

EXHIBIT C

EXHIBIT



Exclusive Agent Transition Program

Decision to transition to the independent channel agent status via Agent Contract Exchange (ACE) program Option 1 (The Purchase Option) on July 1, 2019

You have received information regarding Nationwide's decision to end the exclusive agency distribution channel and to offer agents the opportunity to become independent distribution channel agents through the ACE program. On March 8, 2019, you received your valuation for the three options that are available through ACE.

While we are only opening the window for those who are interested in ACE Option 1, we are providing information on the other options that are available to you to transition to an independent channel agent. We encourage you to review the ACE program website on Agent Gateway to help you determine which option is best for you and your Nationwide agency.

Option 1 (The 7-1-19 Purchase Option): Elect to voluntarily cancel my independent contractor exclusive agent agreement ("EA Agreement") effective July 1, 2019, purchase the Nationwide policies my agency currently services, and become a Nationwide independent channel agent.

Option 2 (The 7-1-20 Transfer Option): Elect to voluntarily cancel my EA Agreement, have the Nationwide policies my agency currently services transferred to me on July 1, 2020, receive a 1099 for .7 FMV times agency revenue measured as of December 31, 2018 and become a Nationwide independent channel agent.

Option 3 (The 7-1-20 Transfer Option with Permanent Restrictions): Elect to voluntarily cancel my EA Agreement, have the Nationwide policies my agency currently services transferred to me on July 1, 2020, receive a 1099 for .35 FMV times agency revenue measured as of December 31, 2018 and become a Nationwide independent channel agent.

If you do not select one of the three (3) ACE Options or voluntarily cancel your EA Agreement on or before June 30, 2020, Nationwide will cancel your EA agreement effective July 1, 2020 which is after the phase out of non-DCIC deferred compensation.

Many of you have asked questions specific to how Nationwide's decision to phase out the non-DCIC deferred compensation program impacts the ACE Option you ultimately choose. As Nationwide communicated to you on April 16 and 19, 2018, the non-DCIC deferred compensation program will be eliminated as of July 1, 2020. Any agent who cancels his/her EA Agreement after July 30, 2019 but before July 1, 2020 will continue to earn non-DCIC deferred compensation in accordance with the terms of the EA Agreement, as revised for the phase-out of the non-DCIC deferred compensation programs. Please review the applicable Amendments to your EA Agreements on Agent Gateway if you have questions about how the benefits will be calculated during the phase-out period. Any non-DCIC deferred compensation earned under the applicable EA Agreement is payable upon a Qualified Cancellation and a full Separation from Service.

YOU ARE NOT BEING DIRECTED TO CHOOSE ANY ONE OPTION OVER THE OTHER OPTIONS. YOU SHOULD MAKE THE BEST DECISION THAT SUITS YOUR AGENCY, YOUR BUSINESS GOALS AND RISK APPETITES. THIS DECISION IS YOURS AND YOURS ALONE.



Exclusive Agent Transition Program

Exclusive Agent ACE 2019 Election Form

Name: Dennis J DE VIVO

Agent's Producer Number: 31-0004390

Decision to transition to the independent channel through Agent Contract Exchange (ACE) effective July 1, 2019

The election window for you to indicate your intention to participate in the ACE Option 1 transition effective July 1, 2019 is now available. Please make your selection below. **This election opportunity will remain open through April 14, 2019.**

Please indicate your choice below.

I intend to become an independent channel agent through (please select one)

ACE Option 1 Standard

ACE Option 1 Elite

NOTE: If you elect to transition via the ACE Program Option 1 (the 7-1-19 Purchase Option) you will be asked to provide additional information about yourself and the agency. Upon receipt of that information we will validate your continued eligibility to participate in ACE Option 1. You will also be required to execute the related agreements and pay the purchase price and debt due as of your transition effective date.

I do not wish to transition to an independent agent effective July 1, 2019. By selecting this option, I understand that I will not receive any additional reminders during this election window. I also understand that I will have another opportunity to transition to an independent channel agent via the ACE Option 2 or ACE Option 3 effective July 1, 2020.

If you have questions about your selection, please send an email to NWACE@nationwide.com. Thank you for your continued commitment to Nationwide.