

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM N-8F

**APPLICATION FOR DEREGISTRATION OF CERTAIN REGISTERED INVESTMENT
COMPANIES**

I. General Identifying Information

1. Reason fund is applying to deregister (check only one; for descriptions, *see* Instruction 1):

☒ **Merger**

☐ **Liquidation**

☐ **Abandonment of Registration**

(Note: Abandonments of Registration answer *only* questions 1 through 15, 24 and 25 of this form and complete verification at the end of the form.)

☐ **Election of status as a Business Development Company**

(Note: Business Development Companies answer only questions 1 through 10 of this form and complete verification at the end of the form.)

2. Name of fund:

Separate Account D of Voya Insurance & Annuity Co. ("Separate Account D")

3. Securities and Exchange Commission File No.:

Investment Company Act No.: **811-06090**

4. Is this an initial Form N-8F or an amendment to a previously filed Form N-8F?

☐ Initial Application ☒ Amendment

5. Address of Principal Executive Office (include No. & Street, City, State Zip Code):

**909 Locust Street
Des Moines, IA 50309**

6. Name, address and telephone number of individual the Commission staff should contact with any questions regarding this form:

**J. Neil McMurdie, Senior Counsel
Voya Insurance & Annuity Co.
One Orange Way, Windsor, Connecticut 06095-4774
(860) 680-2824
neil.mcmurdie@voya.com**

7. Name, address and telephone number of individual or entity responsible for maintenance and preservation of fund records in accordance with Rules 31a-1 and 31a-2 under the Act [17 CFR 270.31a-1, .31a-2]:

**Voya Insurance & Annuity Co.
909 Locust Street
Des Moines, IA 50309
1-800-233-1351**

8. Classification of fund (check only one):

- ☒ Management company;
☐ Unit investment trust; or
☐ Face-amount certificate company.

9. Subclassification if the fund is a management company (check only one):

- ☒ Open-end ☐ Closed-end

10. State law under which the fund was organized or formed (*e.g.*, Delaware, Massachusetts):

Iowa

11. Provide the name and address of each investment adviser of the fund (including sub-advisers) during the last five years, even if the fund's contracts with those advisers have been terminated:

Directed Services LLC

**One Orange Way
Windsor, CT 06095-4774**

12. Provide the name and address of each principal underwriter of the fund during the last five years, even if the fund's contracts with those underwriters have been terminated:

Directed Services LLC

**One Orange Way
Windsor, CT 06095-4774**

13. If the fund is a unit investment trust ("UIT") provide:

(a) Depositors' name(s) and address(es):

Not Applicable.

(b) Trustee's name(s) and address(es):

Not applicable.

14. Is there a UIT registered under the Act that served as a vehicle for investment in the fund (e.g., an insurance company separate account)?

☐ Yes ☒ No

If Yes, for each UIT state:

Name(s):

File No.: 811-

15. (a) Did the fund obtain approval from the board of directors concerning the decision to engage in a Merger, Liquidation or Abandonment of Registration?

☒ Yes ☐ No

If Yes, state the date on which the board vote took place: **The Merger was authorized by the Board of Directors of Golden American Life Insurance Co. (later renamed Voya Insurance & Annuity Co.) on June 15, 1995, and by the Board of Governors of Separate Account D on June 26, 1995.**

If No, explain:

- (b) Did the fund obtain approval from the shareholders concerning the decision to engage in a Merger, Liquidation or Abandonment of Registration?

☒ Yes ☐ No

If Yes, state the date on which the shareholder vote took place: **August 8, 1996.**

If No, explain:

II. Distributions to Shareholders

16. Has the fund distributed any assets to its shareholders in connection with the Merger or Liquidation?

☒ Yes ☐ No

- (a) If Yes, list the date(s) on which the fund made those distributions:
September 3, 1996.

- (b) Were the distributions made on the basis of net assets?

☒ Yes ☐ No

(c) Were the distributions made pro rata based on share ownership?

☒ Yes ☐ No

(d) If No to (b) or (c) above, describe the method of distributions to shareholders. For Mergers, provide the exchange ratio(s) used and explain how it was calculated:

(e) *Liquidations only:*

Were any distributions to shareholders made in kind?

☐ Yes ☐ No

If Yes, indicate the percentage of fund shares owned by affiliates or any other affiliation of shareholders:

17. Closed-end funds only:

Has the fund issued senior securities?

☐ Yes ☐ No

If Yes, describe the method of calculating payments to senior security holders and distributions to other shareholders:

18. Has the fund distributed *all* of its assets to the fund's shareholders?

☒ Yes ☐ No

If No,

(a) How many shareholders does the fund have as of the date this form is filed?

(b) Describe the relationship of each remaining shareholder to the fund:

19. Are there any shareholders who have not yet received distributions in complete liquidation of their interests?

☐ Yes ☒ No

If Yes, describe briefly the plans (if any) for distributing to, or preserving the interests of, those shareholders:

III. Assets and Liabilities

20. Does the fund have any assets as of the date this form is filed?

(See question 18 above)

☐ Yes ☒ No

If Yes,

(a) Describe the type and amount of each asset retained by the fund as of the date this form is filed:

(b) Why has the fund retained the remaining assets?

(c) Will the remaining assets be invested in securities?

☐ Yes ☐ No

21. Does the fund have any outstanding debts (other than face-amount certificates if the fund is a face-amount certificate company) or any other liabilities?

☐ Yes ☒ No

If yes,

(a) Describe the type and amount of each debt or other liability:

(b) How does the fund intend to pay these outstanding debts or other liabilities?

IV. Information About Event(s) Leading to Request For Deregistration

22. (a) List the expenses incurred in connection with the Merger or Liquidation:

(i) Legal expense;

(ii) Accounting expenses;

(iii) Other expenses (list and identify separately):

(iv) Total expenses (sum of lines (i)-(iii) above):

(b) How were those expenses allocated?

(c) Who paid those expenses?

(d) How did the fund pay for unamortized expenses (if any)?

The fund did not incur any expenses in connection with the merger. Voya Insurance & Annuity Co. (fka Golden American Life Insurance Co.) and Directed Services LLC assumed all costs incurred in the merger.

23. Has the fund previously filed an application for an order of the Commission regarding the Merger or Liquidation?

☐ Yes ☒ No

If Yes, cite the release number of the Commission's notice and order or, if no notice or order has been issued, the file number and date the application was filed:

V. Conclusion of Fund Business

24. Is the fund a party to any litigation or administrative proceeding?

☐ Yes ☒ No

If Yes, describe the nature of any litigation or proceeding and the position taken by the fund in that litigation:

25. Is the fund now engaged, or intending to engage, in any business activities other than those necessary for winding up its affairs?

☐ Yes ☒ No

If Yes, describe the nature and extent of those activities:

VI. Mergers Only

26. (a) State the name of the fund surviving the Merger:

The division of the Separate Account B of Voya Insurance & Annuity Co. (fka Golden American Life Insurance Co.) that invested in the Managed Global Series (now known as the VY® Templeton Global Growth Portfolio) of the Voya Investors Trust.

(b) State the Investment Company Act file number of the fund surviving the Merger:

Investment Company Act No.: **811-05626**

(c) If the merger or reorganization agreement has been filed with the Commission, state the file number(s), form type used and date the agreement was filed:

A Notice of Application for an Order Under the Investment Company Act of 1940 (File No. 812-9918) was filed on December 29, 1995, amended on June 25, 1996, and published in the Federal Register on July 18, 1996 (Federal Register Volume 61, Number 139 (Thursday, July 18, 1996), Pages 37500-37502).

(d) If the merger or reorganization agreement has not been filed with the Commission, provide a copy of the agreement as an exhibit to this form.

VERIFICATION

The undersigned states that (i) he has executed this Form N-8F application for an order under Section 8(f) of the Investment Company Act of 1940, as amended, on behalf of the Voya Insurance & Annuity Co. and its Separate Account D, (ii) he is Senior Counsel to Voya Financial, Inc., and (iii) all actions by shareholders, directors, and any other body necessary to authorize the undersigned to execute and file this Form N-8F application have been taken. The undersigned also states that the facts set forth in this Form N-8F application are true to the best of his knowledge, information, and belief.

Date: January 27, 2017

/s/ J. Neil McMurdie
J. Neil McMurdie
Senior Counsel