INVESTMENT COMPANY ACT OF 1940
Release No. IC-29204/ April 7, 2010

In the Matter of:

Integrity Life Insurance Company, et. al
400 Broadway
Cincinnati, Ohio 45202

ORDER PURSUANT TO SECTION 26(c) OF THE INVESTMENT COMPANY ACT OF 1940
GRANTING APPROVAL OF SUBSTITUTIONS


A notice of the filing of the application was issued on March 10, 2010 (Investment Company Act Release No. 29171). The notice gave interested persons an opportunity to request a hearing and stated that an order granting the application would be issued, unless a hearing should be ordered. No request for a hearing has been received, and the Commission has not ordered a hearing.

The matter has been considered, and it is found that the proposed Substitutions are consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the 1940 Act. It is also found that the terms of the proposed Substitutions, including the consideration to be paid or received, are reasonable and fair and do not involve overreaching on the part of any person concerned; that the proposed Substitutions are consistent with the investment policy of each registered investment company concerned, as recited in its registration statement and reports filed
under the 1940 Act; and that the proposed Substitutions are consistent with the general purposes of
the 1940 Act. Accordingly,

IT IS ORDERED, pursuant to Section 26(c) of the 1940 Act, that the proposed Substitutions by
Integrity Life Insurance Company, et al. (812-13690) are approved;

For the Commission, by the Division of Investment Management, pursuant to delegated authority.

Florence E. Harmon
Deputy Secretary