	708,741,625		65,922,984	2,581,804,513
4. Tabular less actual reserve released						
5. Increase in reserve on account of change in valuation basis						
6. Other increases (net)						
7. Totals (Lines 1 to 6)	66,257,076,678	1,173,824,469	12,505,177,210		1,788,212,079	50,789,862,920
8. Net transfer of reserves from or (to) Separate Accounts	203,053,997	(1,720,032)	(10,492,879)		(379,698)	215,646,606
9. Tabular cost						
10. Reserves released by death	9,959,783	2,544,762			7,415,021	
11. Reserves released by other terminations (net)	6,854,413,529	49,433,459	868,383,830		12,590,953	5,924,005,287
12. Transfers on account of annuity and supplementary contract payments involving life contingencies	138,438,693		138,421,162			17,531
13. Charges for investment management, administration and contract guarantees	340,739,558	45,251,318	199,644,951		22,134,657	73,708,632
14. Aggregate write-ins for other decreases in reserves	(4,935,777)	14,253,912	(19,854,233)		658,578	5,966
15. Total deductions (Lines 8 to 14)	7,541,669,783	109,763,419	1,176,102,831		42,419,511	6,213,384,022
16. Reserve December 31 of current year	58,715,406,895	1,064,061,050	11,329,074,379		1,745,792,568	44,576,478,898
DETAILS OF WRITE-INS						
1401. Change in surrender charge offset	(21,905,540)	(2,025,297)	(19,880,243)			
1402. Claims in course of settlement	(55,762)	(55,762)				
1403. Miscellaneous loss	16,922	4,279	6,825		1	5,817
1498. Summary of remaining write-ins for Line 14 from overflow page	17,008,603	16,330,692	19,185		658,577	149
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	(4,935,777)	14,253,912	(19,854,233)		658,578	5,966

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

EXHIBIT OF NET INVESTMENT INCOME

	1 Collected During Year	2 Earned During Year
1. U.S. Government bonds	(a) 58,214,998	59,391,013
1.1 Bonds exempt from U.S. tax	(a)	
1.2 Other bonds (unaffiliated)	(a) 442,210,951	450,601,928
1.3 Bonds of affiliates	(a)	
2.1 Preferred stocks (unaffiliated)	(b) 93,750	93,750
2.11 Preferred stocks of affiliates	(b)	
2.2 Common stocks (unaffiliated)	2,606,260,584	2,608,416,206
2.21 Common stocks of affiliates		
3. Mortgage loans	(c) 189,469	187,190
4. Real estate	(d) 5,768,392	4,538,411
5. Contract loans		
6. Cash, cash equivalents and short-term investments	(e) 7,319,491	7,844,273
7. Derivative instruments	(f) 266,715	(1,345,060)
8. Other invested assets	886,491	886,491
9. Aggregate write-ins for investment income	4,574,926	4,574,926
10. Total gross investment income	3,125,785,767	3,135,189,128
11. Investment expenses		(g) 5,836,454
12. Investment taxes, licenses and fees, excluding federal income taxes		(g) 1,089,923
13. Interest expense		(h)
14. Depreciation on real estate and other invested assets		(i)
15. Aggregate write-ins for deductions from investment income		
16. Total deductions (Lines 11 through 15)		6,926,377
17. Net investment income (Line 10 minus Line 16)		3,128,262,751
DETAILS OF WRITE-INS		
0901. Miscellaneous income	4,574,926	4,574,926
0902.		
0903.		
0998. Summary of remaining write-ins for Line 9 from overflow page		
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	4,574,926	4,574,926
1501.		
1502.		
1503.		
1598. Summary of remaining write-ins for Line 15 from overflow page		
1599. Totals (Lines 1501 thru 1503 plus 1598) (Line 15, above)		

- (a) Includes \$ accrual of discount less \$ amortization of premium and less \$ 43,736,081 paid for accrued interest on purchases.
- (b) Includes \$ accrual of discount less \$ amortization of premium and less \$ paid for accrued dividends on purchases.
- (c) Includes \$ accrual of discount less \$ amortization of premium and less \$ paid for accrued interest on purchases.
- (d) Includes \$ for company's occupancy of its own buildings; and excludes \$ interest on encumbrances.
- (e) Includes \$ 13,044 accrual of discount less \$ 16,473 amortization of premium and less \$ 166,554 paid for accrued interest on purchases.
- (f) Includes \$ accrual of discount less \$ amortization of premium.
- (g) Includes \$ investment expenses and \$ investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
- (h) Includes \$ interest on surplus notes and \$ interest on capital notes.
- (i) Includes \$ depreciation on real estate and \$ depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

	1	2	3	4	5
	Realized Gain (Loss) On Sales or Maturity	Other Realized Adjustments	Total Realized Capital Gain (Loss) (Columns 1 + 2)	Change in Unrealized Capital Gain (Loss)	Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. Government bonds	21,027,283		21,027,283	85,375,564	
1.1 Bonds exempt from U.S. tax					
1.2 Other bonds (unaffiliated)	(17,878,780)	(1,805,680)	(19,684,460)	75,340,450	(6,975)
1.3 Bonds of affiliates					
2.1 Preferred stocks (unaffiliated)	1,239,915		1,239,915	(972,165)	
2.11 Preferred stocks of affiliates					
2.2 Common stocks (unaffiliated)	2,186,874,958	14,242	2,186,889,200	(2,226,172,120)	(530,287)
2.21 Common stocks of affiliates					
3. Mortgage loans	(885)		(885)	59,797	
4. Real estate	(81,761,495)		(81,761,495)	67,432,347	
5. Contract loans					
6. Cash, cash equivalents and short-term investments	(366,148)	8,946	(357,202)		(1,013,243)
7. Derivative instruments	164,441,943		164,441,943	22,281,017	1,897,366
8. Other invested assets	71,440,337		71,440,337	(56,660,636)	
9. Aggregate write-ins for capital gains (losses)		(197,728)	(197,728)		(11,181)
10. Total capital gains (losses)	2,345,017,128	(1,980,220)	2,343,036,908	(2,033,315,746)	335,680
DETAILS OF WRITE-INS					
0901. Capital gain(loss) on foreign currency		(197,728)	(197,728)		(11,181)
0902.					
0903.					
0998. Summary of remaining write-ins for Line 9 from overflow page					
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)		(197,728)	(197,728)		(11,181)

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

EXHIBIT 1 - INVESTMENT EXPENSES

	1 Amount
1. Rent	
2. Salaries and wages	
3. Contributions for benefit plans for employees (a)	
4. Payments to employees under non-funded benefit plans	
5. Other employee welfare	
6. Legal fees and expenses	
7. Fees of public accountants and consulting actuaries	
8. Traveling expenses	
9. Postage, express, telegraph and telephone	
10. Printing and stationery	
11. Cost or depreciation of furniture and equipment	
12. Rental of equipment	
13. Books and periodicals	
14. Bureau and association fees	
15. Insurance, except on real estate	
16. Miscellaneous losses	
17. Collection and bank service charges	2,541,646
18. Sundry general expenses	
19. Real estate expenses	2,876,539
20. Investment expenses not included elsewhere	418,269
21. Aggregate write-ins for other investment expenses	
22. Investment expenses incurred	5,836,454
Reconciliation with Exhibit 5	
23. Investment expenses unpaid December 31, prior year	105,595
24. Investment expenses unpaid December 31, current year	475,690
25. Investment expenses paid during year (Lines 22 + 23 - 24) (to Exhibit 5, Line 12)	5,466,359
DETAILS OF WRITE-INS	
2101.	
2102.	
2103.	
2198. Summary of remaining write-ins for Line 21 from overflow page	
2199. Totals (Lines 2101 thru 2103 plus 2198) (Line 21 above)	

(a) Includes \$ on account of prior service.

**EXHIBIT 2 - INVESTMENT TAXES, LICENSES AND FEES
(EXCLUDING FEDERAL INCOME TAXES)**

	1 Amount
1. Real estate taxes	1,089,923
2. State insurance department fees	
3. Other state taxes, including \$ for employee benefits	
4. U.S. Social Security taxes	
5. All other taxes	
6. Taxes, licenses and fees incurred	1,089,923
Reconciliation with Exhibit 5	
7. Taxes, licenses and fees unpaid December 31, prior year	3,929
8. Taxes, licenses and fees unpaid December 31, current year	
9. Taxes, licenses and fees paid during year (Lines 6 + 7 - 8) (to Exhibit 5, Line 13)	1,093,852

EXHIBIT 3 - AGGREGATE RESERVE FOR LIFE, ANNUITY AND ACCIDENT AND HEALTH CONTRACTS

1	2	3	4
Description of Valuation Basis	Total	Ordinary	Group
0100001. 58 CSO 4.00% Mod CRVM	2,259,984	2,259,984	
0100002. 80 CSO 5.50% CRVM	29,464,090	29,464,090	
0100003. 80 CSO 5.00% CRVM	255,384	255,384	
0100004. 80 CSO 4.50% CRVM	633,475,689	633,475,689	
0100005. 80 CSO 4.00% CRVM	102,295,192	102,295,192	
0100006. 2001 CSO 4.00% CRVM	10,127,460	10,127,460	
0100007. 2001 CSO 3.50% CRVM	1,614,451	1,614,451	
0100008. 80 CSO Account Value	1,983,549,294	243,510,055	1,740,039,239
0100009. 2001 CSO Account Value	46,812,074	41,058,745	5,753,329
0199999. Totals	2,809,853,618	1,064,061,050	1,745,792,568
0200001. Deferred Annuity 4.75% to 10.00% CARVM	11,278,548,496	11,278,548,496	
0200002. Annuity Reserve	42,702,423,002	50,525,883	42,651,897,119
0200003. Annuity Reserve 1951 to 1970 5.50% GA MBI	30,320		30,320
0200004. Group Home Office and Field Plans	1,924,551,459		1,924,551,459
0299999. Totals	55,905,553,277	11,329,074,379	44,576,478,898
9999999. Totals (to Page 3, Line 1)	58,715,406,895	12,393,135,429	46,322,271,466

EXHIBIT 3 - INTERROGATORIES

- 1.1 Has the reporting entity ever issued both participating and non-participating variable life insurance contracts?..... Yes No
- 2.1 Does the reporting entity at present issue both participating and non-participating variable life insurance contracts?..... Yes No
- 2.2 If not, state which kind is issued
- 3.1 Is any surrender value promised in excess of the reserve as legally computed? Yes No N/A
- 3.2 If so, the amount of such excess must be included in surrender values in excess of reserves otherwise required and carried in this schedule. Has this been done? Yes No N/A
Attach a statement of methods employed in the valuation of variable life insurance contracts issued at, or subsequently subject to, an extra premium or in the valuation of contracts otherwise issued on lives classified as substandard for the plan of contract issued or on special class lives (including paid-up variable life insurance).

EXHIBIT 3A - CHANGES IN BASIS OF VALUATION DURING THE YEAR

(Including supplementary contracts set up on a basis other than that used to determine benefits)

1	Valuation Basis		4
	2	3	
Description of Valuation Class	Changed From	Changed To	Increase in Actuarial Reserve Due to Change
NONE			
9999999 - Totals (Page 6, Line 5, Analysis of Increase in Reserves)			

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

EXHIBIT 4 - DEPOSIT TYPE CONTRACTS

	1	2	3	4	5	6
	Total	Guaranteed Interest Contracts	Annuities Certain	Supplemental Contracts	Dividend Accumulations or Refunds	Premium and Other Deposit Funds
1. Balance at the beginning of the year	250,381,317	250,032,896				348,421
2. Deposits received during the year	266,146,929					266,146,929
3. Investment earnings credited to account	4,035,031	901,812				3,133,219
4. Other net change in reserves						
5. Fees and other charges assessed	33,788					33,788
6. Surrender charges						
7. Net surrender or withdrawal payments	24,006,275	882,500				23,123,775
8. Other net transfer to or (from) general account						
9. Balance at the end of current year (Lines 1+2+3+4-5-6-7-8)	496,523,214	250,052,208				246,471,006

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

EXHIBIT 5 - RECONCILIATION OF CASH AND INVESTED ASSETS

DEVELOPMENT OF INCREASE IN CASH		1 Amount
1. Transfers to Separate Accounts on account of:		
1.1 Net premiums and considerations for annuities and supplementary contracts with life contingencies		5,922,203,001
1.2 Aggregate write-ins for other transfers to Separate Accounts		630,184
2. Deposits on deposit-type contract funds and other liabilities without life or disability contingencies		266,146,929
3. Investment income collected		3,125,785,767
4. Consideration on disposal of short-term bonds net of purchases		18,676,313
5. Consideration on disposal of investments (excluding short-term bonds)		25,254,984,693
6. Aggregate write-ins for other increases in funds from operations		
7. Total (Lines 1 to 6)		34,588,426,887
8. Cost of investments acquired (excluding short-term bonds)		27,068,824,270
9. Transfers from Separate Accounts on account of contract benefits:		
9.1 Death benefits		11,206,720
9.2 Matured endowments		
9.3 Annuity benefits		138,438,693
9.4 Supplementary contract benefits with life contingencies		
9.5 Accident and health benefits		
9.6 Surrender benefits and withdrawals for life contracts		6,854,413,529
9.7 Policy loans (net)		16,952,500
9.8 Transfers of reserves (net)		203,053,996
9.9 Aggregate write-ins for other transfers from Separate Accounts on account of contract benefits		
10. Other transfers from Separate Accounts:		
10.1 Federal income taxes		
10.2 Aggregate write-ins for other transfers from Separate Accounts		(60,925,495)
11. Withdrawals on deposit-type contract funds and other liabilities without life or disability contingencies		24,006,275
12. Investment expenses (Exhibit 1, Line 25)		5,466,359
12.1 Fees associated with investment management, administration and contract guarantees		343,673,190
13. Investment taxes, licenses and fees, excluding federal income taxes (Exhibit 2, Line 9)		1,093,852
14. Total (Lines 8 to 13)		34,606,203,889
15. Funds from operations (Line 7 minus Line 14)		(17,777,002)
16. Surplus contributed or (withdrawn) during year		1,481
17. Aggregate write-ins for other changes in funds		
18. Total funds (includes \$1,645,001,615 net transfers from general account) (Lines 15 to 17)		(17,775,521)
19. Increase in payable for investments acquired, net of receivable for investments sold		(11,504,987)
20. Decrease in policy loans		
21. Aggregate write-ins for other reconciling items		(197,728)
22. Increase in cash (Line 18 to 21)		(29,478,236)
RECONCILIATION BETWEEN YEARS		
23. Cash and invested assets, December 31st of prior year		57,573,160,780
24. Increase in cash (Line 22)		(29,478,236)
25. Cost of invested assets acquired		30,446,192,959
26. Adjusted cost of assets disposed of		26,303,085,937
27. Increase in policy loans		
28. Accrual of discount less amortization of premium		(3,429)
29. Depreciation on real estate and other invested assets		
30. Increase in net unrealized gains		(2,032,968,874)
31. Aggregate write-ins for other reconciling items		
32. Cash and invested assets, December 31st of current year		59,653,817,263
DETAILS OF WRITE-INS		
01.201. Capital preservation supplemental reserve		630,184
01.202.		
01.203.		
01.298. Summary of remaining write-ins for Line 1.2 from overflow page		
01.299. Totals (Lines 01.201 thru 01.203 plus 01.298) (Line 1.2 above)		630,184
0601.		
0602.		
0603.		
0698. Summary of remaining write-ins for Line 6 from overflow page		
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)		
09.901.		
09.902.		
09.903.		
09.998. Summary of remaining write-ins for Line 9.9 from overflow page		
09.999. Totals (Lines 09.901 thru 09.903 plus 09.998) (Line 09.9 above)		
10.201. Change in remittances and items not allocated		(73,867,070)
10.202. Real estate notes receivable		(1,674,735)
10.203. Change in other transfers to general account due or accrued		(1,197,426)
10.298. Summary of remaining write-ins for Line 10.2 from overflow page		15,813,736
10.299. Totals (Lines 10.201 thru 10.203 plus 10.298) (Line 10.2 above)		(60,925,495)
1701.		
1702.		
1703.		
1798. Summary of remaining write-ins for Line 17 from overflow page		
1799. Totals (Lines 1701 thru 1703 plus 1798) (Line 17 above)		
2101. Foreign currency loss		(197,728)
2102.		
2103.		
2198. Summary of remaining write-ins for Line 21 from overflow page		
2199. Totals (Lines 2101 thru 2103 plus 2198) (Line 21 above)		(197,728)
3101.		
3102.		
3103.		
3198. Summary of remaining write-ins for Line 31 from overflow page		
3199. Totals (Lines 3101 thru 3103 plus 3198) (Line 31 above)		

EXHIBIT 6 - GUARANTEED INSURANCE AND ANNUITY PRODUCTS

	1 Amount	2 Percent of Total
1. Aggregate reserve for life, annuity and accident and health contracts (Included in Exhibit 3):		
1.1 Life insurance		
1.2 Annuities		
1.3 Supplementary contracts with life contingencies		
1.4 Accident and health		
1.5 Miscellaneous reserves		
1.6 Total		
2. Liability for deposit-type contracts (included in Exhibit 4):		
2.1 Guaranteed interest contracts	250,052,208	0.4
2.2 Annuities certain		
2.3 Supplemental contracts		
2.4 Dividend accumulations or refunds		
2.5 Premium and other deposit funds		
2.6 Total	250,052,208	0.4
3. Other liabilities (included in Page 3, Lines 4, 10, 13 & 14)		
4. Total liabilities associated with guarantees (Lines 1.6 + 2.6 + 3)	250,052,208	0.4
5. Total liabilities not associated with guarantees	60,124,430,323	99.6
6. Total Separate Accounts liabilities (Lines 4 + 5 = Page 3, Line 17)	60,374,482,531	100.0%

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

GENERAL INTERROGATORIES

Product Mix

1.01 Identify the product types in the separate account, quantify the assets associated with those products, indicate if there are any guarantees associated with those products, quantify seed money and quantify other fees and expenses due to the general account:

Note: A distinct product identifier shall be used for each product and shall be used consistently throughout the interrogatory.

1 Product Identifier	2 Separate Account Assets	3 Guarantees Associated with the Product Yes/No	4 Seed Money	5 Fees and Expenses Due to the General Account	6 Additional Required Surplus Amounts
Non-guaranteed Retirement Services SIAs	29,172,564,511	NO	100,060		
Separate Account Guaranteed Interest Contract	15,674,401,019	YES	1,537		
Individual Variable Annuity	11,515,279,110	YES			
Stable Value Bank-owned Life Insurance	1,886,390,091	YES			
Individual Variable Universal Life	1,069,939,573	YES	22		
Capital Preservation	492,909,059	YES			
Alpha-Backed Note Separate Account	311,183,612	YES			
Corporate-owned Life Insurance	150,873,813	YES			
Group Variable Universal Life	64,088,466	YES			
Individual Immediate Variable Annuity	36,990,349	YES			
Supplemental Account	6,942,943	NO			6,942,943
Cornerstone Hotel Income Equity Fund	2,879,788	NO			
Included in the Separate Account Assets total are twelve contracts totaling \$180 million that are non-insulated, exclusive of seed money and unsettled fees and expenses. Total MassMutual separate account assets are \$60 billion at 12/31/14. These twelve non-insulated contracts represent 0.30% of MassMutual's separate account balance at 12/31/14. Given the immateriality of the balances, we are disclosing the existence of these twelve non-insulated contracts, but are not preparing a separate green book blank.					
Totals	60,384,442,334	XXX	101,619		6,942,943

Note: Additional Required Surplus Amounts is defined as additional or permanent surplus that is required to be retained in the separate account in accordance with state law or regulation. These amounts should not include reinvested separate account investment proceeds that have not been allocated to separate account contract holders.

1.02 Did the reporting entity remit seed money, other fees and expenses or additional required surplus amounts to the general account during the current year? Yes [] No []

1.03 If yes, provide information on the total gross amount of seed money, other fees and expenses or additional required surplus amounts remitted to the general account during the current year (these amounts should not be reflected in the seed money totals in 1.01):

1.031 Seed Money.....\$15,719
 1.032 Other Fees and Expenses.....\$
 1.033 Additional Required Surplus Amounts ..\$

1.04 Did the reporting entity receive seed money from the general account in the current year? Yes [] No []

1.05 If yes, provide information on the total gross amount of seed money received in the current year: (If amounts were both received and remitted in the current year, include the gross amounts in both 1.031 and 1.051.)

1.051 Seed Money Received.....\$17,200

1.06 Does the reporting entity consider any of the seed money reflected in separate accounts to be insulated from the general account? Yes [] No [] N/A []

1.07 If yes, provide information on the amount of seed money the reporting entity considers insulated from the general account:

1.071 Insulated Seed Money\$

1.08 Does the reporting entity have a policy for repatriating seed money or remitting fees and expenses due and additional required surplus amounts to the general account:

1.081 Seed Money..... Yes [] No []
 1.082 Other Fees and Expenses..... Yes [] No []
 1.083 Additional Required Surplus Amounts Yes [] No []

1.09 Provide detail on the time duration for which seed money, other fees and expenses due to the general account and additional required surplus amounts have been held in the separate account:

	1 Seed Money	2 Fees and Expenses Due to the General Account	3 Additional Required Surplus Amounts
1.091 Under 1 Year	16,869		
1.092 1 Year - 3 Years	15,718		
1.093 Over 3 Years - 5 Years	27,730		
1.094 Over 5 Years	41,302		6,942,943
1.095 Total	101,619		6,942,943

1.10 For seed money, other fees and expenses, and additional required surplus amounts held in the separate account, does the reporting entity invest these funds in accordance with investment directives of the general account:

1.101 Seed Money..... Yes [] No [] N/A []
 1.102 Other Fees and Expenses..... Yes [] No [] N/A []
 1.103 Additional Required Surplus Amounts Yes [] No [] N/A []

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

GENERAL INTERROGATORIES

- 1.11 If no, does the reporting entity have stated policy and procedure for the investment of seed money, other fees and expenses, and additional required surplus amounts that are retained with the separate account?
- 1.111 Seed Money..... Yes No N/A
 1.112 Other Fees and Expenses..... Yes No N/A
 1.113 Additional Required Surplus Amounts Yes No N/A

Separate Account Products with General Account Guarantees

- 2.1 Does the reporting entity have products with guarantees provided by the general account? Yes No
- 2.2 If yes, what is the current total maximum guarantee the general account would provide to the separate account?\$391,328,574
- 2.3 Has the separate account collected amounts from the general account within the past five years related to separate account guarantees? Yes No
- 2.4 If yes, provide detail on these guarantees paid by the general account:

	1 Year	2 Amount
2.401 As of December 31, 2014		\$2,099,135
2.402 As of December 31, 2013		\$2,287,116
2.403 As of December 31, 2012		\$5,202,041
2.404 As of December 31, 2011		\$103,553,395
2.405 As of December 31, 2010		\$3,292,992

- 2.5 To compensate the general account for the risk taken, for any separate account products with general account guarantees, does the separate account remit risk charges to the general account related to separate account guarantees? Yes No
- 2.6 If yes, identify the separate account products with risk charges that are remitted to the general account and whether the risk charge for that product is reviewed and opined upon:

1 Product Identifier with Risk Charges	2 Risk Charge Reviewed and Opined Upon	3 Name and Title of Individual who Provided Opinion on Risk Charges
Capital Preservation	Yes	Isadore Jermyn, SVP and Chief Actuary
Separate Account Guaranteed Interest Contract	Yes	Isadore Jermyn, SVP and Chief Actuary
Individual Immediate Variable Annuity	No; the risk charges associated with this product are reviewed for reasonableness and accuracy by the appropriate actuary, but no formal opinion on these product risk charges is required by the NAIC.	
Individual Variable Annuity	No; the risk charges associated with this product are reviewed for reasonableness and accuracy by the appropriate actuary, but no formal opinion on these product risk charges is required by the NAIC.	

- 2.7 Provide detail on the risk charges paid to the general account related to separate account guarantees for the past five years:

	1 Year	2 Amount
2.701 As of December 31, 2014		\$84,791,816
2.702 As of December 31, 2013		\$69,485,096
2.703 As of December 31, 2012		\$59,634,146
2.704 As of December 31, 2011		\$48,728,912
2.705 As of December 31, 2010		\$41,990,792

Investment Directive of Separate Account Activity

- 3.1 Does the reporting entity have products classified within the separate account for which the investment directive is not determined by the contract holder? (Situations in which the investments directive mirrors the general account would not be considered determined by the contract holder; however, having the contract holder select an investment direction from multiple options would meet this criteria.) Yes No
- 3.2 If yes, if these investments would have been included in the general account, would the reporting entity have exceeded the investment limitations imposed on the general account? Yes No N/A
- 3.3 Provide detail on the separate account investment portfolio and state investment limitations. (This includes the combined separate account and general investments, excluding separate account assets with investment direction determined by the contract holder):

1 Investment Type	2 State Investment Limitation	3 Combined Investment (Separate and General Account)

Allocation of Investment Proceeds of Separate Account Activity

- 4.1 Does the reporting entity have separate account assets in which less than 100% of investment proceeds (net of contract fees and assessments) are attributed to a contract holder? (This should identify any situations where there is a ceiling on investment performance results.) Yes No

GENERAL INTERROGATORIES

4.2 If yes, provide detail on the net investment proceeds that were attributed to the contract holder, transferred to the general account and reinvested within the separate account:

1 Product Identifier	2 Net Investment Proceeds	3 Attributed to Contract Holder	4 Transferred to General Account	5 Reinvested Within the Separate Account
Non-guaranteed Retirement Services SIAs	1,889,061,240	1,889,059,070	1,867	303
Separate Account Guaranteed Interest Contract	628,600,395	628,600,204	151	40
Capital Preservation	7,216,584	7,216,584		
Supplemental Account	188,892	163,715		25,177
Alpha-Backed Note Separate Account	(1,293,205)	901,812		(2,195,017)

4.3 For items reinvested within the Separate Account, does the reporting entity invest these assets in accordance with investment directives of the general account? Yes [] No [X] N/A []

4.4 If no, does the reporting entity have a stated policy and procedure for the reinvestment of investment proceeds within the separate account? Yes [X] No [] N/A []

4.5 Did the reinvestment of investment proceeds within the separate account result with the company having a combined investment portfolio that exceeded the state investment limitations imposed on the general account? Yes [] No [X] N/A []

Measurement of Separate Account Assets

5.1 Does the reporting entity report all separate account assets at fair value? Yes [X] No []

5.2 For items not reported at fair value, does the reporting entity report separate account assets at amortized cost, and/or under different measurement methods?

5.21 Amortized Cost Yes [] No [X]
5.22 Other Measurement Methods..... Yes [] No [X]

5.3 If other measurement methods are used, provide explanation on these measurement methods.
.....

5.4 Identify the assets measured at fair value, amortized cost or another measurement method and the percentage of separate account assets measured under each measurement method:

Description	1 Amount	2 Percentage
5.41 Fair Value	\$ 60,384,442,334	100.0 %
5.42 Amortized Cost	\$	%
5.43 Other Measurement Methods	\$	%

5.5 For the assets not measured at fair value, provide a comparison of the reported value to current fair value and identify the unrealized gain or loss that would have been recorded if the assets had been reported at fair value:

1 Assets Held at Amortized Cost	2 Fair Value	3 Unrecorded Unrealized Gain/Loss
5.51... \$	\$	\$

1 Assets Held at Other Measurement Method	2 Fair Value	3 Unrecorded Unrealized Gain/Loss
5.52... \$	\$	\$

Securities Lending Transactions Within Separate Accounts

6.1 Does the reporting entity engage in securities lending transactions with separate account assets? Yes [] No [X]

6.2 If yes, does the reporting entity have written policies and procedures for such transactions? Yes [] No [] N/A [X]

6.3 Does the reporting entity obtain approval, or otherwise provide notification to contract holders, regarding securities lending transactions that occur with separate account assets? Yes [] No [] N/A [X]

6.4 Are all securities lending transactions reported on balance sheet? Yes [] No [] N/A [X]

6.5 Provide a description of the reporting entity's securities lending transaction program, specifically identifying any variations from the securities lending transaction program administered by the general account.

6.6 Provide detail on the current status of separate account transactions by separate account product:

6.61 Amount of any loaned securities within the separate account and the percentage of separate account assets lent

6.611 Amount\$

6.612 Percentage..... %

6.62 Identify whether securities lent are reported at book value or market value

6.621 Book Value\$

6.622 Market Value.....\$

GENERAL INTERROGATORIES

6.63 Detail on collateral received:

6.631 Aggregate Amount Collateral Received

6.6311 Open\$
 6.6312 30 Days or Less.....\$
 6.6313 31 to 60 Days.....\$
 6.6314 61 to 90 Days.....\$
 6.6315 Greater than 90 Days.....\$
 6.6316 Total Collateral Received...\$

6.632 The aggregate fair value of all securities acquired from the sale, trade or use of the accepted collateral (reinvested collateral)\$

6.633 Narrative discussion about sources and uses of collateral:

6.634 Collateral for transactions that extend beyond one year from the reporting date\$

6.7 For the reporting entity's security lending program state the amount of the following as December 31 of the current year:

6.71 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 (Sum of Schedule DL, Parts 1 and 2, Column 5)\$
 6.72 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 (Sum of Schedule DL, Parts 1 and 2, Column 6)\$
 6.73 Total payable for securities lending reported on the liability page (Page 3, Line 14, Column 3)\$

FHLB Funding Agreements

7.1 Does the reporting entity report Federal Home Loan Bank (FHLB) funding agreements within the separate account? Yes [] No [X]

7.2 Provide detail on the elements that support the classification of FHLB funding agreements within the separate account

7.3 Provide detail regarding the FHLB funding agreements classified within the separate account:

1 Amount of FHLB Stock Purchased or Owned	2 Amount of Collateral Pledged to the FHLB	3 Total Borrowing or Funding Capacity Currently Available	4 Total Reserves Related to FHLB Agreements
\$	\$	\$	\$

7.4 For funding agreements within the separate account, provide a general description on the nature of the agreement, type of funding (lines of credit, borrowed money, etc) and intended use of funding.

Reporting Differences Between GAAP and SAP Financial Statements (This disclosure is applicable to all reporting entities regardless if they file GAAP financial statements)

8.1 Does the reporting entity file GAAP financial statements? Yes [] No [X]

8.2 In accordance with the different separate account reporting requirements between GAAP (SOP 03-1) and statutory accounting, does the reporting entity have products that are classified within the separate account that were, or would have been if GAAP financial statements had been completed, required to be reported within the general account under GAAP financials? Pursuant to SOP 03-1, all of the following conditions must be met to receive separate account reporting classification under GAAP: Yes [X] No [] N/A []

- a. Legal Recognition - The separate account is legally recognized. That is, the separate account is established, approved, and regulated under special rules such as state insurance laws, federal securities laws, or similar foreign laws.
- b. Legally Insulated - The separate account assets supporting the contract liabilities are legally insulated from the general account liabilities of the insurance enterprise (that is, the contract holder is not subject to insurer default risk to the extent of the assets held in the separate account).
- c. Investment Directive - The insurer must, as a result of contractual, statutory, or regulatory requirements, invest the contract holder's funds within the separate account as directed by the contract holder in designated investment alternatives or in accordance with specific investment objectives or policies.
- d. Investment Performance - All investment performance, net of contract fees and assessments, must as a result of contractual, statutory, or regulatory requirements be passed through to the individual contract holder. Contracts may specify conditions under which there may be a minimum guarantee, but not a ceiling, as a ceiling would prohibit all investment performance from being passed through to the contract holder

GENERAL INTERROGATORIES

8.3 Identify all separate account products and identify whether each product was classified within a separate account for GAAP reporting purposes. (For non-GAAP filers, this disclosure should reflect whether the GAAP classification would have been the same if GAAP financials had been completed.) For products that were (or would have been) reported differently, identify which SOP 03-1 condition prevented separate account GAAP classification for that particular product.

1	2
Product Identifier	Same as GAAP / Condition that Requires GAAP General Account Reporting
Alpha-Backed Note Separate Account	GAAP GIA classification due to investment performance
Capital Preservation	GAAP GIA classification due to investment performance
Separate Account Guaranteed Interest Contract	GAAP GIA classification due to investment performance
Stable Value Bank-owned Life Insurance	GAAP GIA classification due to investment performance
Supplemental Account	GAAP GIA classification due to investment performance
Cornerstone Hotel Income Equity Fund	Same as GAAP
Corporate-owned Life Insurance	Same as GAAP
Group Variable Universal Life	Same as GAAP
Individual Immediate Variable Annuity	Same as GAAP
Individual Variable Annuity	Same as GAAP
Individual Variable Universal Life	Same as GAAP
Non-guaranteed Retirement Services SIAs	Same as GAAP

Interest Maintenance Reserve

N O N E

Interest Maintenance Reserve - Amortization

N O N E

Asset Valuation Reserve - Default Component

N O N E

Asset Valuation Reserve - Equity Component

N O N E

Asset Valuation Reserve Replications (Synthetic) Assets

N O N E

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 16

	Current Year			Prior Year
	1 General Account Basis	2 Fair Value Basis	3 Total (Cols. 1 + 2)	4 Total
1604. Prepaid miscellaneous expense				325,390
1697. Summary of remaining write-ins for Line 16 from overflow page				325,390

Additional Write-ins for Analysis of Increase in Reserves Line 14

	1 Total	Ordinary			Group	
		2 Life Insurance	3 Individual Annuities	4 Supplementary Contracts	5 Life Insurance	6 Annuities
1404. Change in mortality fluctuation fund	56,103		56,103			
1405. Change in policy loans	16,952,500	16,330,692	(36,918)		658,577	149
1497. Summary of remaining write-ins for Line 14 from overflow page	17,008,603	16,330,692	19,185		658,577	149

Additional Write-ins for Exhibit 5 Line 10.2

	1 Amount
10.204. Change in prepaid expenses	(325,390)
10.205. Foreign income tax recoverable	273
10.206. Miscellaneous income / loss	16,922
10.207. Receivable from hotel operations	100,235
10.208. Change in derivative premiums	16,021,696
10.297. Summary of remaining write-ins for Line 10.2 from overflow page	15,813,736

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1.	Book/adjusted carrying value, December 31 of prior year	13,796,105
2.	Cost of acquired:	
2.1	Actual cost at time of acquisition (Part 2, Column 6)	
2.2	Additional investment made after acquisition (Part 2, Column 9)	788,744
		788,744
3.	Current year change in encumbrances:	
3.1	Totals, Part 1, Column 13	
3.2	Totals, Part 3, Column 11	1,786,488
		1,786,488
4.	Total gain (loss) on disposals, Part 3, Column 18	(81,761,495)
5.	Deduct amounts received on disposals, Part 3, Column 15	2,042,189
6.	Total foreign exchange change in book/adjusted carrying value:	
6.1	Totals, Part 1, Column 15	
6.2	Totals, Part 3, Column 13	
7.	Deduct current year's other than temporary impairment recognized:	
7.1	Totals, Part 1, Column 12	
7.2	Totals, Part 3, Column 10	
8.	Deduct current year's depreciation:	
8.1	Totals, Part 1, Column 11	
8.2	Totals, Part 3, Column 9	(67,432,347)
		(67,432,347)
9.	Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	
10.	Deduct total nonadmitted amounts	
11.	Statement value at end of current period (Line 9 minus Line 10)	

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

1.	Book value/recorded investment excluding accrued interest, December 31 of prior year	3,464,911
2.	Cost of acquired:	
2.1	Actual cost at time of acquisition (Part 2, Column 7)	
2.2	Additional investment made after acquisition (Part 2, Column 8)	
3.	Capitalized deferred interest and other:	
3.1	Totals, Part 1, Column 12	
3.2	Totals, Part 3, Column 11	
4.	Accrual of discount	
5.	Unrealized valuation increase (decrease):	
5.1	Totals, Part 1, Column 9	59,797
5.2	Totals, Part 3, Column 8	59,797
		59,797
6.	Total gain (loss) on disposals, Part 3, Column 18	(885)
7.	Deduct amounts received on disposals, Part 3, Column 15	365,005
8.	Deduct amortization of premium and mortgage interest points and commitment fees	
9.	Total foreign exchange change in book value/recorded investment excluding accrued interest:	
9.1	Totals, Part 1, Column 13	
9.2	Totals, Part 3, Column 13	
10.	Deduct current year's other than temporary impairment recognized:	
10.1	Totals, Part 1, Column 11	
10.2	Totals, Part 3, Column 10	
11.	Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	3,158,818
12.	Total valuation allowance	
13.	Subtotal (Line 11 plus 12)	3,158,818
14.	Deduct total nonadmitted amounts	
15.	Statement value of mortgages owned at end of current period (Line 13 minus Line 14)	3,158,818

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year	471,284,983
2.	Cost of acquired:	
2.1	Actual cost at time of acquisition (Part 2, Column 8)	124,066,948
2.2	Additional investment made after acquisition (Part 2, Column 9)	112,716,744
		236,783,692
3.	Capitalized deferred interest and other:	
3.1	Totals, Part 1, Column 16	
3.2	Totals, Part 3, Column 12	
4.	Accrual of discount	
5.	Unrealized valuation increase (decrease):	
5.1	Totals, Part 1, Column 13	11,350,026
5.2	Totals, Part 3, Column 9	(68,010,662)
		(56,660,636)
6.	Total gain (loss) on disposals, Part 3, Column 19	71,440,337
7.	Deduct amounts received on disposals, Part 3, Column 16	127,622,476
8.	Deduct amortization of premium and depreciation	
9.	Total foreign exchange change in book/adjusted carrying value:	
9.1	Totals, Part 1, Column 17	
9.2	Totals, Part 3, Column 14	
10.	Deduct current year's other than temporary impairment recognized:	
10.1	Totals, Part 1, Column 15	
10.2	Totals, Part 3, Column 11	
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	595,225,900
12.	Deduct total nonadmitted amounts	
13.	Statement value at end of current period (Line 11 minus Line 12)	595,225,900

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year	54,114,551,070
2.	Cost of bonds and stocks acquired, Part 3, Column 7	26,999,648,393
3.	Accrual of discount	
4.	Unrealized valuation increase (decrease):	
4.1.	Part 1, Column 12	105,313,692
4.2.	Part 2, Section 1, Column 15	
4.3.	Part 2, Section 2, Column 13	(210,530,869)
4.4.	Part 4, Column 11	(1,961,211,094)
		(2,066,428,271)
5.	Total gain (loss) on disposals, Part 4, Column 19	2,189,471,938
6.	Deduction consideration for bonds and stocks disposed of, Part 4, Column 7	25,124,955,031
7.	Deduct amortization of premium	
8.	Total foreign exchange change in book/adjusted carrying value:	
8.1.	Part 1, Column 15	(2,083,330)
8.2.	Part 2, Section 1, Column 19	
8.3.	Part 2, Section 2, Column 16	(469,555)
8.4.	Part 4, Column 15	2,015,623
		(537,262)
9.	Deduct current year's other than temporary impairment recognized:	
9.1.	Part 1, Column 14	
9.2.	Part 2, Section 1, Column 17	
9.3.	Part 2, Section 2, Column 14	
9.4.	Part 4, Column 13	
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	56,111,750,837
11.	Deduct total nonadmitted amounts	
12.	Statement value at end of current period (Line 10 minus Line 11)	56,111,750,837

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS					
Governments (Including all obligations guaranteed by governments)	1. United States	3,826,534,186	3,826,534,186	3,782,581,344	3,763,325,788
	2. Canada	19,078,574	19,078,574	19,222,536	17,355,427
	3. Other Countries	112,018,140	112,018,140	109,225,641	103,745,364
	4. Totals	3,957,630,900	3,957,630,900	3,911,029,521	3,884,426,579
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals	55,875,447	55,875,447	50,759,817	42,525,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals	6,296,115	6,296,115	5,258,126	4,765,000
U.S. Special revenue and special assessment obligations and all non-guaranteed obligations of agencies and authorities of governments and their political subdivisions	7. Totals	1,739,386,109	1,739,386,109	1,716,716,767	1,630,983,968
Industrial and Miscellaneous and Hybrid Securities (unaffiliated)	8. United States	8,300,331,369	8,300,331,369	8,260,583,693	7,881,478,104
	9. Canada	112,145,108	112,145,108	115,286,713	112,338,000
	10. Other Countries	1,421,677,653	1,421,677,653	1,440,110,539	1,394,309,966
	11. Totals	9,834,154,130	9,834,154,130	9,815,980,945	9,388,126,070
Parent, Subsidiaries and Affiliates	12. Totals				
	13. Total Bonds	15,593,342,701	15,593,342,701	15,499,745,176	14,950,826,617
PREFERRED STOCKS					
Industrial and Miscellaneous (unaffiliated)	14. United States				
	15. Canada				
	16. Other Countries				
	17. Totals				
Parent, Subsidiaries and Affiliates	18. Totals				
	19. Total Preferred Stocks				
COMMON STOCKS					
Industrial and Miscellaneous (unaffiliated)	20. United States	40,482,414,627	40,482,414,627	35,664,444,931	
	21. Canada	5,871,801	5,871,801	4,725,080	
	22. Other Countries	30,121,708	30,121,708	26,970,217	
	23. Totals	40,518,408,136	40,518,408,136	35,696,140,228	
Parent, Subsidiaries and Affiliates	24. Totals				
	25. Total Common Stocks	40,518,408,136	40,518,408,136	35,696,140,228	
	26. Total Stocks	40,518,408,136	40,518,408,136	35,696,140,228	
	27. Total Bonds and Stocks	56,111,750,837	56,111,750,837	51,195,885,404	

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments

	1 Total	2 Bonds	3 Mortgage Loans	4 Other Short-term Investment Assets (a)	5 Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year.....	867,375,866	867,375,866			
2. Cost of short-term investments acquired.....	3,377,368,697	3,377,368,697			
3. Accrual of discount.....	9,114	9,114			
4. Unrealized valuation increase (decrease).....					
5. Total gain (loss) on disposals.....	(390,113)	(390,113)			
6. Deduct consideration received on disposals.....	3,396,037,651	3,396,037,651			
7. Deduct amortization of premium.....	16,473	16,473			
8. Total foreign exchange change in book/adjusted carrying value.....	(1,013,231)	(1,013,231)			
9. Deduct current year's other than temporary impairment recognized.....					
10. Book adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	847,296,209	847,296,209			
11. Deduct total nonadmitted amounts.....					
12. Statement value at end of current period (Line 10 minus Line 11).....	847,296,209	847,296,209			

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

SCHEDULE DB - PART A - VERIFICATION BETWEEN YEARS

Options, Caps, Floors, Collars, Swaps and Forwards

1. Book/adjusted carrying value, December 31, prior year (Line 9, prior year)	27,948,359
2. Cost paid/(consideration received) on additions:	
2.1 Current year paid/(consideration received) at time of acquisition, still open, Section 1, Column 12	16,791,674
2.2 Current year paid/(consideration received) at time of acquisition, terminated, Section 2, Column 14	19,568,258
	36,359,932
3. Unrealized valuation increase/(decrease):	
3.1 Section 1, Column 17	2,921,559
3.2 Section 2, Column 19	13,564,466
	16,486,025
4. Total gain (loss) on termination recognized, Section 2, Column 22	158,447,592
5. Considerations received/(paid) on terminations, Section 2, Column 15	178,785,829
6. Amortization:	
6.1 Section 1, Column 19	
6.2 Section 2, Column 21	
7. Adjustment to the book/adjusted carrying value of hedged item:	
7.1 Section 1, Column 20	
7.2 Section 2, Column 23	
8. Total foreign exchange change in book/adjusted carrying value:	
8.1 Section 1, Column 18	1,682,776
8.2 Section 2, Column 20	301,388
	1,984,164
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6+7+8)	62,440,243
10. Deduct nonadmitted assets	
11. Statement value at end of current period (Line 9 minus Line 10)	62,440,243

SCHEDULE DB - PART B - VERIFICATION

Futures Contracts

1. Book/Adjusted carrying value, December 31 of prior year (Line 6, prior year)	
2. Cumulative cash change (Section 1, Broker Name/Net Cash Deposits Footnote - Cumulative Cash Change Column)	
3.1 Add:	
Change in variation margin on open contracts - Highly effective hedges	
3.11 Section 1, Column 15, current year minus	
3.12 Section 1, Column 15, prior year	
Change in variation margin on open contracts - All other	
3.13 Section 1, Column 18, current year minus	3,426,982
3.14 Section 1, Column 18, prior year	(2,281,201)
	5,708,183
	5,708,183
3.2 Add:	
Change in adjustment to basis of hedged item	
3.21 Section 1, Column 17, current year to date minus	
3.22 Section 1, Column 17, prior year	
Change in amount recognized	
3.23 Section 1, Column 19, current year to date minus	3,426,982
3.24 Section 1, Column 19, prior year	(2,281,201)
	5,708,183
	5,708,183
3.3 Subtotal (Line 3.1 minus Line 3.2)	
4.1 Cumulative variation margin on terminated contracts during the year (Section 2, Column 15)	5,994,351
4.2 Less:	
4.21 Amount used to adjust basis of hedged item (Section 2, Column 17)	
4.22 Amount recognized (Section 2, Column 16)	5,994,351
	5,994,351
4.3 Subtotal (Line 4.1 minus Line 4.2)	
5. Dispositions gains (losses) on contracts terminated in prior year:	
5.1 Total gain (loss) recognized for terminations in prior year	
5.2 Total gain (loss) adjusted into the hedged item(s) for terminations in prior year	
6. Book/Adjusted carrying value at end of current period (Lines 1+2+3.3-4.3-5.1-5.2)	
7. Deduct total nonadmitted amounts	
8. Statement value at end of current period (Line 6 minus Line 7)	

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open

N O N E

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open

N O N E

ANNUAL STATEMENT FOR THE YEAR 2014 OF THE SEPARATE ACCOUNTS OF THE Massachusetts Mutual Life Insurance Company

SCHEDULE DB - VERIFICATION

Verification of Book/Adjusted Carrying Value, Fair Value and Potential Exposure of all Open Derivative Contracts

		Book/Adjusted Carrying Value Check
1.	Part A, Section 1, Column 14.....	62,440,243
2.	Part B, Section 1, Column 15 plus Part B, Section 1 Footnote - Total Ending Cash Balance
3.	Total (Line 1 plus Line 2)	62,440,243
4.	Part D, Section 1, Column 5	65,758,111
5.	Part D, Section 1, Column 6	(3,317,868)
6.	Total (Line 3 minus Line 4 minus Line 5)
		Fair Value Check
7.	Part A, Section 1, Column 16	62,440,243
8.	Part B, Section 1, Column 13
9.	Total (Line 7 plus Line 8)	62,440,243
10.	Part D, Section 1, Column 8	65,758,111
11.	Part D, Section 1, Column 9	(3,317,868)
12.	Total (Line 9 minus Line 10 minus Line 11)
		Potential Exposure Check
13.	Part A, Section 1, Column 21	157,918,949
14.	Part B, Section 1, Column 20	19,285,084
15.	Part D, Section 1, Column 11	177,204,033
16.	Total (Line 13 plus Line 14 minus Line 15)

SCHEDULE E - VERIFICATION BETWEEN YEARS

(Cash Equivalents)

	1	2	3
	Total	Bonds	Other (a)
1. Book/adjusted carrying value, December 31 of prior year	2,051,379,456	2,051,379,456	
2. Cost of cash equivalents acquired	105,260,116,951	105,260,116,951	
3. Accrual of discount	3,930	3,930	
4. Unrealized valuation increase (decrease)			
5. Total gain (loss) on disposals	32,911	32,911	
6. Deduct consideration received on disposals	105,281,268,275	105,281,268,275	
7. Deduct amortization of premium			
8. Total foreign exchange change in book/adjusted carrying value			
9. Deduct current year's other than temporary impairment recognized			
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	2,030,264,973	2,030,264,973	
11. Deduct total nonadmitted amounts			
12. Statement value at end of current period (Line 10 minus Line 11)	2,030,264,973	2,030,264,973	

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment: