

VARIABLE ANNUITY-1 SERIES ACCOUNT

SCHWAB SELECT ANNUITY®

Flexible Premium Deferred
Combination Variable and Fixed Annuity Contracts

issued by

Great-West Life & Annuity Insurance Company
8515 East Orchard Road
Greenwood Village, Colorado 80111
Telephone: (800) 468-8661 (Outside Colorado)
(800) 547-4957 (Colorado)

STATEMENT OF ADDITIONAL INFORMATION

This Statement of Additional Information is not a prospectus and should be read in conjunction with the Prospectus, dated May 1, 2012, which is available without charge by contacting the Annuity Service Center, P.O. Box 173920 Denver, Colorado 80217-3920 or at 1-800-838-0650.

May 1, 2012

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GENERAL INFORMATION

In order to supplement the description in the Prospectus, the following provides additional information about the Contracts and other matters which may be of interest to you. Terms used in this Statement of Additional Information have the same meanings as are defined in the Prospectus under the heading "Definitions."

GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY AND THE VARIABLE ANNUITY-1 SERIES ACCOUNT

Great-West Life & Annuity Insurance Company (the "Company" or "GWL&A"), the issuer of the Contract, is a Colorado corporation qualified to sell life insurance and annuity contracts in Puerto Rico, U.S. Virgin Islands, Guam, the District of Columbia and all states except New York. GWL&A is a wholly owned subsidiary of GWL&A Financial, Inc., a Delaware holding company. GWL&A Financial, Inc. is an indirect wholly-owned subsidiary of Great-West Lifeco Inc., a Canadian holding company. Great-West Lifeco Inc. is a subsidiary of Power Financial Corporation, a Canadian holding company with substantial interests in the financial services industry. Power Financial Corporation is a subsidiary of Power Corporation of Canada, a Canadian holding and management company. Mr. Paul Desmarais, through a group of private holding companies that he controls, has voting control of Power Corporation of Canada.

The assets allocated to the Variable Annuity-1 Series Account (the "Series Account") are the exclusive property of the Company. Registration of the Series Account under the Investment Company Act of 1940 does not involve supervision of the management or investment practices or policies of the Series Account or of the Company by the Securities and Exchange Commission (the "SEC"). The Company may accumulate in the Series Account proceeds from charges under the Contracts and other amounts in excess of the Series Account assets representing reserves and liabilities under the Contract and other variable annuity contracts issued by the Company. The Company may from time to time transfer to its general account any of such excess amounts. Under certain remote circumstances, the assets of one Sub-Account may not be insulated from liability associated with another Sub-Account.

CALCULATION OF ANNUITY PAYMENTS

A. Fixed Annuity Options

The amount of each annuity payment under a fixed annuity option is fixed and guaranteed by the Company. On the Payout Commencement Date, the Annuity Account Value held in the Guarantee Period Fund, with a Market Value Adjustment, if applicable, less Premium Tax, if any, is computed and that portion of the Annuity Account Value which will be applied to the fixed annuity option selected is determined. The amount of the first monthly payment under the fixed annuity option selected will be at least as large as would result from using the annuity tables contained in the Contract to apply to the annuity option selected. The dollar amounts of any fixed annuity payments will not vary during the entire period of annuity payments and are determined according to the provisions of the annuity option selected.

B. Variable Annuity Options

To the extent a variable annuity option has been selected, the Company converts the Accumulation Units for each Sub-Account held by you into Annuity Units at their values determined

as of the end of the Valuation Period which contains the Payout Commencement Date. The number of Annuity Units paid for each Sub-Account is determined by dividing the amount of the first monthly payment by the Annuity Unit Value on the fifth Valuation Date preceding the date the first payout is due. The number of Annuity Units used to calculate each payment for a Sub-Account remains fixed during the Annuity Payout Period.

The first payment under a variable annuity payment option will be based on the value of each Sub-Account on the fifth Valuation Date preceding the Payout Commencement Date. It will be determined by applying the appropriate rate to the amount applied under the payment option. Payments after the first will vary depending upon the investment experience of the Sub-Accounts. The subsequent amount paid is determined by multiplying (a) by (b) where (a) is the number of Annuity Units to be paid and (b) is the Annuity Unit value on the fifth Valuation Date preceding the date the annuity payout is due. The total amount of each Variable Annuity Payment will be the sum of the variable annuity payments for each Sub-Account.

POSTPONEMENT OF PAYMENTS

With respect to amounts allocated to the Series Account, payment of any amount due upon a total or partial surrender, death or under an annuity option will ordinarily be made within seven days after all documents required for such payment are received by Great-West Annuity Service Center. However, the determination, application or payment of any death benefit, Transfer, full surrender, partial withdrawal or annuity payment may be deferred to the extent dependent on Accumulation or Annuity Unit Values, for any period during which the New York Stock Exchange is closed (other than customary weekend and holiday closings) or trading on the New York Stock Exchange is restricted as determined by the SEC, for any period during which any emergency exists as a result of which it is not reasonably practicable for the Company to determine the investment experience, of such Accumulation or Annuity Units or for such other periods as the SEC may by order permit for the protection of investors.

SERVICES

A. Safekeeping of Series Account Assets

The assets of the Series Account are held by GWL&A. The assets of the Series Account are kept physically segregated and held separate and apart from the general account of GWL&A. GWL&A maintains records of all purchases and redemptions of shares of the underlying Portfolios. Additional protection for the assets of the Series Account is afforded by a financial institution bond that includes fidelity coverage issued to Great-West Lifeco Inc. and subsidiary companies in the amount of \$50 million (Canadian) per occurrence and \$100 million (Canadian) in the aggregate, which covers all officers and employees of GWL&A.

B. Independent Registered Public Accounting Firm

Deloitte & Touche LLP, 555 Seventeenth Street, Suite 3600, Denver, Colorado 80202, serves as GWL&A's and the Series Account's independent registered public accounting firm. Deloitte & Touche LLP audits financial statements for GWL&A and each of the investment divisions of the Series Account and provides other audit, tax, and related services.

The financial statements of each of the investment divisions of the Variable Annuity-1 Series Account of Great-West Life & Annuity Insurance Company and the consolidated financial statements and financial statement schedule of Great-West Life & Annuity Insurance Company

and subsidiaries included in this Prospectus and elsewhere in the Registration Statement have been audited by Deloitte & Touche LLP, an independent registered public accounting firm, as stated in their reports appearing herein and elsewhere in the Registration Statement, and both have been so included in reliance upon the reports of such firm given upon their authority as experts in accounting and auditing.

C. Principal Underwriter

The Company has discontinued the offering of the Contract. Prior to April 30, 2007, the offering of the Contracts was made on a continuous basis by GWFS Equities, Inc. ("GWFS"), an affiliate of GWL&A. GWFS is a Delaware corporation and is a member of the Financial Industry Regulatory Authority ("FINRA"). The Contract generally was issued for Annuitants from birth to age ninety. The aggregate dollar amount of commissions paid to, and retained by, GWFS or any previous principal underwriter for the Contracts was zero for the last three fiscal years.

D. Administrative Services

Certain administrative services are provided by GWFS to assist GWL&A in processing the Contracts. These services are described in written agreements between GWFS and GWL&A. The total compensation paid to GWFS in connection with these services was zero for the last three fiscal years.

WITHHOLDING

Annuity payments and other amounts received under the Contract are subject to income tax withholding unless the recipient elects not to have taxes withheld. The amounts withheld will vary among recipients depending on the tax status of the individual and the type of payments from which taxes are withheld.

Notwithstanding the recipient's election, withholding may be required with respect to certain payments to be delivered outside the United States and, with respect to certain distributions from certain types of qualified retirement plans, unless the proceeds are transferred directly to another qualified retirement plan. Moreover, special "backup withholding" rules may require the Company to disregard the recipient's election if the recipient fails to supply the Company with a taxpayer identification number ("TIN") (social security number for individuals), or if the Internal Revenue Service notifies the Company that the TIN provided by the recipient is incorrect.

FINANCIAL STATEMENTS

The consolidated financial statements of GWL&A should be considered only as bearing upon GWL&A's ability to meet its obligations under the Contracts, and they should not be considered as bearing on the investment performance of the Series Account. The variable interest of Owners under the Contracts is affected solely by the investment results of the investment division of the Series Account. The financial statements of the Series Account are also included herein.

***Variable Annuity-1 Series
Account of Great-West Life
& Annuity Insurance
Company***

*Financial Statements for the Years Ended
December 31, 2011 and 2010
and Report of Independent Registered Public
Accounting Firm*

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Contract Owners of
Variable Annuity-1 Series Account
and the Board of Directors of
Great-West Life & Annuity Insurance Company

We have audited the accompanying statements of assets and liabilities of each of the investment divisions which comprise Variable Annuity-1 Series Account of Great-West Life & Annuity Insurance Company (the "Series Account") as listed in Appendix A as of December 31, 2011, and the related statements of operations for the periods presented, the statements of changes in net assets for each of the periods presented, and the financial highlights in Note 4 for each of the periods presented. These financial statements and financial highlights are the responsibility of the Series Account's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. The Series Account is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Series Account's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. Our procedures included confirmation of securities owned as of December 31, 2011, by correspondence with the mutual fund companies; where replies were not received from the mutual fund companies, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of each of the investment divisions constituting the Variable Annuity-1 Series Account of Great-West Life & Annuity Insurance Company as of December 31, 2011, the results of their operations, the changes in their net assets, and the financial highlights for each of the periods presented, in conformity with accounting principles generally accepted in the United States of America.

Deloitte & Touche LLP

April 13, 2012

VARIABLE ANNUITY-1 SERIES ACCOUNT OF GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY

APPENDIX A

Alger Balanced Portfolio
Alger LargeCap Growth Portfolio
Alger Mid Cap Growth Portfolio
AllianceBernstein VPS Growth & Income Portfolio
AllianceBernstein VPS Growth Portfolio
AllianceBernstein VPS International Growth Portfolio
AllianceBernstein VPS International Value Portfolio
AllianceBernstein VPS Real Estate Investment Portfolio
AllianceBernstein VPS Small/MidCap Value Portfolio
American Century VP Balanced Fund
American Century VP Income & Growth Fund
American Century VP International Fund
American Century VP Mid Cap Value Fund
American Century VP Value Fund
Columbia Variable Portfolio - Marsico 21st Century Fund
Columbia Variable Portfolio - Seligman Global Technology Fund
Columbia Variable Portfolio - Small Cap Value Fund
Delaware VIP Small Cap Value Series
Delaware VIP Smid Cap Growth Series
Dreyfus IP MidCap Stock Portfolio
Dreyfus VIF Appreciation Portfolio
Dreyfus VIF Growth & Income Portfolio
Dreyfus VIF Opportunistic Small Cap Portfolio
DWS Blue Chip VIP Portfolio
DWS Capital Growth VIP Portfolio
DWS Dreman Small Mid Cap Value VIP Portfolio
DWS Growth & Income VIP Portfolio
DWS HealthCare VIP Portfolio
DWS Large Cap Value VIP Portfolio
DWS Small Cap Index VIP Portfolio
DWS Small Mid Cap Growth VIP Portfolio
DWS Strategic Value VIP Portfolio
Federated Capital Appreciation Fund II
Federated Fund for U.S. Government Securities II
Federated International Equity Fund II
Federated Managed Volatility Fund II
Franklin Small Cap Value Securities Fund
Franklin Templeton Foreign Securities Portfolio
Invesco V.I. Core Equity Fund
Invesco V.I. High Yield Fund
Invesco V.I. International Growth Fund
Invesco V.I. Mid Cap Core Equity Fund
Invesco V.I. Small Cap Equity Fund
Invesco V.I. Technology Fund
Invesco Van Kampen VI Comstock Portfolio
Invesco Van Kampen VI Growth & Income Portfolio
Janus Aspen Balanced Portfolio Institutional Shares

VARIABLE ANNUITY-1 SERIES ACCOUNT OF GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY

APPENDIX A (Concluded)

Janus Aspen Balanced Portfolio Service Shares
Janus Aspen Flexible Bond Portfolio Institutional Shares
Janus Aspen Flexible Bond Portfolio Service Shares
Janus Aspen Growth & Income Portfolio Institutional Shares
Janus Aspen Growth & Income Portfolio Service Shares
Janus Aspen Janus Portfolio
Janus Aspen Overseas Portfolio Institutional Shares
Janus Aspen Overseas Portfolio Service Shares
Janus Aspen Worldwide Portfolio
JPMorgan Insurance Trust Small Cap Core Portfolio
Lazard Retirement Emerging Markets Equity Portfolio
LVIP Baron Growth Opportunities Fund
MFS International Value Fund
MFS Utilities Fund
Neuberger Berman AMT Regency Portfolio
NVIT Mid Cap Index Fund
Oppenheimer Global Securities Fund/VA
Oppenheimer International Growth Fund/VA
PIMCO VIT High Yield Portfolio
PIMCO VIT Low Duration Portfolio
PIMCO VIT Total Return Portfolio Administrative Class
Pioneer Emerging Markets VCT Portfolio
Pioneer Fund VCT Portfolio
Pioneer Growth Opportunities VCT Portfolio
Pioneer Mid Cap Value VCT Portfolio
Prudential Series Fund Equity Portfolio
Prudential Series Fund Natural Resources Portfolio
Putnam VT American Government Income IB Portfolio
Putnam VT Equity Income IB Portfolio
Putnam VT Global Healthcare IB Portfolio
Royce Small-Cap Portfolio
Schwab MarketTrack Growth Portfolio II
Schwab Money Market Portfolio
Schwab S&P 500 Index Portfolio
Seligman Communications & Information Portfolio
Sentinel Variable Products Bond Fund
Sentinel Variable Products Common Stock Fund
Sentinel Variable Products Small Company Fund
Third Avenue Value Portfolio
Touchstone Mid Cap Growth Fund
Universal Institutional Fund U.S. Real Estate Portfolio
Van Eck VIP Global Bond Fund
Van Eck VIP Global Hard Assets Fund Class S
Wells Fargo Advantage VT Discovery Fund
Wells Fargo Advantage VT Opportunity Fund
Wells Fargo Advantage VT Small Cap Value Fund

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	ALGER BALANCED PORTFOLIO	ALGER LARGE CAP GROWTH PORTFOLIO	ALGER MID CAP GROWTH PORTFOLIO	ALLIANCE- BERNSTEIN VPS GROWTH & INCOME PORTFOLIO	ALLIANCE- BERNSTEIN VPS GROWTH PORTFOLIO	ALLIANCE- BERNSTEIN VPS INTERNATIONAL GROWTH PORTFOLIO
ASSETS:						
Investments at fair value (1)	\$ 1,014,704	\$ 18,177,900	\$ 5,259,888	\$ 5,680,285	\$ 1,741,130	\$ 15,101,631
Investment income due and accrued		62,222		13,065		12,158
Receivable for investments sold		10	15			
Purchase payments receivable	3,565	33,887	18,401	104,844		8,232
Due from Great West Life & Annuity Insurance Company						
Total assets	<u>1,018,269</u>	<u>18,274,019</u>	<u>5,278,304</u>	<u>5,798,194</u>	<u>1,741,130</u>	<u>15,122,021</u>
LIABILITIES:						
Payable for investments purchased			15			
Redemptions payable		62,232		13,065		12,158
Due to Great West Life & Annuity Insurance Company	57	1,186	332	336	108	902
Total liabilities	<u>57</u>	<u>63,418</u>	<u>347</u>	<u>13,401</u>	<u>108</u>	<u>13,060</u>
NET ASSETS	<u>\$ 1,018,212</u>	<u>\$ 18,210,601</u>	<u>\$ 5,277,957</u>	<u>\$ 5,784,793</u>	<u>\$ 1,741,022</u>	<u>\$ 15,108,961</u>
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 986,720	\$ 18,093,542	\$ 5,239,544	\$ 5,512,412	\$ 1,741,022	\$ 15,073,792
Contracts in payout phase	31,492	117,059	38,413	272,381		35,169
NET ASSETS	<u>\$ 1,018,212</u>	<u>\$ 18,210,601</u>	<u>\$ 5,277,957</u>	<u>\$ 5,784,793</u>	<u>\$ 1,741,022</u>	<u>\$ 15,108,961</u>
ACCUMULATION UNITS OUTSTANDING	80,104	1,212,154	369,119	479,345	168,472	1,268,372
UNIT VALUE (ACCUMULATION)	<u>\$ 12.32</u>	<u>\$ 14.93</u>	<u>\$ 14.19</u>	<u>\$ 11.50</u>	<u>\$ 10.33</u>	<u>\$ 11.88</u>
(1) Cost of investments:	\$ 1,174,144	\$ 17,203,167	\$ 4,765,596	\$ 5,911,424	\$ 1,606,851	\$ 16,759,637
Shares of investments:	89,797	421,565	451,105	314,697	85,350	1,001,434

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	ALLIANCE- BERNSTEIN VPS INTERNATIONAL VALUE PORTFOLIO	ALLIANCE- BERNSTEIN VPS REAL ESTATE INVESTMENT PORTFOLIO	ALLIANCE- BERNSTEIN VPS SMALL/MIDCAP VALUE PORTFOLIO	AMERICAN CENTURY VP BALANCED FUND	AMERICAN CENTURY VP INCOME & GROWTH FUND	AMERICAN CENTURY VP INTERNATIONAL FUND
ASSETS:						
Investments at fair value (1)	\$ 5,151,364	\$ 14,261,442	\$ 4,038,518	\$ 8,183,991	\$ 3,271,997	\$ 4,787,040
Investment income due and accrued						
Receivable for investments sold		1,264	13,176			35
Purchase payments receivable						
Due from Great West Life & Annuity Insurance Company	107,338	134,291	652	824		29,447
Total assets	5,258,702	14,396,997	4,052,346	8,184,815	3,271,997	4,816,522
LIABILITIES:						
Payable for investments purchased						
Redemptions payable		1,264	13,176			35
Due to Great West Life & Annuity Insurance Company	307	825	252	495	3,915	305
Total liabilities	307	2,089	13,428	495	3,915	340
NET ASSETS	\$ 5,258,395	\$ 14,394,908	\$ 4,038,918	\$ 8,184,320	\$ 3,268,082	\$ 4,816,182
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 5,126,033	\$ 13,811,022	\$ 4,034,513	\$ 8,182,070	\$ 3,251,535	\$ 4,720,892
Contracts in payout phase	132,362	583,886	4,405	2,250	16,547	95,290
NET ASSETS	\$ 5,258,395	\$ 14,394,908	\$ 4,038,918	\$ 8,184,320	\$ 3,268,082	\$ 4,816,182
ACCUMULATION UNITS OUTSTANDING	835,769	494,804	367,493	561,433	272,818	337,803
UNIT VALUE (ACCUMULATION)	\$ 6.13	\$ 27.91	\$ 10.98	\$ 14.57	\$ 11.92	\$ 13.98
(1) Cost of investments:	\$ 6,058,930	\$ 12,484,265	\$ 4,199,538	\$ 7,419,766	\$ 3,031,310	\$ 5,573,155
Shares of investments:	447,945	1,231,558	261,224	1,257,142	532,898	644,285

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	AMERICAN CENTURY VP MID CAP VALUE FUND	AMERICAN CENTURY VP VALUE FUND	COLUMBIA VARIABLE PORTFOLIO - MARSICO 21ST CENTURY FUND	COLUMBIA VARIABLE PORTFOLIO - SELIGMAN GLOBAL TECHNOLOGY FUND	COLUMBIA VARIABLE PORTFOLIO - SMALL CAP VALUE FUND	DELAWARE VIP SMALL CAP VALUE SERIES
ASSETS:						
Investments at fair value (1)	\$ 2,489,147	\$ 16,985,099	\$ 1,392,211	\$ 4,144,202	\$ 996,221	\$ 17,619,025
Investment income due and accrued						
Receivable for investments sold		6,172				19,281
Purchase payments receivable	13,038					1,595
Due from Great West Life & Annuity Insurance Company		29,244				14,869
Total assets	<u>2,502,185</u>	<u>17,020,515</u>	<u>1,392,211</u>	<u>4,144,202</u>	<u>996,221</u>	<u>17,654,770</u>
LIABILITIES:						
Payable for investments purchased	9,014					
Redemptions payable	4,024	6,172				20,876
Due to Great West Life & Annuity Insurance Company	146	1,037	82	255	57	1,070
Total liabilities	<u>13,184</u>	<u>7,209</u>	<u>82</u>	<u>255</u>	<u>57</u>	<u>21,946</u>
NET ASSETS	<u>\$ 2,489,001</u>	<u>\$ 17,013,306</u>	<u>\$ 1,392,129</u>	<u>\$ 4,143,947</u>	<u>\$ 996,164</u>	<u>\$ 17,632,824</u>
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 2,489,001	\$ 16,927,182	\$ 1,392,129	\$ 4,143,947	\$ 996,164	\$ 17,533,077
Contracts in payout phase		86,124				99,747
NET ASSETS	<u>\$ 2,489,001</u>	<u>\$ 17,013,306</u>	<u>\$ 1,392,129</u>	<u>\$ 4,143,947</u>	<u>\$ 996,164</u>	<u>\$ 17,632,824</u>
ACCUMULATION UNITS OUTSTANDING	163,273	1,145,705	103,039	447,286	67,290	796,128
UNIT VALUE (ACCUMULATION)	<u>\$ 15.24</u>	<u>\$ 14.77</u>	<u>\$ 13.51</u>	<u>\$ 9.26</u>	<u>\$ 14.80</u>	<u>\$ 22.02</u>
(1) Cost of investments:	\$ 2,405,643	\$ 16,093,587	\$ 1,485,046	\$ 4,401,074	\$ 1,057,398	\$ 15,537,777
Shares of investments:	184,381	2,928,465	132,339	217,315	68,516	561,294

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	DELAWARE VIP SMID CAP GROWTH SERIES	DREYFUS IP MIDCAP STOCK PORTFOLIO	DREYFUS VIF APPRECIATION PORTFOLIO	DREYFUS VIF GROWTH & INCOME PORTFOLIO	DREYFUS VIF OPPORTUNISTIC SMALL CAP PORTFOLIO	DWS BLUE CHIP VIP PORTFOLIO
ASSETS:						
Investments at fair value (1)	\$ 5,223,395	\$ 1,196,047	\$ 12,021,516	\$ 2,315,681	\$ 504,443	\$ 8,756,082
Investment income due and accrued				8,932		
Receivable for investments sold				4,079		4,186
Purchase payments receivable	2,471		19,300			
Due from Great West Life & Annuity Insurance Company	343		26,688			
Total assets	5,226,209	1,196,047	12,067,504	2,328,692	504,443	8,760,268
LIABILITIES:						
Payable for investments purchased	1,045		17,135			
Redemptions payable	1,426		2,164	4,079		4,186
Due to Great West Life & Annuity Insurance Company	330	5,392	762	3,573	29	8,743
Total liabilities	2,801	5,392	20,061	7,652	29	12,929
NET ASSETS	\$ 5,223,408	\$ 1,190,655	\$ 12,047,443	\$ 2,321,040	\$ 504,414	\$ 8,747,339
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 5,203,722	\$ 1,173,194	\$ 11,889,413	\$ 2,309,926	\$ 504,414	\$ 8,717,350
Contracts in payout phase	19,686	17,461	158,030	11,114		29,989
NET ASSETS	\$ 5,223,408	\$ 1,190,655	\$ 12,047,443	\$ 2,321,040	\$ 504,414	\$ 8,747,339
ACCUMULATION UNITS OUTSTANDING	331,665	75,765	902,955	223,002	52,459	753,265
UNIT VALUE (ACCUMULATION)	\$ 15.69	\$ 15.48	\$ 13.17	\$ 10.36	\$ 9.62	\$ 11.57
(1) Cost of investments:	\$ 5,516,034	\$ 833,467	\$ 10,828,275	\$ 2,377,227	\$ 563,508	\$ 8,465,612
Shares of investments:	225,243	90,885	316,356	122,135	19,210	834,708

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	DWS CAPITAL GROWTH VIP PORTFOLIO	DWS DREMAN SMALL MID CAP VALUE VIP PORTFOLIO	DWS GROWTH & INCOME VIP PORTFOLIO	DWS LARGE CAP VALUE VIP PORTFOLIO	DWS SMALL CAP INDEX VIP PORTFOLIO	DWS SMALL MID CAP GROWTH VIP PORTFOLIO
ASSETS:						
Investments at fair value (1)	\$ 10,108,495	\$ 5,525,393	\$ 383,355	\$ 9,187,371	\$ 11,942,537	\$ 406,450
Investment income due and accrued						
Receivable for investments sold	980	106		671		
Purchase payments receivable	15	10			15	
Due from Great West Life & Annuity Insurance Company	27,936	2,997	4,508		36,861	
Total assets	10,137,426	5,528,506	387,863	9,188,042	11,979,413	406,450
LIABILITIES:						
Payable for investments purchased					15	
Redemptions payable	995	116		671		
Due to Great West Life & Annuity Insurance Company	613	327	27	551	755	563
Total liabilities	1,608	443	27	1,222	770	563
NET ASSETS	\$ 10,135,818	\$ 5,528,063	\$ 387,836	\$ 9,186,820	\$ 11,978,643	\$ 405,887
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 10,051,857	\$ 5,499,676	\$ 382,880	\$ 9,186,820	\$ 11,904,810	\$ 401,179
Contracts in payout phase	83,961	28,387	4,956		73,833	4,708
NET ASSETS	\$ 10,135,818	\$ 5,528,063	\$ 387,836	\$ 9,186,820	\$ 11,978,643	\$ 405,887
ACCUMULATION UNITS OUTSTANDING	951,681	522,602	42,061	795,007	725,037	42,231
UNIT VALUE (ACCUMULATION)	\$ 10.56	\$ 10.52	\$ 9.10	\$ 11.56	\$ 16.42	\$ 9.50
(1) Cost of investments:	\$ 10,118,051	\$ 4,949,805	\$ 318,856	\$ 9,285,868	\$ 11,075,980	\$ 422,309
Shares of investments:	544,052	486,390	51,388	794,755	1,014,659	30,699

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	FEDERATED CAPITAL APPRECIATION FUND II	FEDERATED FUND FOR U.S. GOVERNMENT SECURITIES II	FEDERATED MANAGED VOLATILITY FUND II	FRANKLIN SMALL CAP VALUE SECURITIES FUND	FRANKLIN TEMPLETON FOREIGN SECURITIES FUND	INVESCO V.I. CORE EQUITY FUND
ASSETS:						
Investments at fair value (1)	\$ 2,616,570	\$ 47,626,357	\$ 638,694	\$ 3,113,502	\$ 2,735,376	\$ 4,545,324
Investment income due and accrued				3,952	103	
Receivable for investments sold		10,133				
Purchase payments receivable		23,538			4,488	
Due from Great West Life & Annuity Insurance Company						
Total assets	<u>2,616,570</u>	<u>47,660,028</u>	<u>638,694</u>	<u>3,117,454</u>	<u>2,739,967</u>	<u>4,545,324</u>
LIABILITIES:						
Payable for investments purchased		10,133				
Redemptions payable				3,952	103	
Due to Great West Life & Annuity Insurance Company	<u>184</u>	<u>3,037</u>	<u>45</u>	<u>199</u>	<u>163</u>	<u>318</u>
Total liabilities	<u>184</u>	<u>13,170</u>	<u>45</u>	<u>4,151</u>	<u>266</u>	<u>318</u>
NET ASSETS	<u>\$ 2,616,386</u>	<u>\$ 47,646,858</u>	<u>\$ 638,649</u>	<u>\$ 3,113,303</u>	<u>\$ 2,739,701</u>	<u>\$ 4,545,006</u>
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 2,594,670	\$ 47,209,953	\$ 638,649	\$ 3,113,303	\$ 2,725,593	\$ 4,545,006
Contracts in payout phase	<u>21,716</u>	<u>436,905</u>			<u>14,108</u>	
NET ASSETS	<u>\$ 2,616,386</u>	<u>\$ 47,646,858</u>	<u>\$ 638,649</u>	<u>\$ 3,113,303</u>	<u>\$ 2,739,701</u>	<u>\$ 4,545,006</u>
ACCUMULATION UNITS OUTSTANDING	172,376	2,882,067	41,025	304,109	284,154	231,347
UNIT VALUE (ACCUMULATION)	<u>\$ 15.05</u>	<u>\$ 16.38</u>	<u>\$ 15.57</u>	<u>\$ 10.24</u>	<u>\$ 9.59</u>	<u>\$ 19.65</u>
(1) Cost of investments:	\$ 3,447,997	\$ 45,922,549	\$ 594,723	\$ 2,916,545	\$ 3,101,277	\$ 3,969,907
Shares of investments:	434,646	4,084,593	69,273	200,483	217,785	170,109

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	INVESCO V.I. HIGH YIELD FUND	INVESCO V.I. INTERNATIONAL GROWTH FUND	INVESCO V.I. MID CAP CORE EQUITY FUND	INVESCO V.I. SMALL CAP EQUITY FUND	INVESCO V.I. TECHNOLOGY FUND	INVESCO VAN KAMPEN VI COMSTOCK FUND
ASSETS:						
Investments at fair value (1)	\$ 3,022,891	\$ 8,944,946	\$ 1,586,880	\$ 1,209,257	\$ 1,796,709	\$ 2,379,827
Investment income due and accrued						
Receivable for investments sold						
Purchase payments receivable						
Due from Great West Life & Annuity Insurance Company	6,243	236				
Total assets	<u>3,029,134</u>	<u>8,945,182</u>	<u>1,586,880</u>	<u>1,209,257</u>	<u>1,796,709</u>	<u>2,379,827</u>
LIABILITIES:						
Payable for investments purchased						
Redemptions payable						
Due to Great West Life & Annuity Insurance Company	208	535	1,761	73	679	145
Total liabilities	<u>208</u>	<u>535</u>	<u>1,761</u>	<u>73</u>	<u>679</u>	<u>145</u>
NET ASSETS	<u>\$ 3,028,926</u>	<u>\$ 8,944,647</u>	<u>\$ 1,585,119</u>	<u>\$ 1,209,184</u>	<u>\$ 1,796,030</u>	<u>\$ 2,379,682</u>
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 3,008,790	\$ 8,931,075	\$ 1,583,155	\$ 1,209,184	\$ 1,790,171	\$ 2,379,682
Contracts in payout phase	20,136	13,572	1,964		5,859	
NET ASSETS	<u>\$ 3,028,926</u>	<u>\$ 8,944,647</u>	<u>\$ 1,585,119</u>	<u>\$ 1,209,184</u>	<u>\$ 1,796,030</u>	<u>\$ 2,379,682</u>
ACCUMULATION UNITS OUTSTANDING	167,359	856,653	120,308	78,818	581,884	218,132
UNIT VALUE (ACCUMULATION)	<u>\$ 17.98</u>	<u>\$ 10.43</u>	<u>\$ 13.16</u>	<u>\$ 15.34</u>	<u>\$ 3.08</u>	<u>\$ 10.91</u>
(1) Cost of investments:	\$ 3,102,435	\$ 9,191,392	\$ 1,624,595	\$ 1,276,443	\$ 1,647,249	\$ 2,240,266
Shares of investments:	599,780	339,209	137,273	73,690	118,516	210,232

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	INVESCO VAN KAMPEN VI GROWTH & INCOME FUND	JANUS ASPEN BALANCED PORTFOLIO INSTITUTIONAL SHARES	JANUS ASPEN BALANCED PORTFOLIO SERVICE SHARES	JANUS ASPEN FLEXIBLE BOND PORTFOLIO INSTITUTIONAL SHARES	JANUS ASPEN FLEXIBLE BOND PORTFOLIO SERVICE SHARES	JANUS ASPEN JANUS PORTFOLIO
ASSETS:						
Investments at fair value (1)	\$ 9,343,951	\$ 8,646,863	\$ 32,894,425	\$ 22,570,570	\$ 37,168,435	\$ 6,751,911
Investment income due and accrued						
Receivable for investments sold	51,277		10,470	2,219	38,417	
Purchase payments receivable	15				370	
Due from Great West Life & Annuity Insurance Company	4,164	917		152,340	22,731	16,860
Total assets	9,399,407	8,647,780	32,904,895	22,725,129	37,229,953	6,768,771
LIABILITIES:						
Payable for investments purchased						
Redemptions payable	51,292		10,470	2,219	38,787	
Due to Great West Life & Annuity Insurance Company	559	524	36,732	1,434	2,219	471
Total liabilities	51,851	524	47,202	3,653	41,006	471
NET ASSETS	\$ 9,347,556	\$ 8,647,256	\$ 32,857,693	\$ 22,721,476	\$ 37,188,947	\$ 6,768,300
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 9,335,778	\$ 8,594,642	\$ 32,644,316	\$ 22,152,550	\$ 37,054,736	\$ 6,737,970
Contracts in payout phase	11,778	52,614	213,377	568,926	134,211	30,330
NET ASSETS	\$ 9,347,556	\$ 8,647,256	\$ 32,857,693	\$ 22,721,476	\$ 37,188,947	\$ 6,768,300
ACCUMULATION UNITS OUTSTANDING	794,201	516,200	2,789,570	1,170,889	2,673,960	401,349
UNIT VALUE (ACCUMULATION)	\$ 11.75	\$ 16.65	\$ 11.70	\$ 18.92	\$ 13.86	\$ 16.79
(1) Cost of investments:	\$ 8,340,932	\$ 8,942,206	\$ 33,173,821	\$ 21,213,817	\$ 37,358,785	\$ 7,071,354
Shares of investments:	525,827	324,704	1,185,812	1,837,994	2,822,205	295,618

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	JANUS ASPEN OVERSEAS PORTFOLIO INSTITUTIONAL SHARES	JANUS ASPEN OVERSEAS PORTFOLIO SERVICE SHARES	JANUS ASPEN WORLDWIDE PORTFOLIO	JPMORGAN INSURANCE TRUST SMALL CAP CORE PORTFOLIO	LAZARD RETIREMENT EMERGING MARKETS EQUITY PORTFOLIO	LVIP BARON GROWTH OPPORTUNITIES FUND
ASSETS:						
Investments at fair value (1)	\$ 7,389,942	\$ 3,036,496	\$ 6,715,310	\$ 712,921	\$ 10,920,067	\$ 16,991,309
Investment income due and accrued			22,000		14,001	
Receivable for investments sold		15			10	15
Purchase payments receivable	9,032		22,359	3,076		402
Due from Great West Life & Annuity Insurance Company						
Total assets	<u>7,398,974</u>	<u>3,036,511</u>	<u>6,759,669</u>	<u>715,997</u>	<u>10,934,078</u>	<u>16,991,726</u>
LIABILITIES:						
Payable for investments purchased		15				15
Redemptions payable			22,000		14,011	
Due to Great West Life & Annuity Insurance Company	523	270	465	41	664	1,095
Total liabilities	<u>523</u>	<u>285</u>	<u>22,465</u>	<u>41</u>	<u>14,675</u>	<u>1,110</u>
NET ASSETS	<u>\$ 7,398,451</u>	<u>\$ 3,036,226</u>	<u>\$ 6,737,204</u>	<u>\$ 715,956</u>	<u>\$ 10,919,403</u>	<u>\$ 16,990,616</u>
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 7,377,142	\$ 3,035,205	\$ 6,674,007	\$ 705,741	\$ 10,919,403	\$ 16,911,058
Contracts in payout phase	21,309	1,021	63,197	10,215		79,558
NET ASSETS	<u>\$ 7,398,451</u>	<u>\$ 3,036,226</u>	<u>\$ 6,737,204</u>	<u>\$ 715,956</u>	<u>\$ 10,919,403</u>	<u>\$ 16,990,616</u>
ACCUMULATION UNITS OUTSTANDING	341,073	364,676	449,486	49,123	751,738	840,047
UNIT VALUE (ACCUMULATION)	<u>\$ 21.63</u>	<u>\$ 8.32</u>	<u>\$ 14.85</u>	<u>\$ 14.37</u>	<u>\$ 14.53</u>	<u>\$ 20.13</u>
(1) Cost of investments:	\$ 9,662,899	\$ 4,118,996	\$ 6,124,428	\$ 833,650	\$ 12,830,717	\$ 14,961,528
Shares of investments:	193,505	81,146	259,981	50,135	583,649	539,612

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	MFS INTERNATIONAL VALUE FUND	MFS UTILITIES FUND	NEUBERGER BERMAN AMT REGENCY PORTFOLIO	NVIT MID CAP INDEX FUND	OPPENHEIMER GLOBAL SECURITIES FUND/VA	OPPENHEIMER INTERNATIONAL GROWTH FUND/VA
ASSETS:						
Investments at fair value (1)	\$ 8,577,236	\$ 4,855,328	\$ 212,659	\$ 8,980,360	\$ 23,289,423	\$ 8,460,899
Investment income due and accrued						
Receivable for investments sold	20,571			4,060	35,808	4,022
Purchase payments receivable	160					
Due from Great West Life & Annuity Insurance Company		508		27,962	34,790	
Total assets	<u>8,597,967</u>	<u>4,855,836</u>	<u>212,659</u>	<u>9,012,382</u>	<u>23,360,021</u>	<u>8,464,921</u>
LIABILITIES:						
Payable for investments purchased						
Redemptions payable	20,731			4,060	35,808	4,022
Due to Great West Life & Annuity Insurance Company	512	294	13	547	1,434	474
Total liabilities	<u>21,243</u>	<u>294</u>	<u>13</u>	<u>4,607</u>	<u>37,242</u>	<u>4,496</u>
NET ASSETS	<u>\$ 8,576,724</u>	<u>\$ 4,855,542</u>	<u>\$ 212,646</u>	<u>\$ 9,007,775</u>	<u>\$ 23,322,779</u>	<u>\$ 8,460,425</u>
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 8,576,724	\$ 4,851,129	\$ 212,646	\$ 8,943,005	\$ 23,128,252	\$ 8,460,425
Contracts in payout phase		4,413		64,770	194,527	
NET ASSETS	<u>\$ 8,576,724</u>	<u>\$ 4,855,542</u>	<u>\$ 212,646</u>	<u>\$ 9,007,775</u>	<u>\$ 23,322,779</u>	<u>\$ 8,460,425</u>
ACCUMULATION UNITS OUTSTANDING	621,038	488,761	22,587	492,592	1,418,580	596,244
UNIT VALUE (ACCUMULATION)	<u>\$ 13.81</u>	<u>\$ 9.93</u>	<u>\$ 9.41</u>	<u>\$ 18.15</u>	<u>\$ 16.30</u>	<u>\$ 14.19</u>
(1) Cost of investments:	\$ 8,514,104	\$ 4,708,343	\$ 118,004	\$ 8,068,666	\$ 24,036,753	\$ 8,125,516
Shares of investments:	572,197	188,703	13,800	514,045	848,122	4,919,127

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	PIMCO VIT HIGH YIELD PORTFOLIO	PIMCO VIT LOW DURATION PORTFOLIO	PIMCO VIT TOTAL RETURN PORTFOLIO	PIONEER EMERGING MARKETS VCT PORTFOLIO	PIONEER FUND VCT PORTFOLIO	PIONEER GROWTH OPPORTUNITIES VCT PORTFOLIO
ASSETS:						
Investments at fair value (1)	\$ 30,757,683	\$ 74,112,480	\$ 137,546,337	\$ 993,575	\$ 3,743,999	\$ 4,246,420
Investment income due and accrued	177,802	116,416	341,376			
Receivable for investments sold		4,022	35,019			5,435
Purchase payments receivable	35,546		36,994			
Due from Great West Life & Annuity Insurance Company	3,145	76,838				8,085
Total assets	30,974,176	74,309,756	137,959,726	993,575	3,743,999	4,259,940
LIABILITIES:						
Payable for investments purchased	31,280					
Redemptions payable	4,266	4,022	72,013			5,435
Due to Great West Life & Annuity Insurance Company	1,879	4,491	17,974	57	238	286
Total liabilities	37,425	8,513	89,987	57	238	5,721
NET ASSETS	\$ 30,936,751	\$ 74,301,243	\$ 137,869,739	\$ 993,518	\$ 3,743,761	\$ 4,254,219
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 30,811,019	\$ 73,627,018	\$ 137,182,608	\$ 993,518	\$ 3,743,761	\$ 4,245,331
Contracts in payout phase	125,732	674,225	687,131			8,888
NET ASSETS	\$ 30,936,751	\$ 74,301,243	\$ 137,869,739	\$ 993,518	\$ 3,743,761	\$ 4,254,219
ACCUMULATION UNITS OUTSTANDING	1,673,513	5,701,769	9,416,882	149,179	307,938	314,950
UNIT VALUE (ACCUMULATION)	\$ 18.41	\$ 12.91	\$ 14.57	\$ 6.66	\$ 12.16	\$ 13.48
(1) Cost of investments:	\$ 31,350,762	\$ 73,583,328	\$ 135,926,288	\$ 1,109,597	\$ 3,708,611	\$ 3,707,994
Shares of investments:	4,117,494	7,139,931	12,481,519	41,905	187,575	188,814

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	PIONEER MID CAP VALUE VCT PORTFOLIO	PRUDENTIAL SERIES FUND EQUITY PORTFOLIO	PRUDENTIAL SERIES FUND NATURAL RESOURCES PORTFOLIO	PUTNAM VT AMERICAN GOVERNMENT INCOME IB PORTFOLIO	PUTNAM VT EQUITY INCOME IB PORTFOLIO	PUTNAM VT GLOBAL HEALTHCARE IB PORTFOLIO
ASSETS:						
Investments at fair value (1)	\$ 1,776,100	\$ 1,702,476	\$ 2,545,278	\$ 3,570,760	\$ 2,053,914	\$ 1,004,858
Investment income due and accrued						
Receivable for investments sold		532				
Purchase payments receivable	10					
Due from Great West Life & Annuity Insurance Company	4,682					331
Total assets	1,780,792	1,703,008	2,545,278	3,570,760	2,053,914	1,005,189
LIABILITIES:						
Payable for investments purchased	10					
Redemptions payable		532				
Due to Great West Life & Annuity Insurance Company	106	476	141	227	123	66
Total liabilities	116	1,008	141	227	123	66
NET ASSETS	\$ 1,780,676	\$ 1,702,000	\$ 2,545,137	\$ 3,570,533	\$ 2,053,791	\$ 1,005,123
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 1,765,957	\$ 1,695,120	\$ 2,545,137	\$ 3,570,533	\$ 2,053,791	\$ 1,002,250
Contracts in payout phase	14,719	6,880				2,873
NET ASSETS	\$ 1,780,676	\$ 1,702,000	\$ 2,545,137	\$ 3,570,533	\$ 2,053,791	\$ 1,005,123
ACCUMULATION UNITS OUTSTANDING	177,450	128,755	174,382	329,043	191,244	116,878
UNIT VALUE (ACCUMULATION)	\$ 9.95	\$ 13.17	\$ 14.60	\$ 10.85	\$ 10.74	\$ 8.58
(1) Cost of investments:	\$ 1,662,698	\$ 1,672,641	\$ 3,120,700	\$ 3,581,266	\$ 2,107,415	\$ 1,101,316
Shares of investments:	112,768	70,966	67,175	300,822	152,481	85,959

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	ROYCE SMALL- CAP PORTFOLIO	SCHWAB MARKETTRACK GROWTH PORTFOLIO II	SCHWAB MONEY MARKET PORTFOLIO	SCHWAB S&P 500 INDEX PORTFOLIO	SENTINEL VARIABLE PRODUCTS BOND FUND	SENTINEL VARIABLE PRODUCTS COMMON STOCK FUND
ASSETS:						
Investments at fair value (1)	\$ 5,732,915	\$ 27,218,828	\$ 120,860,510	\$ 115,901,270	\$ 2,308,250	\$ 3,954,335
Investment income due and accrued			1,563			
Receivable for investments sold	116	20,828	306,748			
Purchase payments receivable		125	97,235	125,436		
Due from Great West Life & Annuity Insurance Company		43,726	59,537	115,210		
Total assets	5,733,031	27,283,507	121,325,593	116,141,916	2,308,250	3,954,335
LIABILITIES:						
Payable for investments purchased				124,964		
Redemptions payable	116	20,953	403,983	472		
Due to Great West Life & Annuity Insurance Company	349	1,673	7,570	7,233	127	235
Total liabilities	465	22,626	411,553	132,669	127	235
NET ASSETS	\$ 5,732,566	\$ 27,260,881	\$ 120,914,040	\$ 116,009,247	\$ 2,308,123	\$ 3,954,100
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 5,732,566	\$ 27,013,841	\$ 120,013,124	\$ 115,161,750	\$ 2,308,123	\$ 3,954,100
Contracts in payout phase		247,040	900,916	847,497		
NET ASSETS	\$ 5,732,566	\$ 27,260,881	\$ 120,914,040	\$ 116,009,247	\$ 2,308,123	\$ 3,954,100
ACCUMULATION UNITS OUTSTANDING	382,695	1,819,991	10,125,080	8,129,905	192,346	268,577
UNIT VALUE (ACCUMULATION)	\$ 14.98	\$ 14.84	\$ 11.85	\$ 14.17	\$ 12.00	\$ 14.72
(1) Cost of investments:	\$ 5,575,163	\$ 27,914,751	\$ 120,860,510	\$ 109,506,863	\$ 2,347,672	\$ 3,778,507
Shares of investments:	574,440	1,877,160	120,860,510	6,333,403	229,448	289,060

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	SENTINEL VARIABLE PRODUCTS SMALL COMPANY FUND	THIRD AVENUE VALUE PORTFOLIO	TOUCHSTONE MID CAP GROWTH FUND	UNIVERSAL INSTITUTIONAL FUND U.S. REAL ESTATE PORTFOLIO	VAN ECK VIP GLOBAL BOND FUND	VAN ECK VIP GLOBAL HARD ASSETS FUND
ASSETS:						
Investments at fair value (1)	\$ 1,544,194	\$ 4,563,890	\$ 1,750,657	\$ 8,269,482	\$ 11,099,974	\$ 4,655,619
Investment income due and accrued						
Receivable for investments sold			3,769		1,020	2,451
Purchase payments receivable	7,244					
Due from Great West Life & Annuity Insurance Company			4,427	507	1,334	
Total assets	<u>1,551,438</u>	<u>4,563,890</u>	<u>1,758,853</u>	<u>8,269,989</u>	<u>11,102,328</u>	<u>4,658,070</u>
LIABILITIES:						
Payable for investments purchased	7,244					
Redemptions payable			3,769		1,020	2,451
Due to Great West Life & Annuity Insurance Company	86	265	104	577	680	270
Total liabilities	<u>7,330</u>	<u>265</u>	<u>3,873</u>	<u>577</u>	<u>1,700</u>	<u>2,721</u>
NET ASSETS	<u>\$ 1,544,108</u>	<u>\$ 4,563,625</u>	<u>\$ 1,754,980</u>	<u>\$ 8,269,412</u>	<u>\$ 11,100,628</u>	<u>\$ 4,655,349</u>
NET ASSETS REPRESENTED BY:						
Accumulation units	\$ 1,544,108	\$ 4,563,625	\$ 1,741,065	\$ 8,237,092	\$ 11,073,907	\$ 4,655,349
Contracts in payout phase			13,915	32,320	26,721	
NET ASSETS	<u>\$ 1,544,108</u>	<u>\$ 4,563,625</u>	<u>\$ 1,754,980</u>	<u>\$ 8,269,412</u>	<u>\$ 11,100,628</u>	<u>\$ 4,655,349</u>
ACCUMULATION UNITS OUTSTANDING	97,245	654,652	124,612	267,406	898,399	326,063
UNIT VALUE (ACCUMULATION)	<u>\$ 15.88</u>	<u>\$ 6.97</u>	<u>\$ 13.97</u>	<u>\$ 30.80</u>	<u>\$ 12.33</u>	<u>\$ 14.28</u>
(1) Cost of investments:	\$ 1,601,076	\$ 5,009,739	\$ 1,921,064	\$ 6,730,384	\$ 11,025,897	\$ 5,646,790
Shares of investments:	105,478	399,640	147,860	609,394	947,906	154,672

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF ASSETS AND LIABILITIES
DECEMBER 31, 2011

	INVESTMENT DIVISIONS		
	WELLS FARGO ADVANTAGE VT DISCOVERY FUND	WELLS FARGO ADVANTAGE VT OPPORTUNITY FUND	WELLS FARGO ADVANTAGE VT SMALL CAP VALUE FUND
ASSETS:			
Investments at fair value (1)	\$ 4,579,344	\$ 5,164,763	\$ 2,346,278
Investment income due and accrued			
Receivable for investments sold			
Purchase payments receivable			
Due from Great West Life & Annuity Insurance Company	5,430	115,646	
Total assets	4,584,774	5,280,409	2,346,278
LIABILITIES:			
Payable for investments purchased			
Redemptions payable			
Due to Great West Life & Annuity Insurance Company	266	313	679
Total liabilities	266	313	679
NET ASSETS	\$ 4,584,508	\$ 5,280,096	\$ 2,345,599
NET ASSETS REPRESENTED BY:			
Accumulation units	\$ 4,543,835	\$ 5,046,368	\$ 2,305,931
Contracts in payout phase	40,673	233,728	39,668
NET ASSETS	\$ 4,584,508	\$ 5,280,096	\$ 2,345,599
ACCUMULATION UNITS OUTSTANDING	346,264	381,444	163,919
UNIT VALUE (ACCUMULATION)	\$ 13.12	\$ 13.23	14.07
(1) Cost of investments:	\$ 4,021,026	\$ 4,482,194	\$ 2,941,274
Shares of investments:	214,288	297,167	282,005

The accompanying notes are an integral part of these financial statements.

(Concluded)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	ALGER BALANCED PORTFOLIO	ALGER LARGE CAP GROWTH PORTFOLIO	ALGER MID CAP GROWTH PORTFOLIO	ALLIANCE- BERNSTEIN VPS GROWTH & INCOME PORTFOLIO	ALLIANCE- BERNSTEIN VPS GROWTH PORTFOLIO	ALLIANCE- BERNSTEIN VPS INTERNATIONAL GROWTH PORTFOLIO
INVESTMENT INCOME:						
Dividends	\$ 31,382	\$ 201,538	\$ 26,139	\$ 85,180	\$	\$ 628,832
EXPENSES:						
Mortality and expense risk	7,636	156,599	56,215	45,402	14,822	146,090
NET INVESTMENT INCOME (LOSS)	23,746	44,939	(30,076)	39,778	(14,822)	482,742
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	(27,181)	580,957	7,755	(620,557)	(80,434)	(3,020,338)
Realized gain distributions						
Net realized gain (loss)	(27,181)	580,957	7,755	(620,557)	(80,434)	(3,020,338)
Change in net unrealized appreciation (depreciation) on investments	(4,676)	(855,557)	(644,258)	924,737	121,340	(963,513)
Net realized and unrealized gain (loss) on investments	(31,857)	(274,600)	(636,503)	304,180	40,906	(3,983,851)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (8,111)	\$ (229,661)	\$ (666,579)	\$ 343,958	\$ 26,084	\$ (3,501,109)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	ALLIANCE- BERNSTEIN VPS INTERNATIONAL VALUE PORTFOLIO	ALLIANCE- BERNSTEIN VPS REAL ESTATE INVESTMENT PORTFOLIO	ALLIANCE- BERNSTEIN VPS SMALL/MIDCAP VALUE PORTFOLIO	AMERICAN CENTURY VP BALANCED FUND	AMERICAN CENTURY VP INCOME & GROWTH FUND	AMERICAN CENTURY VP INTERNATIONAL FUND
INVESTMENT INCOME:						
Dividends	\$ 266,981	\$ 215,471	\$ 25,211	\$ 131,828	\$ 54,700	\$ 88,348
EXPENSES:						
Mortality and expense risk	53,734	101,807	36,563	50,271	25,081	47,372
NET INVESTMENT INCOME (LOSS)	213,247	113,664	(11,352)	81,557	29,619	40,976
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	(1,726,567)	(343,960)	319,358	(94,978)	(322,681)	27,839
Realized gain distributions		1,625,402				
Net realized gain (loss)	(1,726,567)	1,281,442	319,358	(94,978)	(322,681)	27,839
Change in net unrealized appreciation (depreciation) on investments	84,215	(300,876)	(749,039)	335,103	383,735	(813,425)
Net realized and unrealized gain (loss) on investments	(1,642,352)	980,566	(429,681)	240,125	61,054	(785,586)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (1,429,105)	\$ 1,094,230	\$ (441,033)	\$ 321,682	\$ 90,673	\$ (744,610)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	AMERICAN CENTURY VP MID CAP VALUE FUND	AMERICAN CENTURY VP VALUE FUND	COLUMBIA VARIABLE PORTFOLIO - MARSICO 21ST CENTURY FUND	COLUMBIA VARIABLE PORTFOLIO - SELIGMAN GLOBAL TECHNOLOGY FUND	COLUMBIA VARIABLE PORTFOLIO - SMALL CAP VALUE FUND	DELAWARE VIP SMALL CAP VALUE SERIES
INVESTMENT INCOME:						
Dividends	\$ 26,145	\$ 359,848	\$	\$	\$ 9,596	\$ 98,314
EXPENSES:						
Mortality and expense risk	14,895	132,063	13,074	29,332	7,674	139,018
NET INVESTMENT INCOME (LOSS)	11,250	227,785	(13,074)	(29,332)	1,922	(40,704)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	63,208	(1,363,148)	11,308	(119,417)	13,397	139,857
Realized gain distributions	49,899				117,019	
Net realized gain (loss)	113,107	(1,363,148)	11,308	(119,417)	130,416	139,857
Change in net unrealized appreciation (depreciation) on investments	(138,249)	1,105,100	(278,455)	(256,872)	(226,965)	(510,371)
Net realized and unrealized loss on investments	(25,142)	(258,048)	(267,147)	(376,289)	(96,549)	(370,514)
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	\$ (13,892)	\$ (30,263)	\$ (280,221)	\$ (405,621)	\$ (94,627)	\$ (411,218)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	DELAWARE VIP SMID CAP GROWTH SERIES	DREYFUS IP MIDCAP STOCK PORTFOLIO	DREYFUS VIF APPRECIATION PORTFOLIO	DREYFUS VIF GROWTH & INCOME PORTFOLIO	DREYFUS VIF OPPORTUNISTIC SMALL CAP PORTFOLIO	DWS BLUE CHIP VIP PORTFOLIO
INVESTMENT INCOME:						
Dividends	\$ 63,324	\$ 7,555	\$ 172,078	\$ 31,353	\$ 2,558	\$ 89,418
EXPENSES:						
Mortality and expense risk	45,062	10,643	83,890	19,037	4,273	62,748
NET INVESTMENT INCOME (LOSS)	18,262	(3,088)	88,188	12,316	(1,715)	26,670
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	848,837	(12,006)	436,527	(62,672)	(22,397)	(148,399)
Realized gain distributions	181,237					
Net realized gain (loss)	1,030,074	(12,006)	436,527	(62,672)	(22,397)	(148,399)
Change in net unrealized appreciation (depreciation) on investments	(935,081)	16,620	314,071	(43,831)	(79,854)	(68,259)
Net realized and unrealized gain (loss) on investments	94,993	4,614	750,598	(106,503)	(102,251)	(216,658)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ 113,255	\$ 1,526	\$ 838,786	\$ (94,187)	\$ (103,966)	\$ (189,988)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	DWS CAPITAL GROWTH VIP PORTFOLIO	DWS DREMAN SMALL MID CAP VALUE VIP PORTFOLIO	DWS GROWTH & INCOME VIP PORTFOLIO	DWS HEALTHCARE VIP PORTFOLIO	DWS LARGE CAP VALUE VIP PORTFOLIO	DWS SMALL CAP INDEX VIP PORTFOLIO
INVESTMENT INCOME:						
Dividends	\$ 67,934	\$ 73,843	\$ 5,309	\$ 19,864	\$ 167,209	\$ 122,883
EXPENSES:						
Mortality and expense risk	77,576	49,798	3,515	8,487	69,475	102,238
NET INVESTMENT INCOME (LOSS)	(9,642)	24,045	1,794	11,377	97,734	20,645
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	549,044	621,198	(4,088)	(434,250)	751,621	118,815
Realized gain distributions				1,197,166		
Net realized gain (loss)	549,044	621,198	(4,088)	762,916	751,621	118,815
Change in net unrealized appreciation (depreciation) on investments	(1,408,822)	(1,144,450)	(861)	(344,924)	(1,200,189)	(862,217)
Net realized and unrealized gain (loss) on investments	(859,778)	(523,252)	(4,949)	417,992	(448,568)	(743,402)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (869,420)	\$ (499,207)	\$ (3,155)	\$ 429,369	\$ (350,834)	\$ (722,757)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	DWS SMALL MID CAP GROWTH VIP PORTFOLIO	DWS STRATEGIC VALUE VIP PORTFOLIO	FEDERATED CAPITAL APPRECIATION FUND II	FEDERATED FUND FOR U.S. GOVERNMENT SECURITIES II	FEDERATED MANAGED VOLATILITY FUND II	FRANKLIN SMALL CAP VALUE SECURITIES FUND
INVESTMENT INCOME:						
Dividends	\$ 3,297	\$ 43,115	\$ 21,072	\$ 1,995,271	\$ 26,326	\$ 23,373
EXPENSES:						
Mortality and expense risk	4,060	6,776	24,487	369,188	5,641	24,584
NET INVESTMENT INCOME (LOSS)	(763)	36,339	(3,415)	1,626,083	20,685	(1,211)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	6,685	(42,021)	(353,485)	155,924	6,776	394,764
Realized gain distributions						
Net realized gain (loss)	6,685	(42,021)	(353,485)	155,924	6,776	394,764
Change in net unrealized appreciation (depreciation) on investments	(30,225)	221,968	181,079	491,273	(1,921)	(562,204)
Net realized and unrealized gain (loss) on investments	(23,540)	179,947	(172,406)	647,197	4,855	(167,440)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (24,303)	\$ 216,286	\$ (175,821)	\$ 2,273,280	\$ 25,540	\$ (168,651)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	FRANKLIN TEMPLETON FOREIGN SECURITIES FUND	INVESCO V.I. CORE EQUITY FUND	INVESCO V.I. HIGH YIELD FUND	INVESCO V.I. INTERNATIONAL GROWTH FUND	INVESCO V.I. MID CAP CORE EQUITY FUND	INVESCO V.I. SMALL CAP EQUITY FUND
INVESTMENT INCOME:						
Dividends	\$ 42,276	\$ 46,480	\$ 235,585	\$ 159,774	\$ 5,000	\$
EXPENSES:						
Mortality and expense risk	17,536	41,191	27,456	76,136	11,735	10,890
NET INVESTMENT INCOME (LOSS)	24,740	5,289	208,129	83,638	(6,735)	(10,890)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	32,191	84,073	(125,902)	792,196	52,342	26,036
Realized gain distributions						
Net realized gain (loss)	32,191	84,073	(125,902)	792,196	52,342	26,036
Change in net unrealized appreciation (depreciation) on investments	(437,197)	(117,579)	(67,525)	(1,694,409)	(193,459)	(161,920)
Net realized and unrealized loss on investments	(405,006)	(33,506)	(193,427)	(902,213)	(141,117)	(135,884)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (380,266)	\$ (28,217)	\$ 14,702	\$ (818,575)	\$ (147,852)	\$ (146,774)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	INVESCO V.I. TECHNOLOGY FUND	INVESCO VAN KAMPEN VI COMSTOCK FUND	INVESCO VAN KAMPEN VI GROWTH & INCOME FUND	JANUS ASPEN BALANCED PORTFOLIO INSTITUTIONAL SHARES	JANUS ASPEN BALANCED PORTFOLIO SERVICE SHARES	JANUS ASPEN FLEXIBLE BOND PORTFOLIO INSTITUTIONAL SHARES
INVESTMENT INCOME:						
Dividends	\$ 3,622	\$ 47,846	\$ 124,893	\$ 239,302	\$ 803,438	\$ 1,751,114
EXPENSES:						
Mortality and expense risk	17,087	20,053	71,329	67,762	242,487	185,348
NET INVESTMENT INCOME (LOSS)	(13,465)	27,793	53,564	171,540	560,951	1,565,766
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain on sale of fund shares	75,878	246,909	760,041	28,432	590,164	307,342
Realized gain distributions				458,299	1,669,748	483,322
Net realized gain	75,878	246,909	760,041	486,731	2,259,912	790,664
Change in net unrealized appreciation (depreciation) on investments	(157,549)	(349,009)	(1,056,307)	(569,781)	(2,796,453)	(983,358)
Net realized and unrealized loss on investments	(81,671)	(102,100)	(296,266)	(83,050)	(536,541)	(192,694)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (95,136)	\$ (74,307)	\$ (242,702)	\$ 88,490	\$ 24,410	\$ 1,373,072

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	JANUS ASPEN FLEXIBLE BOND PORTFOLIO SERVICE SHARES	JANUS ASPEN JANUS PORTFOLIO	JANUS ASPEN OVERSEAS PORTFOLIO INSTITUTIONAL SHARES	JANUS ASPEN OVERSEAS PORTFOLIO SERVICE SHARES	JANUS ASPEN WORLDWIDE PORTFOLIO	JPMORGAN INSURANCE TRUST SMALL CAP CORE PORTFOLIO
INVESTMENT INCOME:						
Dividends	\$ 2,398,922	\$ 43,097	\$ 56,162	\$ 20,921	\$ 45,937	\$ 1,133
EXPENSES:						
Mortality and expense risk	254,399	62,315	100,614	45,299	67,022	5,844
NET INVESTMENT INCOME (LOSS)	2,144,523	(19,218)	(44,452)	(24,378)	(21,085)	(4,711)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	671,822	(27,013)	(47,410)	455,376	237,082	(42,454)
Realized gain distributions	663,940		117,123	55,029		
Net realized gain (loss)	1,335,762	(27,013)	69,713	510,405	237,082	(42,454)
Change in net unrealized appreciation (depreciation) on investments	(1,617,384)	(388,348)	(4,244,158)	(2,384,046)	(1,388,212)	(3,228)
Net realized and unrealized loss on investments	(281,622)	(415,361)	(4,174,445)	(1,873,641)	(1,151,130)	(45,682)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ 1,862,901	\$ (434,579)	\$ (4,218,897)	\$ (1,898,019)	\$ (1,172,215)	\$ (50,393)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	LAZARD RETIREMENT EMERGING MARKETS EQUITY PORTFOLIO	LVIP BARON GROWTH OPPORTUNITIES FUND	MFS INTERNATIONAL VALUE FUND	MFS UTILITIES FUND	NEUBERGER BERMAN AMT REGENCY PORTFOLIO	NVIT MID CAP INDEX FUND
INVESTMENT INCOME:						
Dividends	\$ 241,718	\$	\$ 100,966	\$ 113,895	\$ 900	\$ 63,956
EXPENSES:						
Mortality and expense risk	95,730	139,337	65,345	27,064	1,993	72,022
NET INVESTMENT INCOME (LOSS)	145,988	(139,337)	35,621	86,831	(1,093)	(8,066)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	411,962	315,356	197,236	191,627	37,637	(188,776)
Realized gain distributions						147,325
Net realized gain (loss)	411,962	315,356	197,236	191,627	37,637	(41,451)
Change in net unrealized appreciation (depreciation) on investments	(3,257,142)	298,012	(532,616)	(143,237)	(58,289)	(281,051)
Net realized and unrealized gain (loss) on investments	(2,845,180)	613,368	(335,380)	48,390	(20,652)	(322,502)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (2,699,192)	\$ 474,031	\$ (299,759)	\$ 135,221	\$ (21,745)	\$ (330,568)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	OPPENHEIMER GLOBAL SECURITIES FUND/VA	OPPENHEIMER INTERNATIONAL GROWTH FUND/VA	PIMCO VIT HIGH YIELD PORTFOLIO	PIMCO VIT LOW DURATION PORTFOLIO	PIMCO VIT TOTAL RETURN PORTFOLIO	PIONEER EMERGING MARKETS VCT PORTFOLIO
INVESTMENT INCOME:						
Dividends	\$ 349,557	\$ 91,892	\$ 2,174,459	\$ 1,256,098	\$ 3,653,717	\$
EXPENSES:						
Mortality and expense risk	204,427	64,522	233,109	554,023	1,018,830	11,067
NET INVESTMENT INCOME (LOSS)	145,130	27,370	1,941,350	702,075	2,634,887	(11,067)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	(1,238,816)	54,887	1,813,254	461,430	1,559,627	81,689
Realized gain distributions					1,994,962	
Net realized gain (loss)	(1,238,816)	54,887	1,813,254	461,430	3,554,589	81,689
Change in net unrealized appreciation (depreciation) on investments	(1,400,093)	(837,516)	(3,004,261)	(954,203)	(2,310,967)	(480,572)
Net realized and unrealized gain (loss) on investments	(2,638,909)	(782,629)	(1,191,007)	(492,773)	1,243,622	(398,883)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (2,493,779)	\$ (755,259)	\$ 750,343	\$ 209,302	\$ 3,878,509	\$ (409,950)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	PIONEER FUND VCT PORTFOLIO	PIONEER GROWTH OPPORTUNITIES VCT PORTFOLIO	PIONEER MID CAP VALUE VCT PORTFOLIO	PRUDENTIAL SERIES FUND EQUITY PORTFOLIO	PRUDENTIAL SERIES FUND NATURAL RESOURCES PORTFOLIO	PUTNAM VT AMERICAN GOVERNMENT INCOME IB PORTFOLIO
INVESTMENT INCOME:						
Dividends	\$ 64,655	\$	\$ 12,343	\$ 3,526	\$	\$ 54,315
EXPENSES:						
Mortality and expense risk	32,302	39,032	14,573	14,782	25,827	17,405
NET INVESTMENT INCOME (LOSS)	32,353	(39,032)	(2,230)	(11,256)	(25,827)	36,910
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	(39,013)	20,258	286,688	9,612	196,054	(67,725)
Realized gain distributions	237,368					123,391
Net realized gain	198,355	20,258	286,688	9,612	196,054	55,666
Change in net unrealized appreciation (depreciation) on investments	(459,192)	(122,792)	(401,123)	(120,503)	(1,134,615)	(459)
Net realized and unrealized gain (loss) on investments	(260,837)	(102,534)	(114,435)	(110,891)	(938,561)	55,207
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (228,484)	\$ (141,566)	\$ (116,665)	\$ (122,147)	\$ (964,388)	\$ 92,117

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	PUTNAM VT EQUITY INCOME IB PORTFOLIO	PUTNAM VT GLOBAL HEALTHCARE IB PORTFOLIO (1)	ROYCE SMALL- CAP PORTFOLIO	SCHWAB MARKETTRACK GROWTH PORTFOLIO II	SCHWAB MONEY MARKET PORTFOLIO	SCHWAB S&P 500 INDEX PORTFOLIO
INVESTMENT INCOME:						
Dividends	\$ 29,500	\$	\$ 17,115	\$ 491,888	\$ 12,199	\$ 2,095,546
EXPENSES:						
Mortality and expense risk	14,890	4,664	42,315	214,109	923,978	902,278
NET INVESTMENT INCOME (LOSS)	14,610	(4,664)	(25,200)	277,779	(911,779)	1,193,268
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	(32,775)	(40,722)	213,110	(669,113)		(381,697)
Realized gain distributions						
Net realized gain (loss)	(32,775)	(40,722)	213,110	(669,113)	0	(381,697)
Change in net unrealized appreciation (depreciation) on investments	(93,613)	(96,458)	(464,399)	(172,150)		18,791
Net realized and unrealized loss on investments	(126,388)	(137,180)	(251,289)	(841,263)	0	(362,906)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ (111,778)	\$ (141,844)	\$ (276,489)	\$ (563,484)	\$ (911,779)	\$ 830,362

(1) For the period May 6, 2011 to December 31, 2011.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	SELIGMAN COMMUNICATIONS & INFORMATION PORTFOLIO	SENTINEL VARIABLE PRODUCTS BOND FUND	SENTINEL VARIABLE PRODUCTS COMMON STOCK FUND	SENTINEL VARIABLE PRODUCTS SMALL COMPANY FUND	THIRD AVENUE VALUE PORTFOLIO	TOUCHSTONE MID CAP GROWTH FUND
INVESTMENT INCOME:						
Dividends	\$	\$ 76,343	\$ 61,470	\$	\$ 109,903	\$ 6,231
EXPENSES:						
Mortality and expense risk	7,775	13,314	26,946	10,178	47,251	16,658
NET INVESTMENT INCOME (LOSS)	(7,775)	63,029	34,524	(10,178)	62,652	(10,427)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	789,241	(119,239)	116,811	95,935	(1,084,136)	136,935
Realized gain distributions		15,631		37,935		
Net realized gain (loss)	789,241	(103,608)	116,811	133,870	(1,084,136)	136,935
Change in net unrealized appreciation (depreciation) on investments	(696,370)	153,655	(125,911)	(145,201)	(430,834)	(431,432)
Net realized and unrealized gain (loss) on investments	92,871	50,047	(9,100)	(11,331)	(1,514,970)	(294,497)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ 85,096	\$ 113,076	\$ 25,424	\$ (21,509)	\$ (1,452,318)	\$ (304,924)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF OPERATIONS
YEAR ENDED DECEMBER 31, 2011

	INVESTMENT DIVISIONS					
	UNIVERSAL INSTITUTIONAL FUND U.S. REAL ESTATE PORTFOLIO	VAN ECK VIP GLOBAL BOND FUND	VAN ECK VIP GLOBAL HARD ASSETS FUND	WELLS FARGO ADVANTAGE VT DISCOVERY FUND	WELLS FARGO ADVANTAGE VT OPPORTUNITY FUND	WELLS FARGO ADVANTAGE VT SMALL CAP VALUE FUND
INVESTMENT INCOME:						
Dividends	\$ 74,003	\$ 621,284	\$ 51,941	\$	\$ 8,069	\$ 18,786
EXPENSES:						
Mortality and expense risk	72,359	73,950	39,053	36,367	42,587	23,626
NET INVESTMENT INCOME (LOSS)	1,644	547,334	12,888	(36,367)	(34,518)	(4,840)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS:						
Net realized gain (loss) on sale of fund shares	161,811	(11,711)	370,332	187,002	363,457	(210,081)
Realized gain distributions		158,392	62,716			
Net realized gain (loss)	161,811	146,681	433,048	187,002	363,457	(210,081)
Change in net unrealized appreciation (depreciation) on investments	206,969	(64,065)	(1,673,946)	(221,036)	(676,422)	(20,007)
Net realized and unrealized gain (loss) on investments	368,780	82,616	(1,240,898)	(34,034)	(312,965)	(230,088)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	\$ 370,424	\$ 629,950	\$ (1,228,010)	\$ (70,401)	\$ (347,483)	\$ (234,928)

The accompanying notes are an integral part of these financial statements.

(Concluded)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	ALGER BALANCED PORTFOLIO		ALGER LARGE CAP GROWTH PORTFOLIO		ALGER MID CAP GROWTH PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 23,746	\$ 20,423	\$ 44,939	\$ (5,898)	\$ (30,076)	\$ (58,829)
Net realized gain (loss)	(27,181)	(34,003)	580,957	(440,232)	7,755	(1,439,827)
Change in net unrealized appreciation (depreciation) on investments	(4,676)	114,559	(855,557)	2,730,482	(644,258)	2,740,960
Increase (decrease) in net assets resulting from operations	(8,111)	100,979	(229,661)	2,284,352	(666,579)	1,242,304
CONTRACT TRANSACTIONS:						
Purchase payments received			125,055	176,679	55,265	28,956
Transfers for contract benefits and terminations	(62,442)	(31,343)	(1,281,632)	(1,252,507)	(555,019)	(317,919)
Net transfers	(41,784)	(102,572)	(1,026,781)	(1,142,296)	(1,759,378)	(783,157)
Contract maintenance charges			(616)	(2,640)	(83)	(277)
Adjustments to net assets allocated to contracts in payout phase	5,921	(3,368)	13,268	10,496	9,807	562
Decrease in net assets resulting from contract transactions	(98,305)	(137,283)	(2,170,706)	(2,210,268)	(2,249,408)	(1,071,835)
Total increase (decrease) in net assets	(106,416)	(36,304)	(2,400,367)	74,084	(2,915,987)	170,469
NET ASSETS:						
Beginning of period	1,124,628	1,160,932	20,610,968	20,536,884	8,193,944	8,023,475
End of period	\$ 1,018,212	\$ 1,124,628	\$ 18,210,601	\$ 20,610,968	\$ 5,277,957	\$ 8,193,944
CHANGES IN UNITS OUTSTANDING:						
Units issued	2,593		164,326	240,677	111,500	95,700
Units redeemed	(10,682)	(13,281)	(299,272)	(357,953)	(266,343)	(180,910)
Net decrease	(8,089)	(13,281)	(134,946)	(117,276)	(154,843)	(85,210)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	ALLIANCEBERNSTEIN VPS GROWTH & INCOME PORTFOLIO		ALLIANCEBERNSTEIN VPS GROWTH PORTFOLIO		ALLIANCEBERNSTEIN VPS INTERNATIONAL GROWTH PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 39,778	\$ (48,712)	\$ (14,822)	\$ (10,261)	\$ 482,742	\$ 291,109
Net realized loss	(620,557)	(1,256,277)	(80,434)	(125,157)	(3,020,338)	(5,127,636)
Change in net unrealized appreciation (depreciation) on investments	924,737	2,059,103	121,340	430,149	(963,513)	7,148,106
Increase (decrease) in net assets resulting from operations	343,958	754,114	26,084	294,731	(3,501,109)	2,311,579
CONTRACT TRANSACTIONS:						
Purchase payments received					219,604	345,710
Transfers for contract benefits and terminations	(377,263)	(451,978)	(509,188)	(81,811)	(1,592,011)	(1,523,232)
Net transfers	(990,147)	(1,162,372)	(127,024)	(473,210)	(3,185,144)	(1,778,153)
Contract maintenance charges		(75)		(7)	(81)	(500)
Adjustments to net assets allocated to contracts in payout phase	33,976	28,480			3,917	5,693
Decrease in net assets resulting from contract transactions	(1,333,434)	(1,585,945)	(636,212)	(555,028)	(4,553,715)	(2,950,482)
Total decrease in net assets	(989,476)	(831,831)	(610,128)	(260,297)	(8,054,824)	(638,903)
NET ASSETS:						
Beginning of period	6,774,269	7,606,100	2,351,150	2,611,447	23,163,785	23,802,688
End of period	\$ 5,784,793	\$ 6,774,269	\$ 1,741,022	\$ 2,351,150	\$ 15,108,961	\$ 23,163,785
CHANGES IN UNITS OUTSTANDING:						
Units issued	2,870	954			245,469	389,000
Units redeemed	(121,494)	(165,482)	(57,269)	(58,746)	(602,494)	(636,767)
Net decrease	(118,624)	(164,528)	(57,269)	(58,746)	(357,025)	(247,767)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	ALLIANCEBERNSTEIN VPS INTERNATIONAL VALUE PORTFOLIO		ALLIANCEBERNSTEIN VPS REAL ESTATE INVESTMENT PORTFOLIO		ALLIANCEBERNSTEIN VPS SMALL/MID CAP VALUE PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 213,247	\$ 232,112	\$ 113,664	\$ 77,461	\$ (11,352)	\$ (11,298)
Net realized gain (loss)	(1,726,567)	(3,850,453)	1,281,442	(2,598,053)	319,358	956,300
Change in net unrealized appreciation (depreciation) on investments	84,215	3,729,970	(300,876)	5,204,337	(749,039)	(26,096)
Increase (decrease) in net assets resulting from operations	(1,429,105)	111,629	1,094,230	2,683,745	(441,033)	918,906
CONTRACT TRANSACTIONS:						
Purchase payments received		78,730	117,599	286,336	51,769	70,815
Transfers for contract benefits and terminations	(563,956)	(518,243)	(823,541)	(562,878)	(278,521)	(323,400)
Net transfers	(2,169,591)	(3,550,848)	(29,185)	720,553	(1,042,501)	516,274
Contract maintenance charges	(86)	(256)			(34)	(139)
Adjustments to net assets allocated to contracts in payout phase	107,816	(469)	23,369	60,680	942	718
Increase (decrease) in net assets resulting from contract transactions	(2,625,817)	(3,991,086)	(711,758)	504,691	(1,268,345)	264,268
Total increase (decrease) in net assets	(4,054,922)	(3,879,457)	382,472	3,188,436	(1,709,378)	1,183,174
NET ASSETS:						
Beginning of period	9,313,317	13,192,774	14,012,436	10,824,000	5,748,296	4,565,122
End of period	\$ 5,258,395	\$ 9,313,317	\$ 14,394,908	\$ 14,012,436	\$ 4,038,918	\$ 5,748,296
CHANGES IN UNITS OUTSTANDING:						
Units issued	(1,263)	115,266	94,224	226,577	119,416	540,036
Units redeemed	(377,479)	(688,856)	(129,127)	(207,869)	(227,356)	(540,062)
Net increase (decrease)	(378,742)	(573,590)	(34,903)	18,708	(107,940)	(26)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	AMERICAN CENTURY VP BALANCED FUND		AMERICAN CENTURY VP INCOME & GROWTH FUND		AMERICAN CENTURY VP INTERNATIONAL FUND	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income	\$ 81,557	\$ 72,906	\$ 29,619	\$ 31,508	\$ 40,976	\$ 112,250
Net realized gain (loss)	(94,978)	(286,841)	(322,681)	(737,194)	27,839	(25,295)
Change in net unrealized appreciation (depreciation) on investments	335,103	863,536	383,735	1,182,076	(813,425)	653,702
Increase (decrease) in net assets resulting from operations	321,682	649,601	90,673	476,390	(744,610)	740,657
CONTRACT TRANSACTIONS:						
Purchase payments received	339,967	153,743		7,207		
Transfers for contract benefits and terminations	(482,611)	(468,082)	(159,226)	(273,592)	(425,492)	(461,783)
Net transfers	1,338,314	201,642	(572,593)	(717,849)	(791,067)	(1,057,641)
Contract maintenance charges	(53)	(285)			(70)	(436)
Adjustments to net assets allocated to contracts in payout phase	240	305	(4,246)	277	16,745	12,092
Increase (decrease) in net assets resulting from contract transactions	1,195,857	(112,677)	(736,065)	(983,957)	(1,199,884)	(1,507,768)
Total increase (decrease) in net assets	1,517,539	536,924	(645,392)	(507,567)	(1,944,494)	(767,111)
NET ASSETS:						
Beginning of period	6,666,781	6,129,857	3,913,474	4,421,041	6,760,676	7,527,787
End of period	\$ 8,184,320	\$ 6,666,781	\$ 3,268,082	\$ 3,913,474	\$ 4,816,182	\$ 6,760,676
CHANGES IN UNITS OUTSTANDING:						
Units issued	191,394	89,788	(1,632)	36,527	414	1,770
Units redeemed	(107,975)	(98,804)	(61,061)	(127,379)	(74,658)	(109,243)
Net increase (decrease)	83,419	(9,016)	(62,693)	(90,852)	(74,244)	(107,473)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	AMERICAN CENTURY VP MID CAP VALUE FUND		AMERICAN CENTURY VP VALUE FUND		COLUMBIA VARIABLE PORTFOLIO - MARSICO 21ST CENTURY FUND	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 11,250	\$ 19,712	\$ 227,785	\$ 236,603	\$ (13,074)	\$ (8,501)
Net realized gain (loss)	113,107	54,829	(1,363,148)	(1,240,726)	11,308	17,793
Change in net unrealized appreciation (depreciation) on investments	(138,249)	157,221	1,105,100	2,929,630	(278,455)	175,005
Increase (decrease) in net assets resulting from operations	(13,892)	231,762	(30,263)	1,925,507	(280,221)	184,297
CONTRACT TRANSACTIONS:						
Purchase payments received	254,152	110,445	331,318	437,707	100,185	121,365
Transfers for contract benefits and terminations	(118,799)	(79,912)	(1,183,482)	(773,035)	(61,070)	(23,079)
Net transfers	672,427	779,850	(109,297)	2,040,577	(91,409)	940,101
Contract maintenance charges		(17)	(56)	(328)	(2)	(36)
Adjustments to net assets allocated to contracts in payout phase			12,708	7,379		
Increase (decrease) in net assets resulting from contract transactions	807,780	810,366	(948,809)	1,712,300	(52,296)	1,038,351
Total increase (decrease) in net assets	793,888	1,042,128	(979,072)	3,637,807	(332,517)	1,222,648
NET ASSETS:						
Beginning of period	1,695,113	652,985	17,992,378	14,354,571	1,724,646	501,998
End of period	\$ 2,489,001	\$ 1,695,113	\$ 17,013,306	\$ 17,992,378	\$ 1,392,129	\$ 1,724,646
CHANGES IN UNITS OUTSTANDING:						
Units issued	75,730	87,533	168,245	312,486	57,221	116,518
Units redeemed	(21,951)	(27,863)	(238,562)	(187,805)	(65,548)	(42,862)
Net increase (decrease)	53,779	59,670	(70,317)	124,681	(8,327)	73,656

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS				
	COLUMBIA VARIABLE PORTFOLIO - SELIGMAN GLOBAL TECHNOLOGY FUND	COLUMBIA VARIABLE PORTFOLIO - SMALL CAP VALUE FUND		DELAWARE VIP SMALL CAP VALUE SERIES	
	2011	2011	2010	2011	2010
	(1)				
INCREASE (DECREASE) IN NET ASSETS:					
OPERATIONS:					
Net investment income (loss)	\$ (29,332)	\$ 1,922	\$ 1,660	\$ (40,704)	\$ (12,302)
Net realized gain (loss)	(119,417)	130,416	35,274	139,857	(874,169)
Change in net unrealized appreciation (depreciation) on investments	(256,872)	(226,965)	142,596	(510,371)	5,547,660
Increase (decrease) in net assets resulting from operations	(405,621)	(94,627)	179,530	(411,218)	4,661,189
CONTRACT TRANSACTIONS:					
Purchase payments received	4,700	50	36,605	104,096	55,985
Transfers for contract benefits and terminations	(160,536)	(15,623)	(4,454)	(1,300,474)	(923,263)
Net transfers	4,705,404	(194,851)	671,250	(765,857)	(53,524)
Contract maintenance charges			(15)	(66)	(428)
Adjustments to net assets allocated to contracts in payout phase				(2,734)	17,301
Increase (decrease) in net assets resulting from contract transactions	4,549,568	(210,424)	703,386	(1,965,035)	(903,929)
Total increase (decrease) in net assets	4,143,947	(305,051)	882,916	(2,376,253)	3,757,260
NET ASSETS:					
Beginning of period	0	1,301,215	418,299	20,009,077	16,251,817
End of period	\$ 4,143,947	\$ 996,164	\$ 1,301,215	\$ 17,632,824	\$ 20,009,077
CHANGES IN UNITS OUTSTANDING:					
Units issued	657,926	30,121	75,528	129,433	146,390
Units redeemed	(210,640)	(44,831)	(26,608)	(219,565)	(210,521)
Net increase (decrease)	447,286	(14,710)	48,920	(90,132)	(64,131)

(1) For the period March 14, 2011 to December 31, 2011.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	DELAWARE VIP SMID CAP GROWTH SERIES		DREYFUS IP MIDCAP STOCK PORTFOLIO		DREYFUS VIF APPRECIATION PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 18,262	\$ (15,710)	\$ (3,088)	\$ 6,096	\$ 88,188	\$ 86,239
Net realized gain (loss)	1,030,074	394,109	(12,006)	(117,694)	436,527	(174,331)
Change in net unrealized appreciation (depreciation) on investments	(935,081)	352,764	16,620	505,030	314,071	1,153,292
Increase in net assets resulting from operations	113,255	731,163	1,526	393,432	838,786	1,065,200
CONTRACT TRANSACTIONS:						
Purchase payments received	98,983	30,456			243,588	65,332
Transfers for contract benefits and terminations	(417,257)	(126,750)	(302,799)	(122,122)	(1,382,276)	(186,373)
Net transfers	1,014,576	2,209,278	(159,081)	(451,951)	2,219,039	2,790,166
Contract maintenance charges	(93)	(58)		(39)	(62)	(443)
Adjustments to net assets allocated to contracts in payout phase	1,308	(965)	(5,320)		26,413	11,677
Increase (decrease) in net assets resulting from contract transactions	697,517	2,111,961	(467,200)	(574,112)	1,106,702	2,680,359
Total increase (decrease) in net assets	810,772	2,843,124	(465,674)	(180,680)	1,945,488	3,745,559
NET ASSETS:						
Beginning of period	4,412,636	1,569,512	1,656,329	1,837,009	10,101,955	6,356,396
End of period	\$ 5,223,408	\$ 4,412,636	\$ 1,190,655	\$ 1,656,329	\$ 12,047,443	\$ 10,101,955
CHANGES IN UNITS OUTSTANDING:						
Units issued	403,942	256,088	(1,463)		306,693	316,237
Units redeemed	(373,772)	(97,030)	(29,400)	(42,651)	(226,194)	(93,492)
Net increase (decrease)	30,170	159,058	(30,863)	(42,651)	80,499	222,745

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	DREYFUS VIF GROWTH & INCOME PORTFOLIO		DREYFUS VIF OPPORTUNISTIC SMALL CAP PORTFOLIO		DWS BLUE CHIP VIP PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 12,316	\$ 8,951	\$ (1,715)	\$ 266	\$ 26,670	\$ 41,695
Net realized loss	(62,672)	(124,431)	(22,397)	(210,206)	(148,399)	(487,755)
Change in net unrealized appreciation (depreciation) on investments	(43,831)	458,793	(79,854)	369,067	(68,259)	1,086,171
Increase (decrease) in net assets resulting from operations	(94,187)	343,313	(103,966)	159,127	(189,988)	640,111
CONTRACT TRANSACTIONS:						
Purchase payments received	2,175	300			35,022	81,384
Transfers for contract benefits and terminations	(246,361)	(242,698)	(14,220)	(89,946)	(753,551)	(128,360)
Net transfers	269,390	44,031	(59,734)	(57,141)	3,371,323	438,273
Contract maintenance charges	(53)	(226)	(12)	(18)	(7)	(48)
Adjustments to net assets allocated to contracts in payout phase	(1,735)	(1,691)			(8,373)	3,698
Increase (decrease) in net assets resulting from contract transactions	23,416	(200,284)	(73,966)	(147,105)	2,644,414	394,947
Total increase (decrease) in net assets	(70,771)	143,029	(177,932)	12,022	2,454,426	1,035,058
NET ASSETS:						
Beginning of period	2,391,811	2,248,782	682,346	670,324	6,292,913	5,257,855
End of period	\$ 2,321,040	\$ 2,391,811	\$ 504,414	\$ 682,346	\$ 8,747,339	\$ 6,292,913
CHANGES IN UNITS OUTSTANDING:						
Units issued	52,957	31,157		45,525	381,727	132,598
Units redeemed	(51,859)	(58,679)	(8,427)	(62,658)	(172,994)	(103,703)
Net increase (decrease)	1,098	(27,522)	(8,427)	(17,133)	208,733	28,895

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	DWS CAPITAL GROWTH VIP PORTFOLIO		DWS DREMAN SMALL MID CAP VALUE VIP PORTFOLIO		DWS GROWTH & INCOME VIP PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ (9,642)	\$ 11,521	\$ 24,045	\$ 31,832	\$ 1,794	\$ 3,633
Net realized gain (loss)	549,044	(247,192)	621,198	(30,588)	(4,088)	(90,859)
Change in net unrealized appreciation (depreciation) on investments	(1,408,822)	1,354,369	(1,144,450)	1,290,126	(861)	136,428
Increase (decrease) in net assets resulting from operations	(869,420)	1,118,698	(499,207)	1,291,370	(3,155)	49,202
CONTRACT TRANSACTIONS:						
Purchase payments received	270,345	102,641	264,465	93,028		
Transfers for contract benefits and terminations	(1,343,499)	(543,139)	(734,608)	(307,264)	(16,798)	(51,332)
Net transfers	3,083,157	834,267	(999,508)	712,380	(13,683)	(112,650)
Contract maintenance charges	(35)	(213)	(20)	(139)	(16)	(64)
Adjustments to net assets allocated to contracts in payout phase	14,296	7,415	2,501	34	607	986
Increase (decrease) in net assets resulting from contract transactions	2,024,264	400,971	(1,467,170)	498,039	(29,890)	(163,060)
Total increase (decrease) in net assets	1,154,844	1,519,669	(1,966,377)	1,789,409	(33,045)	(113,858)
NET ASSETS:						
Beginning of period	8,980,974	7,461,305	7,494,440	5,705,031	420,881	534,739
End of period	\$ 10,135,818	\$ 8,980,974	\$ 5,528,063	\$ 7,494,440	\$ 387,836	\$ 420,881
CHANGES IN UNITS OUTSTANDING:						
Units issued	526,402	233,757	135,066	214,409	84	84
Units redeemed	(358,218)	(218,832)	(275,345)	(168,961)	(3,244)	(20,259)
Net increase (decrease)	168,184	14,925	(140,279)	45,448	(3,160)	(20,175)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	DWS HEALTHCARE VIP PORTFOLIO		DWS LARGE CAP VALUE VIP PORTFOLIO		DWS SMALL CAP INDEX VIP PORTFOLIO	
	2011 (1)	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 11,377	\$ (25,149)	\$ 97,734	\$ 84,889	\$ 20,645	\$ 19,436
Net realized gain (loss)	762,916	175,351	751,621	(474,497)	118,815	(1,179,464)
Change in net unrealized appreciation (depreciation) on investments	(344,924)	49,599	(1,200,189)	1,129,302	(862,217)	3,975,951
Increase (decrease) in net assets resulting from operations	429,369	199,801	(350,834)	739,694	(722,757)	2,815,923
CONTRACT TRANSACTIONS:						
Purchase payments received	30,215	19,380	216,450	195,269	167,249	150,344
Transfers for contract benefits and terminations	(65,867)	(162,386)	(687,575)	(370,313)	(1,170,872)	(779,680)
Net transfers	(3,807,691)	(286,827)	446,531	2,295,141	(242,250)	80,759
Contract maintenance charges	(37)	(77)	(6)	(62)	(107)	(491)
Adjustments to net assets allocated to contracts in payout phase	(603)	593			13,439	10,616
Increase (decrease) in net assets resulting from contract transactions	(3,843,983)	(429,317)	(24,600)	2,120,035	(1,232,541)	(538,452)
Total increase (decrease) in net assets	(3,414,614)	(229,516)	(375,434)	2,859,729	(1,955,298)	2,277,471
NET ASSETS:						
Beginning of period	3,414,614	3,644,130	9,562,254	6,702,525	13,933,941	11,656,470
End of period	\$ 0	\$ 3,414,614	\$ 9,186,820	\$ 9,562,254	\$ 11,978,643	\$ 13,933,941
CHANGES IN UNITS OUTSTANDING:						
Units issued	57,517	127,849	417,351	407,948	257,241	191,724
Units redeemed	(339,926)	(170,678)	(443,918)	(219,386)	(334,137)	(232,676)
Net increase (decrease)	(282,409)	(42,829)	(26,567)	188,562	(76,896)	(40,952)

(1) For the period January 1, 2011 to May 11, 2011.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	DWS SMALL MID CAP GROWTH VIP PORTFOLIO		DWS STRATEGIC VALUE VIP PORTFOLIO		FEDERATED CAPITAL APPRECIATION FUND II	
	2011	2010	2011 (1)	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ (763)	\$ (4,421)	\$ 36,339	\$ 36,740	\$ (3,415)	\$ 39,065
Net realized gain (loss)	6,685	(30,824)	(42,021)	(583,648)	(353,485)	(766,428)
Change in net unrealized appreciation (depreciation) on investments	(30,225)	178,221	221,968	864,936	181,079	1,076,566
Increase (decrease) in net assets resulting from operations	(24,303)	142,976	216,286	318,028	(175,821)	349,203
CONTRACT TRANSACTIONS:						
Purchase payments received						
Transfers for contract benefits and terminations	(113,857)	(6,038)	(100,206)	(98,937)	(230,907)	(276,774)
Net transfers	(94,497)	(149,435)	(2,842,369)	(742,667)	(132,885)	(400,125)
Contract maintenance charges			(43)	(116)	(81)	(684)
Adjustments to net assets allocated to contracts in payout phase	509	(1,047)			3,628	2,177
Decrease in net assets resulting from contract transactions	(207,845)	(156,520)	(2,942,618)	(841,720)	(360,245)	(675,406)
Total decrease in net assets	(232,148)	(13,544)	(2,726,332)	(523,692)	(536,066)	(326,203)
NET ASSETS:						
Beginning of period	638,035	651,579	2,726,332	3,250,024	3,152,452	3,478,655
End of period	\$ 405,887	\$ 638,035	\$ 0	\$ 2,726,332	\$ 2,616,386	\$ 3,152,452
CHANGES IN UNITS OUTSTANDING:						
Units issued	453	4,316			191	195
Units redeemed	(22,771)	(21,105)	(295,541)	(97,976)	(23,077)	(46,735)
Net decrease	(22,318)	(16,789)	(295,541)	(97,976)	(22,886)	(46,540)

(1) For the period January 1, 2011 to May 3, 2011.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS				
	FEDERATED FUND FOR U.S. GOVERNMENT SECURITIES II		FEDERATED INTERNATIONAL EQUITY FUND II	FEDERATED MANAGED VOLATILITY FUND II	
	2011	2010	2010 (1)	2011	2010
INCREASE (DECREASE) IN NET ASSETS:					
OPERATIONS:					
Net investment income	\$ 1,626,083	\$ 2,051,458	\$ 1,060	\$ 20,685	\$ 34,971
Net realized gain (loss)	155,924	74,832	(102,995)	6,776	7,194
Change in net unrealized appreciation on investments	491,273	255,152	57,568	(1,921)	28,307
Increase (decrease) in net assets resulting from operations	2,273,280	2,381,442	(44,367)	25,540	70,472
CONTRACT TRANSACTIONS:					
Purchase payments received	185,682	293,293			
Transfers for contract benefits and terminations	(3,219,123)	(5,907,179)	(406)	(49,197)	(46,975)
Net transfers	(2,270,802)	(2,563,191)	(597,874)	(18,750)	(23,332)
Contract maintenance charges	(244)	(1,512)		(18)	(122)
Adjustments to net assets allocated to contracts in payout phase	63,886	30,012	(333)		
Decrease in net assets resulting from contract transactions	(5,240,601)	(8,148,577)	(598,613)	(67,965)	(70,429)
Total increase (decrease) in net assets	(2,967,321)	(5,767,135)	(642,980)	(42,425)	43
NET ASSETS:					
Beginning of period	50,614,179	56,381,314	642,980	681,074	681,031
End of period	\$ 47,646,858	\$ 50,614,179	\$ 0	\$ 638,649	\$ 681,074
CHANGES IN UNITS OUTSTANDING:					
Units issued	365,411	385,607	691		
Units redeemed	(708,624)	(907,549)	(61,619)	(4,427)	(5,058)
Net decrease	(343,213)	(521,942)	(60,928)	(4,427)	(5,058)

(1) For the period January 1, 2010 to March 15, 2010.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	FRANKLIN SMALL CAP VALUE SECURITIES FUND		FRANKLIN TEMPLETON FOREIGN SECURITIES FUND		INVESCO V.I. CORE EQUITY FUND	
	2011	2010	2011	2010 (1)	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ (1,211)	\$ 908	\$ 24,740	\$ (1,277)	\$ 5,289	\$ 5,814
Net realized gain	394,764	211,404	32,191	4,946	84,073	33,921
Change in net unrealized appreciation (depreciation) on investments	(562,204)	504,012	(437,197)	71,296	(117,579)	364,423
Increase (decrease) in net assets resulting from operations	(168,651)	716,324	(380,266)	74,965	(28,217)	404,158
CONTRACT TRANSACTIONS:						
Purchase payments received	78,462	19,474	359,779	93,425		
Transfers for contract benefits and terminations	(255,854)	(304,357)	(73,345)	(3,362)	(249,822)	(265,908)
Net transfers	(202,276)	910,269	1,468,474	1,195,543	(229,500)	(166,419)
Contract maintenance charges	(6)	(34)			(152)	(864)
Adjustments to net assets allocated to contracts in payout phase			1,097	3,391		
Increase (decrease) in net assets resulting from contract transactions	(379,674)	625,352	1,756,005	1,288,997	(479,474)	(433,191)
Total increase (decrease) in net assets	(548,325)	1,341,676	1,375,739	1,363,962	(507,691)	(29,033)
NET ASSETS:						
Beginning of period	3,661,628	2,319,952	1,363,962	0	5,052,697	5,081,730
End of period	\$ 3,113,303	\$ 3,661,628	\$ 2,739,701	\$ 1,363,962	\$ 4,545,006	\$ 5,052,697
CHANGES IN UNITS OUTSTANDING:						
Units issued	120,392	200,733	218,244	130,539		1
Units redeemed	(158,030)	(134,589)	(58,802)	(5,827)	(23,508)	(23,582)
Net increase (decrease)	(37,638)	66,144	159,442	124,712	(23,508)	(23,581)

(1) For the period May 13, 2010 to December 31, 2010.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	INVESCO V.I. HIGH YIELD FUND		INVESCO V.I. INTERNATIONAL GROWTH FUND		INVESCO V.I. MID CAP CORE EQUITY FUND	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 208,129	\$ 324,439	\$ 83,638	\$ 139,857	\$ (6,735)	\$ 110
Net realized gain (loss)	(125,902)	(210,722)	792,196	102,563	52,342	25,795
Change in net unrealized appreciation (depreciation) on investments	(67,525)	333,455	(1,694,409)	759,353	(193,459)	133,877
Increase (decrease) in net assets resulting from operations	14,702	447,172	(818,575)	1,001,773	(147,852)	159,782
CONTRACT TRANSACTIONS:						
Purchase payments received			124,743	72,936	26,606	45,559
Transfers for contract benefits and terminations	(476,661)	(350,004)	(1,247,421)	(349,377)	(178,669)	(13,173)
Net transfers	(92,505)	(731,194)	85,476	2,349,102	304,991	1,016,841
Contract maintenance charges	(36)	(386)	(6)	(128)		(10)
Adjustments to net assets allocated to contracts in payout phase	3,249	2,522	1,008	(772)	(1,668)	
Increase (decrease) in net assets resulting from contract transactions	(565,953)	(1,079,062)	(1,036,200)	2,071,761	151,260	1,049,217
Total increase (decrease) in net assets	(551,251)	(631,890)	(1,854,775)	3,073,534	3,408	1,208,999
NET ASSETS:						
Beginning of period	3,580,177	4,212,067	10,799,422	7,725,888	1,581,711	372,712
End of period	\$ 3,028,926	\$ 3,580,177	\$ 8,944,647	\$ 10,799,422	\$ 1,585,119	\$ 1,581,711
CHANGES IN UNITS OUTSTANDING:						
Units issued	920	2,212	330,680	507,988	56,254	103,870
Units redeemed	(31,435)	(68,761)	(432,154)	(318,614)	(47,700)	(21,957)
Net increase (decrease)	(30,515)	(66,549)	(101,474)	189,374	8,554	81,913

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	INVESCO V.I. SMALL CAP EQUITY FUND		INVESCO V.I. TECHNOLOGY FUND		INVESCO VAN KAMPEN VI COMSTOCK FUND	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ (10,890)	\$ (2,981)	\$ (13,465)	\$ (17,157)	\$ 27,793	\$ (15,183)
Net realized gain (loss)	26,036	16,913	75,878	(12,106)	246,909	(355,314)
Change in net unrealized appreciation (depreciation) on investments	(161,920)	78,781	(157,549)	421,820	(349,009)	699,008
Increase (decrease) in net assets resulting from operations	(146,774)	92,713	(95,136)	392,557	(74,307)	328,511
CONTRACT TRANSACTIONS:						
Purchase payments received	194,098	5,139			50	244,980
Transfers for contract benefits and terminations	(220,466)		(76,562)	(79,181)	(208,248)	(150,111)
Net transfers	547,556	459,530	(367,718)	(154,347)	(135,645)	55,084
Contract maintenance charges		(66)	(130)	(789)	(14)	(71)
Adjustments to net assets allocated to contracts in payout phase			1,098	385		146
Increase (decrease) in net assets resulting from contract transactions	521,188	464,603	(443,312)	(233,932)	(343,857)	150,028
Total increase (decrease) in net assets	374,414	557,316	(538,448)	158,625	(418,164)	478,539
NET ASSETS:						
Beginning of period	834,770	277,454	2,334,478	2,175,853	2,797,846	2,319,307
End of period	\$ 1,209,184	\$ 834,770	\$ 1,796,030	\$ 2,334,478	\$ 2,379,682	\$ 2,797,846
CHANGES IN UNITS OUTSTANDING:						
Units issued	126,248	45,550	2,620	7,919	50,684	123,049
Units redeemed	(101,045)	(14,661)	(144,086)	(90,966)	(82,574)	(111,300)
Net increase (decrease)	25,203	30,889	(141,466)	(83,047)	(31,890)	11,749

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	INVESCO VAN KAMPEN VI GROWTH & INCOME FUND		JANUS ASPEN BALANCED PORTFOLIO INSTITUTIONAL SHARES		JANUS ASPEN BALANCED PORTFOLIO SERVICE SHARES	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 53,564	\$ (70,833)	\$ 171,540	\$ 191,433	\$ 560,951	\$ 555,522
Net realized gain (loss)	760,041	(810,512)	486,731	40,585	2,259,912	(384,267)
Change in net unrealized appreciation (depreciation) on investments	(1,056,307)	1,929,900	(569,781)	454,617	(2,796,453)	1,843,395
Increase (decrease) in net assets resulting from operations	(242,702)	1,048,555	88,490	686,635	24,410	2,014,650
CONTRACT TRANSACTIONS:						
Purchase payments received	113,633	217,318			687,689	2,400,194
Transfers for contract benefits and terminations	(648,643)	(467,878)	(354,574)	(554,701)	(1,795,614)	(1,625,315)
Net transfers	85,825	(1,355,718)	(558,217)	(453,858)	1,838,883	5,529,336
Contract maintenance charges	(9)	(136)	(75)	(276)	(78)	(476)
Adjustments to net assets allocated to contracts in payout phase	469	919	3,666	(2,749)	(34,769)	
Increase (decrease) in net assets resulting from contract transactions	(448,725)	(1,605,495)	(909,200)	(1,011,584)	696,111	6,303,739
Total increase (decrease) in net assets	(691,427)	(556,940)	(820,710)	(324,949)	720,521	8,318,389
NET ASSETS:						
Beginning of period	10,038,983	10,595,923	9,467,966	9,792,915	32,137,172	23,818,783
End of period	\$ 9,347,556	\$ 10,038,983	\$ 8,647,256	\$ 9,467,966	\$ 32,857,693	\$ 32,137,172
CHANGES IN UNITS OUTSTANDING:						
Units issued	181,024	316,503	375		885,874	1,079,879
Units redeemed	(217,386)	(466,039)	(54,512)	(67,951)	(859,568)	(514,848)
Net increase (decrease)	(36,362)	(149,536)	(54,137)	(67,951)	26,306	565,031

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS				
	JANUS ASPEN FLEXIBLE BOND PORTFOLIO INSTITUTIONAL SHARES		JANUS ASPEN FLEXIBLE BOND PORTFOLIO SERVICE SHARES		JANUS ASPEN GROWTH & INCOME PORTFOLIO INSTITUTIONAL SHARES
	2011	2010	2011	2010	2010 (1)
INCREASE (DECREASE) IN NET ASSETS:					
OPERATIONS:					
Net investment income	\$ 1,565,766	\$ 1,405,254	\$ 2,144,523	\$ 1,587,208	\$ 23,677
Net realized gain (loss)	790,664	489,697	1,335,762	836,575	(740,373)
Change in net unrealized appreciation (depreciation) on investments	(983,358)	(29,585)	(1,617,384)	(405,294)	1,078,920
Increase in net assets resulting from operations	1,373,072	1,865,366	1,862,901	2,018,489	362,224
CONTRACT TRANSACTIONS:					
Purchase payments received			852,070	1,619,040	
Transfers for contract benefits and terminations	(2,204,553)	(1,778,613)	(2,586,107)	(1,545,689)	(64,586)
Net transfers	(1,894,559)	(2,948,906)	3,308,911	3,040,575	(8,595,380)
Contract maintenance charges	(119)	(709)	(50)	(312)	(16)
Adjustments to net assets allocated to contracts in payout phase	63,024	95,799	6,688	16,452	(327)
Increase (decrease) in net assets resulting from contract transactions	(4,036,207)	(4,632,429)	1,581,512	3,130,066	(8,660,309)
Total increase (decrease) in net assets	(2,663,135)	(2,767,063)	3,444,413	5,148,555	(8,298,085)
NET ASSETS:					
Beginning of period	25,384,611	28,151,674	33,744,534	28,595,979	8,298,085
End of period	\$ 22,721,476	\$ 25,384,611	\$ 37,188,947	\$ 33,744,534	\$ 0
CHANGES IN UNITS OUTSTANDING:					
Units issued	7,186	2,285	760,054	826,590	538
Units redeemed	(222,043)	(284,003)	(647,109)	(587,610)	(816,147)
Net increase (decrease)	(214,857)	(281,718)	112,945	238,980	(815,609)

(1) For the period January 1, 2010 to May 3, 2010.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS				
	JANUS ASPEN GROWTH & INCOME PORTFOLIO SERVICE SHARES	JANUS ASPEN JANUS PORTFOLIO		JANUS ASPEN OVERSEAS PORTFOLIO INSTITUTIONAL SHARES	
	2010	2011	2010	2011	2010
	(1)				
INCREASE (DECREASE) IN NET ASSETS:					
OPERATIONS:					
Net investment income (loss)	\$ 25,250	\$ (19,218)	\$ 18,174	\$ (44,452)	\$ (25,176)
Net realized gain (loss)	1,062,584	(27,013)	(169,145)	69,713	121,981
Change in net unrealized appreciation (depreciation) on investments	(730,390)	(388,348)	1,099,265	(4,244,158)	3,278,882
Increase (decrease) in net assets resulting from operations	357,444	(434,579)	948,294	(4,218,897)	3,375,687
CONTRACT TRANSACTIONS:					
Purchase payments received	12,463				
Transfers for contract benefits and terminations	(105,398)	(398,063)	(601,645)	(1,097,867)	(812,173)
Net transfers	(8,196,450)	(256,349)	(348,536)	(3,528,144)	(1,522,071)
Contract maintenance charges	(27)	(536)	(2,328)	(450)	(2,122)
Adjustments to net assets allocated to contracts in payout phase		7,040	6,178	(6,988)	9,011
Decrease in net assets resulting from contract transactions	(8,289,412)	(647,908)	(946,331)	(4,633,449)	(2,327,355)
Total increase (decrease) in net assets	(7,931,968)	(1,082,487)	1,963	(8,852,346)	1,048,332
NET ASSETS:					
Beginning of period	7,931,968	7,850,787	7,848,824	16,250,797	15,202,465
End of period	\$ 0	\$ 6,768,300	\$ 7,850,787	\$ 7,398,451	\$ 16,250,797
CHANGES IN UNITS OUTSTANDING:					
Units issued	54,653	1,168	369	(45)	247
Units redeemed	(1,020,735)	(37,203)	(59,687)	(163,189)	(82,262)
Net decrease	(966,082)	(36,035)	(59,318)	(163,234)	(82,015)

(1) For the period January 1, 2010 to May 12, 2010.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	JANUS ASPEN OVERSEAS PORTFOLIO SERVICE SHARES		JANUS ASPEN WORLDWIDE PORTFOLIO		JPMORGAN INSURANCE TRUST SMALL CAP CORE PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment loss	\$ (24,378)	\$ (21,647)	\$ (21,085)	\$ (20,367)	\$ (4,711)	\$ (5,961)
Net realized gain (loss)	510,405	1,536,136	237,082	268,107	(42,454)	(26,174)
Change in net unrealized appreciation (depreciation) on investments	(2,384,046)	(166,413)	(1,388,212)	919,514	(3,228)	241,035
Increase (decrease) in net assets resulting from operations	(1,898,019)	1,348,076	(1,172,215)	1,167,254	(50,393)	208,900
CONTRACT TRANSACTIONS:						
Purchase payments received	67,778	66,906				
Transfers for contract benefits and terminations	(866,304)	(205,584)	(521,652)	(725,013)	(55,468)	(23,220)
Net transfers	(1,352,008)	(734,999)	(376,598)	(849,303)	(156,418)	(57,909)
Contract maintenance charges	(106)	(724)	(457)	(2,499)		
Adjustments to net assets allocated to contracts in payout phase	(55)	2,067	12,291	10,971	1,664	1,337
Decrease in net assets resulting from contract transactions	(2,150,695)	(872,334)	(886,416)	(1,565,844)	(210,222)	(79,792)
Total increase (decrease) in net assets	(4,048,714)	475,742	(2,058,631)	(398,590)	(260,615)	129,108
NET ASSETS:						
Beginning of period	7,084,940	6,609,198	8,795,835	9,194,425	976,571	847,463
End of period	\$ 3,036,226	\$ 7,084,940	\$ 6,737,204	\$ 8,795,835	\$ 715,956	\$ 976,571
CHANGES IN UNITS OUTSTANDING:						
Units issued	127,848	322,814	2,674	631	485	52
Units redeemed	(334,280)	(411,829)	(54,508)	(107,501)	(15,348)	(6,195)
Net decrease	(206,432)	(89,015)	(51,834)	(106,870)	(14,863)	(6,143)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	LAZARD RETIREMENT EMERGING MARKETS EQUITY PORTFOLIO		LVIP BARON GROWTH OPPORTUNITIES FUND		MFS INTERNATIONAL VALUE FUND	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 145,988	\$ 80,304	\$ (139,337)	\$ (122,336)	\$ 35,621	\$ 5,559
Net realized gain (loss)	411,962	740,431	315,356	(600,573)	197,236	16,947
Change in net unrealized appreciation (depreciation) on investments	(3,257,142)	997,210	298,012	4,376,137	(532,616)	549,891
Increase (decrease) in net assets resulting from operations	(2,699,192)	1,817,945	474,031	3,653,228	(299,759)	572,397
CONTRACT TRANSACTIONS:						
Purchase payments received	235,414	625,089	486,851	200,884	290,357	416,336
Transfers for contract benefits and terminations	(701,341)	(506,803)	(1,082,511)	(943,141)	(659,576)	(154,186)
Net transfers	(314,296)	7,459,756	(1,260,024)	(481,162)	1,635,505	5,154,815
Contract maintenance charges	(57)	(230)	(316)	(993)	(4)	(27)
Adjustments to net assets allocated to contracts in payout phase		2,067	7,137	1,111	(1,310)	1,310
Increase (decrease) in net assets resulting from contract transactions	(780,280)	7,579,879	(1,848,863)	(1,223,301)	1,264,972	5,418,248
Total increase (decrease) in net assets	(3,479,472)	9,397,824	(1,374,832)	2,429,927	965,213	5,990,645
NET ASSETS:						
Beginning of period	14,398,875	5,001,051	18,365,448	15,935,521	7,611,511	1,620,866
End of period	\$ 10,919,403	\$ 14,398,875	\$ 16,990,616	\$ 18,365,448	\$ 8,576,724	\$ 7,611,511
CHANGES IN UNITS OUTSTANDING:						
Units issued	345,071	817,688	176,869	146,588	289,279	480,810
Units redeemed	(400,500)	(351,736)	(273,796)	(231,085)	(205,450)	(67,190)
Net increase (decrease)	(55,429)	465,952	(96,927)	(84,497)	83,829	413,620

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	MFS UTILITIES FUND		NEUBERGER BERMAN AMT REGENCY PORTFOLIO		NVIT MID CAP INDEX FUND	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 86,831	\$ 50,214	\$ (1,093)	\$ (1,275)	\$ (8,066)	\$ 22,421
Net realized gain (loss)	191,627	313,441	37,637	25,918	(41,451)	(313,068)
Change in net unrealized appreciation on investments	(143,237)	(55,103)	(58,289)	46,212	(281,051)	2,272,364
Increase (decrease) in net assets resulting from operations	135,221	308,552	(21,745)	70,855	(330,568)	1,981,717
CONTRACT TRANSACTIONS:						
Purchase payments received	56,483	71,625			168,243	124,613
Transfers for contract benefits and terminations	(214,642)	(1,523,299)	(51,315)	(10,611)	(984,690)	(580,823)
Net transfers	2,002,690	266,723	(26,352)	(76,947)	357,425	(228,676)
Contract maintenance charges	(1)	(69)			(56)	(196)
Adjustments to net assets allocated to contracts in payout phase	508				8,156	9,345
Increase (decrease) in net assets resulting from contract transactions	1,845,038	(1,185,020)	(77,667)	(87,558)	(450,922)	(675,737)
Total increase (decrease) in net assets	1,980,259	(876,468)	(99,412)	(16,703)	(781,490)	1,305,980
NET ASSETS:						
Beginning of period	2,875,283	3,751,751	312,058	328,761	9,789,265	8,483,285
End of period	\$ 4,855,542	\$ 2,875,283	\$ 212,646	\$ 312,058	\$ 9,007,775	\$ 9,789,265
CHANGES IN UNITS OUTSTANDING:						
Units issued	344,884	185,066			96,832	95,829
Units redeemed	(162,460)	(329,351)	(8,073)	(9,723)	(122,780)	(140,369)
Net increase (decrease)	182,424	(144,285)	(8,073)	(9,723)	(25,948)	(44,540)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	OPPENHEIMER GLOBAL SECURITIES FUND/VA		OPPENHEIMER INTERNATIONAL GROWTH FUND/VA		PIMCO VIT HIGH YIELD PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income	\$ 145,130	\$ 184,771	\$ 27,370	\$ 47,811	\$ 1,941,350	\$ 1,962,800
Net realized gain (loss)	(1,238,816)	(1,545,051)	54,887	(738,862)	1,813,254	3,631,773
Change in net unrealized appreciation (depreciation) on investments	(1,400,093)	4,887,209	(837,516)	1,712,872	(3,004,261)	(1,816,083)
Increase (decrease) in net assets resulting from operations	(2,493,779)	3,526,929	(755,259)	1,021,821	750,343	3,778,490
CONTRACT TRANSACTIONS:						
Purchase payments received	239,859	175,999	249,706	156,788	427,976	1,143,236
Transfers for contract benefits and terminations	(1,527,106)	(1,679,214)	(376,814)	(652,060)	(2,934,595)	(2,126,176)
Net transfers	(235,185)	(1,105,798)	520,680	(757,169)	1,410,917	(773,681)
Contract maintenance charges	(176)	(1,088)			(64)	(215)
Adjustments to net assets allocated to contracts in payout phase	26,822	16,996		(353)	7,107	4,306
Increase (decrease) in net assets resulting from contract transactions	(1,495,786)	(2,593,105)	393,572	(1,252,794)	(1,088,659)	(1,752,530)
Total increase (decrease) in net assets	(3,989,565)	933,824	(361,687)	(230,973)	(338,316)	2,025,960
NET ASSETS:						
Beginning of period	27,312,344	26,378,520	8,822,112	9,053,085	31,275,067	29,249,107
End of period	\$ 23,322,779	\$ 27,312,344	\$ 8,460,425	\$ 8,822,112	\$ 30,936,751	\$ 31,275,067
CHANGES IN UNITS OUTSTANDING:						
Units issued	279,714	220,627	202,157	159,862	1,233,667	1,091,410
Units redeemed	(368,495)	(388,698)	(179,199)	(255,677)	(1,303,058)	(1,198,381)
Net increase (decrease)	(88,781)	(168,071)	22,958	(95,815)	(69,391)	(106,971)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	PIMCO VIT LOW DURATION PORTFOLIO		PIMCO VIT TOTAL RETURN PORTFOLIO		PIONEER EMERGING MARKETS VCT PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 702,075	\$ 606,826	\$ 2,634,887	\$ 2,348,273	\$ (11,067)	\$ (12,087)
Net realized gain	461,430	840,405	3,554,589	7,043,435	81,689	632,069
Change in net unrealized appreciation (depreciation) on investments	(954,203)	1,549,077	(2,310,967)	100,171	(480,572)	(446,780)
Increase (decrease) in net assets resulting from operations	209,302	2,996,308	3,878,509	9,491,879	(409,950)	173,202
CONTRACT TRANSACTIONS:						
Purchase payments received	1,724,655	2,179,727	1,581,743	5,499,092	101	17,981
Transfers for contract benefits and terminations	(6,958,187)	(5,363,281)	(11,813,535)	(9,043,478)	(83,176)	(175,569)
Net transfers	8,814,517	9,269,798	2,430,277	12,163,510	(730,678)	(2,111,878)
Contract maintenance charges	(132)	(792)	(245)	(1,219)		
Adjustments to net assets allocated to contracts in payout phase	87,060	38,752	47,050	31,791		
Increase (decrease) in net assets resulting from contract transactions	3,667,913	6,124,204	(7,754,710)	8,649,696	(813,753)	(2,269,466)
Total increase (decrease) in net assets	3,877,215	9,120,512	(3,876,201)	18,141,575	(1,223,703)	(2,096,264)
NET ASSETS:						
Beginning of period	70,424,028	61,303,516	141,745,940	123,604,365	2,217,221	4,313,485
End of period	\$ 74,301,243	\$ 70,424,028	\$ 137,869,739	\$ 141,745,940	\$ 993,518	\$ 2,217,221
CHANGES IN UNITS OUTSTANDING:						
Units issued	1,645,868	2,038,363	1,520,193	2,950,555	15	107,054
Units redeemed	(1,377,922)	(1,551,404)	(2,066,054)	(2,326,650)	(103,384)	(418,779)
Net increase (decrease)	267,946	486,959	(545,861)	623,905	(103,369)	(311,725)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	PIONEER FUND VCT PORTFOLIO		PIONEER GROWTH OPPORTUNITIES VCT PORTFOLIO		PIONEER MID CAP VALUE VCT PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 32,353	\$ 25,212	\$ (39,032)	\$ (39,104)	\$ (2,230)	\$ 2,556
Net realized gain (loss)	198,355	(120,823)	20,258	(236,388)	286,688	24,465
Change in net unrealized appreciation on investments	(459,192)	702,510	(122,792)	1,090,003	(401,123)	328,560
Increase (decrease) in net assets resulting from operations	(228,484)	606,899	(141,566)	814,511	(116,665)	355,581
CONTRACT TRANSACTIONS:						
Purchase payments received	30,601	111,703	52,147	30,289	101,616	145,718
Transfers for contract benefits and terminations	(548,644)	(301,446)	(257,153)	(392,391)	(150,802)	(32,849)
Net transfers	3,470	(197,625)	(310,090)	(365,000)	(400,424)	(268,400)
Contract maintenance charges	(47)	(468)	(58)	(525)	(17)	(26)
Adjustments to net assets allocated to contracts in payout phase			1,512	1,955	1,320	1,443
Decrease in net assets resulting from contract transactions	(514,620)	(387,836)	(513,642)	(725,672)	(448,307)	(154,114)
Total increase (decrease) in net assets	(743,104)	219,063	(655,208)	88,839	(564,972)	201,467
NET ASSETS:						
Beginning of period	4,486,865	4,267,802	4,909,427	4,820,588	2,345,648	2,144,181
End of period	\$ 3,743,761	\$ 4,486,865	\$ 4,254,219	\$ 4,909,427	\$ 1,780,676	\$ 2,345,648
CHANGES IN UNITS OUTSTANDING:						
Units issued	33,376	48,587	48,704	99,014	40,678	54,390
Units redeemed	(76,018)	(79,411)	(86,757)	(150,399)	(82,271)	(69,675)
Net decrease	(42,642)	(30,824)	(38,053)	(51,385)	(41,593)	(15,285)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	PRUDENTIAL SERIES FUND EQUITY PORTFOLIO		PRUDENTIAL SERIES FUND NATURAL RESOURCES PORTFOLIO		PUTNAM VT AMERICAN GOVERNMENT INCOME IB PORTFOLIO	
	2011	2010	2011	2010	2011	2010 (1)
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ (11,256)	\$ (6,321)	\$ (25,827)	\$ (13,741)	\$ 36,910	\$ (2,959)
Net realized gain (loss)	9,612	(9,066)	196,054	248,992	55,666	8,092
Change in net unrealized appreciation (depreciation) on investments	(120,503)	178,685	(1,134,615)	505,628	(459)	(10,047)
Increase (decrease) in net assets resulting from operations	(122,147)	163,298	(964,388)	740,879	92,117	(4,914)
CONTRACT TRANSACTIONS:						
Purchase payments received	41,163	19,560	174,006	58,434	116,409	88,666
Transfers for contract benefits and terminations	(272,964)	(39,503)	(163,203)	(144,259)	(150,921)	
Net transfers	408,358	1,152,183	(1,765,222)	3,369,963	2,419,092	1,010,088
Contract maintenance charges	(4)	(53)				(4)
Adjustments to net assets allocated to contracts in payout phase	(372)					
Increase (decrease) in net assets resulting from contract transactions	176,181	1,132,187	(1,754,419)	3,284,138	2,384,580	1,098,750
Total increase (decrease) in net assets	54,034	1,295,485	(2,718,807)	4,025,017	2,476,697	1,093,836
NET ASSETS:						
Beginning of period	1,647,966	352,481	5,263,944	1,238,927	1,093,836	0
End of period	\$ 1,702,000	\$ 1,647,966	\$ 2,545,137	\$ 5,263,944	\$ 3,570,533	\$ 1,093,836
CHANGES IN UNITS OUTSTANDING:						
Units issued	39,792	100,922	242,529	345,643	527,386	193,238
Units redeemed	(32,084)	(13,058)	(357,122)	(142,788)	(305,152)	(86,429)
Net increase (decrease)	7,708	87,864	(114,593)	202,855	222,234	106,809

(1) For the period May 3, 2010 to December 31, 2010.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS				
	PUTNAM VT EQUITY INCOME IB PORTFOLIO		PUTNAM VT GLOBAL HEALTHCARE IB PORTFOLIO	ROYCE SMALL-CAP PORTFOLIO	
	2011	2010 (1)	2011 (2)	2011	2010
INCREASE (DECREASE) IN NET ASSETS:					
OPERATIONS:					
Net investment income (loss)	\$ 14,610	\$ (799)	\$ (4,664)	\$ (25,200)	\$ (18,112)
Net realized gain (loss)	(32,775)	652	(40,722)	213,110	107,110
Change in net unrealized appreciation (depreciation) on investments	(93,613)	40,112	(96,458)	(464,399)	504,352
Increase (decrease) in net assets resulting from operations	(111,778)	39,965	(141,844)	(276,489)	593,350
CONTRACT TRANSACTIONS:					
Purchase payments received	103,206	47,291	225	113,771	370,833
Transfers for contract benefits and terminations	(469,979)	(6,152)	(12,792)	(348,441)	(49,553)
Net transfers	1,648,255	802,993	1,159,203	1,103,338	2,823,192
Contract maintenance charges	(10)			(13)	(73)
Adjustments to net assets allocated to contracts in payout phase			331		
Increase in net assets resulting from contract transactions	1,281,472	844,132	1,146,967	868,655	3,144,399
Total increase in net assets	1,169,694	884,097	1,005,123	592,166	3,737,749
NET ASSETS:					
Beginning of period	884,097	0	0	5,140,400	1,402,651
End of period	\$ 2,053,791	\$ 884,097	\$ 1,005,123	\$ 5,732,566	\$ 5,140,400
CHANGES IN UNITS OUTSTANDING:					
Units issued	365,063	84,746	150,091	138,640	282,269
Units redeemed	(257,147)	(1,418)	(33,213)	(84,500)	(60,736)
Net increase	107,916	83,328	116,878	54,140	221,533

(1) For the period June 7, 2010 to December 31, 2010.

(2) For the period May 6, 2011 to December 31, 2011.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	SCHWAB MARKETTRACK GROWTH PORTFOLIO II		SCHWAB MONEY MARKET PORTFOLIO		SCHWAB S&P 500 INDEX PORTFOLIO	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 277,779	\$ 423,871	\$ (911,779)	\$ (1,008,706)	\$ 1,193,268	\$ 1,338,124
Net realized gain (loss)	(669,113)	(777,449)		50,090	(381,697)	(1,416,453)
Change in net unrealized appreciation (depreciation) on investments	(172,150)	3,441,301			18,791	14,186,586
Increase (decrease) in net assets resulting from operations	(563,484)	3,087,723	(911,779)	(958,616)	830,362	14,108,257
CONTRACT TRANSACTIONS:						
Purchase payments received	447,654	586,567	37,179,061	54,204,252	1,423,167	1,815,694
Transfers for contract benefits and terminations	(1,423,438)	(1,152,148)	(30,778,251)	(35,462,275)	(6,731,704)	(7,623,957)
Net transfers	144,589	800,730	(11,816,489)	(28,827,679)	3,498,894	(2,510,396)
Contract maintenance charges	(297)	(1,489)	(15,847)	(18,884)	(2,125)	(9,656)
Adjustments to net assets allocated to contracts in payout phase	21,767	20,733	(25,839)	14,511	20,765	39,738
Increase (decrease) in net assets resulting from contract transactions	(809,725)	254,393	(5,457,365)	(10,090,075)	(1,791,003)	(8,288,577)
Total increase (decrease) in net assets	(1,373,209)	3,342,116	(6,369,144)	(11,048,691)	(960,641)	5,819,680
NET ASSETS:						
Beginning of period	28,634,090	25,291,974	127,283,184	138,331,875	116,969,888	111,150,208
End of period	\$ 27,260,881	\$ 28,634,090	\$ 120,914,040	\$ 127,283,184	\$ 116,009,247	\$ 116,969,888
CHANGES IN UNITS OUTSTANDING:						
Units issued	203,920	286,950	9,440,543	10,453,918	1,514,759	1,529,188
Units redeemed	(241,910)	(275,461)	(9,954,599)	(11,293,660)	(1,555,471)	(2,166,974)
Net increase (decrease)	(37,990)	11,489	(514,056)	(839,742)	(40,712)	(637,786)

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	SELIGMAN COMMUNICATIONS & INFORMATION PORTFOLIO		SENTINEL VARIABLE PRODUCTS BOND FUND		SENTINEL VARIABLE PRODUCTS COMMON STOCK FUND	
	2011 (1)	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ (7,775)	\$ (36,310)	\$ 63,029	\$ 72,968	\$ 34,524	\$ 26,731
Net realized gain (loss)	789,241	751,922	(103,608)	107,102	116,811	17,971
Change in net unrealized appreciation (depreciation) on investments	(696,370)	(222,427)	153,655	(114,258)	(125,911)	240,055
Increase in net assets resulting from operations	85,096	493,185	113,076	65,812	25,424	284,757
CONTRACT TRANSACTIONS:						
Purchase payments received	8,050	34,938	19,990	107,351	69,005	78,841
Transfers for contract benefits and terminations	(93,267)	(198,489)	(34,876)	(77,850)	(119,166)	(36,268)
Net transfers	(4,689,410)	(321,995)	(117,737)	1,409,157	858,431	2,184,735
Contract maintenance charges		(99)		(3)	(7)	(10)
Adjustments to net assets allocated to contracts in payout phase						
Increase (decrease) in net assets resulting from contract transactions	(4,774,627)	(485,645)	(132,623)	1,438,655	808,263	2,227,298
Total increase (decrease) in net assets	(4,689,531)	7,540	(19,547)	1,504,467	833,687	2,512,055
NET ASSETS:						
Beginning of period	4,689,531	4,681,991	2,327,670	823,203	3,120,413	608,358
End of period	\$ 0	\$ 4,689,531	\$ 2,308,123	\$ 2,327,670	\$ 3,954,100	\$ 3,120,413
CHANGES IN UNITS OUTSTANDING:						
Units issued	82,392	266,507	187,433	258,261	104,429	179,554
Units redeemed	(436,575)	(316,964)	(201,429)	(129,664)	(50,704)	(12,874)
Net increase (decrease)	(354,183)	(50,457)	(13,996)	128,597	53,725	166,680

(1) For the period January 1, 2011 to March 15, 2011.

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	SENTINEL VARIABLE PRODUCTS SMALL COMPANY FUND		THIRD AVENUE VALUE PORTFOLIO		TOUCHSTONE MID CAP GROWTH FUND	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ (10,178)	\$ (2,294)	\$ 62,652	\$ 255,363	\$ (10,427)	\$ (5,617)
Net realized gain (loss)	133,870	11,885	(1,084,136)	(1,806,306)	136,935	19,450
Change in net unrealized appreciation (depreciation) on investments	(145,201)	78,679	(430,834)	2,528,408	(431,432)	246,730
Increase (decrease) in net assets resulting from operations	(21,509)	88,270	(1,452,318)	977,465	(304,924)	260,563
CONTRACT TRANSACTIONS:						
Purchase payments received	69,412	81,492			81,253	113,176
Transfers for contract benefits and terminations	(62,964)	(15,861)	(573,713)	(322,637)	(325,553)	(19,848)
Net transfers	717,027	504,519	(1,839,614)	(1,523,217)	122,721	1,093,021
Contract maintenance charges			(88)	(257)	(4)	(18)
Adjustments to net assets allocated to contracts in payout phase					1,057	3,370
Increase (decrease) in net assets resulting from contract transactions	723,475	570,150	(2,413,415)	(1,846,111)	(120,526)	1,189,701
Total increase (decrease) in net assets	701,966	658,420	(3,865,733)	(868,646)	(425,450)	1,450,264
NET ASSETS:						
Beginning of period	842,142	183,722	8,429,358	9,298,004	2,180,430	730,166
End of period	\$ 1,544,108	\$ 842,142	\$ 4,563,625	\$ 8,429,358	\$ 1,754,980	\$ 2,180,430
CHANGES IN UNITS OUTSTANDING:						
Units issued	95,544	49,027	1,430		51,721	110,949
Units redeemed	(52,569)	(9,305)	(291,781)	(235,444)	(63,546)	(30,067)
Net increase (decrease)	42,975	39,722	(290,351)	(235,444)	(11,825)	80,882

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	UNIVERSAL INSTITUTIONAL FUND U.S. REAL ESTATE PORTFOLIO		VAN ECK VIP GLOBAL BOND FUND		VAN ECK VIP GLOBAL HARD ASSETS FUND	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ 1,644	\$ 108,950	\$ 547,334	\$ 77,420	\$ 12,888	\$ (12,421)
Net realized gain (loss)	161,811	(2,418,764)	146,681	22,185	433,048	308,456
Change in net unrealized appreciation (depreciation) on investments	206,969	4,248,133	(64,065)	148,326	(1,673,946)	529,007
Increase (decrease) in net assets resulting from operations	370,424	1,938,319	629,950	247,931	(1,228,010)	825,042
CONTRACT TRANSACTIONS:						
Purchase payments received	12,313	4,244	241,177	164,768	137,076	113,113
Transfers for contract benefits and terminations	(466,543)	(294,762)	(1,135,440)	(79,656)	(239,027)	(91,349)
Net transfers	(407,748)	112,935	3,998,036	4,030,652	363,757	2,812,883
Contract maintenance charges	(113)	(788)	(12)	(18)		
Adjustments to net assets allocated to contracts in payout phase	507	(1,355)	28,392	4,372		
Increase (decrease) in net assets resulting from contract transactions	(861,584)	(179,726)	3,132,153	4,120,118	261,806	2,834,647
Total increase (decrease) in net assets	(491,160)	1,758,593	3,762,103	4,368,049	(966,204)	3,659,689
NET ASSETS:						
Beginning of period	8,760,572	7,001,979	7,338,525	2,970,476	5,621,553	1,961,864
End of period	\$ 8,269,412	\$ 8,760,572	\$ 11,100,628	\$ 7,338,525	\$ 4,655,349	\$ 5,621,553
CHANGES IN UNITS OUTSTANDING:						
Units issued	62,940	91,257	568,006	547,456	366,328	398,130
Units redeemed	(94,223)	(100,128)	(301,430)	(180,634)	(366,011)	(217,626)
Net increase (decrease)	(31,283)	(8,871)	266,576	366,822	317	180,504

The accompanying notes are an integral part of these financial statements.

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

STATEMENT OF CHANGES IN NET ASSETS
YEARS ENDED DECEMBER 31, 2011 AND 2010

	INVESTMENT DIVISIONS					
	WELLS FARGO ADVANTAGE VT DISCOVERY FUND		WELLS FARGO ADVANTAGE VT OPPORTUNITY FUND		WELLS FARGO ADVANTAGE VT SMALL CAP VALUE FUND	
	2011	2010	2011	2010	2011	2010
INCREASE (DECREASE) IN NET ASSETS:						
OPERATIONS:						
Net investment income (loss)	\$ (36,367)	\$ (25,958)	\$ (34,518)	\$ 1,364	\$ (4,840)	\$ 18,294
Net realized gain (loss)	187,002	(95,432)	363,457	(271,739)	(210,081)	(166,936)
Change in net unrealized appreciation (depreciation) on investments	(221,036)	1,227,618	(676,422)	1,376,440	(20,007)	588,230
Increase (decrease) in net assets resulting from operations	(70,401)	1,106,228	(347,483)	1,106,065	(234,928)	439,588
CONTRACT TRANSACTIONS:						
Purchase payments received	170,565	35,373	41,923	32,390		
Transfers for contract benefits and terminations	(239,179)	(165,974)	(192,454)	(254,141)	(174,684)	(273,050)
Net transfers	(71,222)	606,501	(293,307)	89,719	(306,118)	(77,676)
Contract maintenance charges			(5)	(88)	(104)	(377)
Adjustments to net assets allocated to contracts in payout phase	6,174	(744)	42,091	38,318	4,570	5,519
Increase (decrease) in net assets resulting from contract transactions	(133,662)	475,156	(401,752)	(93,802)	(476,336)	(345,584)
Total increase (decrease) in net assets	(204,063)	1,581,384	(749,235)	1,012,263	(711,264)	94,004
NET ASSETS:						
Beginning of period	4,788,571	3,207,187	6,029,331	5,017,068	3,056,863	2,962,859
End of period	\$ 4,584,508	\$ 4,788,571	\$ 5,280,096	\$ 6,029,331	\$ 2,345,599	\$ 3,056,863
CHANGES IN UNITS OUTSTANDING:						
Units issued	115,154	117,111	105,506	123,845	(457)	782
Units redeemed	(120,357)	(92,042)	(128,962)	(132,996)	(33,368)	(25,819)
Net increase (decrease)	(5,203)	25,069	(23,456)	(9,151)	(33,825)	(25,037)

The accompanying notes are an integral part of these financial statements.

(Concluded)

VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS
FOR THE FISCAL YEAR ENDED DECEMBER 31, 2011

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

The Variable Annuity-1 Series Account (the Series Account), a separate account of Great-West Life & Annuity Insurance Company (the Company), is registered as a unit investment trust under the Investment Company Act of 1940, as amended, and exists in accordance with regulations of the Colorado Division of Insurance. The Series Account is a funding vehicle for both group and individual variable annuity contracts. The Series Account consists of numerous investment divisions (Investment Divisions), each being treated as an individual accounting entity for financial reporting purposes, and each investing all of its investible assets in the named underlying mutual fund.

Under applicable insurance law, the assets and liabilities of each of the Investment Divisions of the Series Account are clearly identified and distinguished from the Company's other assets and liabilities. The portion of the Series Account's assets applicable to the reserves and other contract liabilities with respect to the Series Account is not chargeable with liabilities arising out of any other business the Company may conduct.

The preparation of financial statements and financial highlights of each of the Investment Divisions in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and financial highlights and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Security Valuation

Mutual fund investments held by the Investment Divisions are valued at the reported net asset values of such underlying mutual funds, which value their investment securities at fair value.

The Series Account classifies its valuations into three levels based upon the transparency of inputs to the valuation of the Series Account's investments. The valuation levels are not necessarily an indication of the risk or liquidity associated with the underlying investment. The three levels are defined as follows:

Level 1 – Valuations based on unadjusted quoted prices for identical securities in active markets.

Level 2 – Valuations based on either directly or indirectly observable inputs. These may include quoted prices for similar assets in active markets.

Level 3 – Valuations based on inputs that are unobservable and significant to the fair value measurement and may include prices obtained from single broker quotes. Unobservable inputs reflect the reporting entity's own assumptions and would be based on the best information available under the circumstances.

As of December 31, 2011, the only investments of each of the Investment Divisions of the Series Account were in underlying registered investment companies that are actively traded, therefore 100% of the investments are valued using Level 1 inputs. The Series Account recognizes transfers between the levels as of the beginning of the quarter in which the transfer occurred. There were no transfers between Levels 1 and 2 during the year.

Risk Factors

Investing in the Series Account may involve certain risks including, but not limited to, those described below.

Unforeseen developments in market conditions may result in the decline of prices of, and the income generated by, the securities held by the Investment Divisions. These events may have adverse effects on the Investment Divisions such as a decline in the value and liquidity of many securities held by the Investment Divisions, and a decrease in net asset value.

The Investment Divisions investing in stocks may involve larger price fluctuation and greater potential for loss than other types of investments. This may cause the Investment Divisions to be subject to larger short-term declines in value.

The Investment Divisions may have elements of risk due to concentrated investments in foreign issuers located in a specific country. Such concentrations may subject the Investment Divisions to additional risks resulting from future political or economic conditions and/or possible impositions of adverse foreign governmental laws or currency exchange restrictions. Investments in securities of non-U.S. issuers have unique risks not present in securities of U.S. issuers, such as greater price volatility and less liquidity.

The Series Account may have Investment Divisions that primarily invest in bonds. Fixed income securities are subject to credit risk, which is the possibility that a security could have its credit rating downgraded or that the issuer of the security could fail to make timely payments or default on payments of interest or principal. Additionally, fixed income securities are subject to interest rate risk, meaning the decline in the price of debt securities that accompanies a rise in interest rates. Bonds with longer maturities are subject to greater price fluctuations than bonds with shorter maturities.

The Investment Divisions may be invested in bonds which are rated below investment grade. These high yield bonds may be more susceptible than higher grade bonds to real or perceived adverse economic or industry conditions. The secondary market, on which high yield bonds are traded, may also be less liquid than the market for higher grade bonds.

The Investment Divisions may invest in securities of governmental agencies. Investments in securities of governmental agencies may only be guaranteed by the respective agency's limited authority to borrow from the U.S. Government and may not be guaranteed by the full faith and credit of the U.S. Government.

Security Transactions and Investment Income

Transactions are recorded on the trade date. Realized gains and losses on sales of investments are determined on the basis of identified cost. Dividend income is recorded on the ex-dividend date and the amounts distributed to the Investment Division for its share of dividends are reinvested in additional full and fractional shares of the related mutual funds.

Contracts in the Payout Phase

Net assets of each Investment Division allocated to contracts in the payout phase are computed according to the 2000 Individual Annuitant Mortality Table. The assumed investment return is 5 percent. The mortality risk is fully borne by the Company and may result in additional amounts being transferred into the variable annuity account by the Company to cover greater longevity of annuitants than expected. Conversely, if amounts allocated exceed amounts required, transfers may be made to the Company. Any adjustments to these amounts are reflected in Adjustments to net assets allocated to contracts in payout phase on the Statement of Changes in Net Assets of the applicable Investment Divisions.

Federal Income Taxes

The operations of each of the Investment Divisions of the Series Account are included in the federal income tax return of the Company, which is taxed as a life insurance company under the provisions of the Internal Revenue Code (IRC). The Company is included in the consolidated federal tax return of Great-West Lifeco U.S. Inc. Under the current provisions of the IRC, the Company does not expect to incur federal income taxes on the earnings of each of the Investment Divisions of the Series Account to the extent the earnings are credited under the contracts. Based on this, no charge is being made currently to the Series Account for federal income taxes. The Company will periodically review the status of the federal income tax policy in the event of changes in the tax law. A charge may be made in future years for any federal income taxes that would be attributable to the contracts.

Purchase Payments Received

Purchase payments received from contract owners by the Company are credited as accumulation units, and are reported as Contract Transactions on the Statement of Changes in Net Assets of the applicable Investment Divisions.

Net Transfers

Net transfers include transfers between Investment Divisions of the Series Account as well as transfers between other investment options of the Company, not included in the Series Account.

Application of Recent Accounting Pronouncements

In January 2010, the FASB issued ASU No. 2010-06 "Fair Value Measurements and Disclosures: Improving Disclosures about Fair Value Measurements" (ASU No. 2010-06). ASU No. 2010-06 provides for disclosure of significant transfers in and out of the fair value hierarchy Levels 1 and 2, and the reasons for these transfers. In addition, ASU No. 2010-06 provides for separate disclosure about purchases, sales, issuances and settlements in the Level 3 hierarchy roll forward activity. ASU No. 2010-06 is effective for interim and annual periods beginning after December 31, 2009 except for the provisions relating to purchases, sales, issuances and settlements of Level 3 investments, which are effective for fiscal years beginning after December 15, 2010. The Series Account adopted the disclosure provisions of ASU 2010-06 for its fiscal year beginning January 1, 2010 and adopted the Level 3 purchase, sales, issuances and settlement provisions for its fiscal year beginning January 1, 2011. The adoption of ASC No. 2010-06 did not have an impact on the Series Account's financial position or the results of its operations.

In May 2011, the FASB issued ASU No. 2011-04 "Fair Value Measurement (Topic 820): Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and IFRSs" (ASU No. 2011-04). ASU No. 2011-04 does not extend the use of the existing concept or guidance regarding fair value. It results in common fair value measurements and disclosures between accounting principles generally accepted in the United States and those of International Financial Reporting Standards. ASU No. 2011-04 expands disclosure requirements for Level 3 inputs to include a quantitative description of the unobservable inputs used, a description of the valuation process used and a qualitative description about the sensitivity of the fair value measurements. ASU No. 2011-04 is effective for interim or annual periods beginning on or after December 15, 2011. The Series Account will adopt ASU No. 2011-04 for its fiscal year beginning January 1, 2012. At this time, the Series Account is evaluating the impact, if any, of ASU No. 2011-04 on financial statements and related disclosures.

2. PURCHASES AND SALES OF INVESTMENTS

The cost of purchases and proceeds from sales of investments for the year ended December 31, 2011 were as follows:

Investment Division	Purchases	Sales
Alger Balanced Portfolio	\$ 31,382	\$ 111,868
Alger Large Cap Growth Portfolio	2,251,697	4,390,886
Alger Mid Cap Growth Portfolio	1,587,189	3,876,664
AllianceBernstein VPS Growth & Income Portfolio	85,180	1,412,877
AllianceBernstein VPS Growth Portfolio	-	651,069
AllianceBernstein VPS International Growth Portfolio	3,682,883	7,758,255
AllianceBernstein VPS International Value Portfolio	266,981	2,787,618
AllianceBernstein VPS Real Estate Investment Portfolio	3,941,087	2,937,123
AllianceBernstein VPS Small/Midcap Value Portfolio	1,402,579	2,683,321
American Century VP Balanced Fund	2,771,921	1,494,663
American Century VP Income & Growth Fund	54,700	756,937
American Century VP International Fund	88,348	1,264,129
American Century VP Mid Cap Value Fund	1,203,739	334,764
American Century VP Value Fund	2,511,440	3,245,230
Columbia Variable Portfolio - Marsico 21st Century Fund	892,283	957,670
Columbia Variable Portfolio - Seligman Global Technology Fund	6,521,274	2,000,783
Columbia Variable Portfolio - Small Cap Value Fund	585,556	677,060
Delaware VIP Small Cap Value Series	2,616,586	4,619,731
Delaware VIP Smid Cap Growth Series	6,506,489	5,610,725
Dreyfus IP Midcap Stock Portfolio	7,555	472,552
Dreyfus VIF Appreciation Portfolio	3,821,963	2,653,377
Dreyfus VIF Growth & Income Portfolio	588,132	550,674
Dreyfus VIF Opportunistic Small Cap Portfolio	2,558	78,257
DWS Blue Chip VIP Portfolio	4,569,842	1,890,207
DWS Capital Growth VIP Portfolio	6,058,405	4,058,022
DWS Dreman Small Mid Cap Value VIP Portfolio	1,455,972	2,901,726
DWS Growth & Income VIP Portfolio	5,309	34,014
DWS Healthcare VIP Portfolio	1,892,941	4,527,987
DWS Large Cap Value VIP Portfolio	5,039,012	4,965,904
DWS Small Cap Index VIP Portfolio	4,108,017	5,333,485
DWS Small Mid Cap Growth VIP Portfolio	3,297	212,427
DWS Strategic Value VIP Portfolio	43,115	2,949,564
Federated Capital Appreciation Fund II	21,072	388,397
Federated Fund for U.S. Government Securities II	6,916,872	10,595,453
Federated Managed Volatility Fund II	26,326	73,607
Franklin Small Cap Value Securities Fund	1,259,791	1,640,704
Franklin Templeton Foreign Securities Fund	2,380,762	601,029
Invesco V.I. Core Equity Fund	46,480	520,700
Invesco V.I. High Yield Fund	235,585	596,696
Invesco V.I. International Growth Fund	3,675,043	4,628,735
Invesco V.I. Mid Cap Core Equity Fund	759,655	613,464
Invesco V.I. Small Cap Equity Fund	2,034,641	1,524,323
Invesco V.I. Technology Fund	3,622	461,535
Invesco Van Kampen VI Comstock Fund	611,017	927,109
Invesco Van Kampen VI Growth & Income Fund	2,159,365	2,555,033

Investment Division	Purchases	Sales
Janus Aspen Balanced Portfolio Institutional Shares	697,601	980,680
Janus Aspen Balanced Portfolio Service Shares	12,462,102	9,500,469
Janus Aspen Flexible Bond Portfolio Institutional Shares	2,234,436	4,284,762
Janus Aspen Flexible Bond Portfolio Service Shares	12,555,502	8,172,024
Janus Aspen Janus Portfolio	43,097	717,341
Janus Aspen Overseas Portfolio Institutional Shares	173,285	4,727,688
Janus Aspen Overseas Portfolio Service Shares	1,483,675	3,603,941
Janus Aspen Worldwide Portfolio	45,937	965,871
JPMorgan Insurance Trust Small Cap Core Portfolio	1,133	217,745
Lazard Retirement Emerging Markets Equity Series Portfolio	5,457,139	6,091,638
LVIP Baron Growth Opportunities Fund	3,298,615	5,294,028
MFS International Value Fund	4,108,504	2,806,557
MFS Utilities Fund	3,462,867	1,531,402
Neuberger Berman AMT Regency Portfolio	900	79,666
NVIT Mid Cap Index Fund	1,909,062	2,228,937
Oppenheimer Global Securities Fund/VA	4,831,560	6,209,288
Oppenheimer International Growth Fund/VA	2,991,250	2,570,334
Pimco VIT High Yield Portfolio	23,806,352	22,960,812
Pimco VIT Low Duration Portfolio	20,066,732	15,783,599
Pimco VIT Total Return Portfolio	23,530,724	26,713,933
Pioneer Emerging Markets VCT Portfolio	-	824,889
Pioneer Fund VCT Portfolio	705,278	950,223
Pioneer Growth Opportunities VCT Portfolio	572,684	1,126,913
Pioneer Mid Cap Value VCT Portfolio	430,639	882,531
Prudential Series Fund Equity Portfolio	589,056	423,760
Prudential Series Fund Natural Resources Portfolio	4,161,796	5,942,174
Putnam VT American Government Income IB Portfolio	5,815,481	3,270,441
Putnam VT Equity Income IB Portfolio	4,052,214	2,756,068
Putnam VT Global Healthcare IB Portfolio	1,431,793	289,755
Royce Small-Cap Portfolio	2,088,241	1,244,748
Schwab Markettrack Growth Portfolio II	3,125,118	3,678,935
Schwab Money Market Portfolio	74,602,126	80,945,830
Schwab S&P 500 Index Portfolio	18,035,954	18,654,583
Seligman Communications & Information Portfolio	1,099,288	5,881,983
Sentinel Variable Products Bond Fund	2,265,571	2,319,543
Sentinel Variable Products Common Stock Fund	1,577,350	734,513
Sentinel Variable Products Small Company Fund	1,594,212	842,938
Third Avenue Value Portfolio	122,850	2,473,840
Touchstone Mid Cap Growth Fund	841,826	973,850
Universal Institutional Fund U.S. Real Estate Portfolio	1,966,445	2,826,927
Van Eck VIP Global Bond Fund	7,215,806	3,406,094
Van Eck VIP Global Hard Assets Fund	5,973,493	5,636,111
Wells Fargo Advantage VT Discovery Fund	1,516,564	1,692,782
Wells Fargo Advantage VT Opportunity Fund	1,378,140	1,856,544
Wells Fargo Advantage VT Small Cap Value Fund	18,786	504,583

3. EXPENSES AND RELATED PARTY TRANSACTIONS

Contract Maintenance Charges

The Company deducts from each participant account in the Schwab Select Annuity contract, a \$25 annual maintenance charge on accounts under \$50,000 as of each contract's anniversary date. This charge is recorded as Contract maintenance charges on the Statement of Changes in Net Assets of the applicable Investment Divisions.

Transfer Fees

The Company charges \$10 in the Schwab Select Annuity contract for each transfer between Investment Divisions in excess of 12 transfers in any calendar year. This charge is recorded as Transfers for contract benefits and terminations on the Statement of Changes in Net Assets of the applicable Investment Divisions.

Deductions for Premium Taxes

The Company deducts from each contribution in both the Schwab Select Annuity contract and Schwab OneSource Annuity contract any applicable state premium tax or retaliatory tax, which currently range from 0% to 3.5%. This charge is netted with Purchase payments received on the Statement of Changes in Net Assets of the applicable Investment Divisions.

Deductions for Assumption of Mortality and Expense Risks

The Company deducts an amount, computed and accrued daily, from the unit value of each Investment Division of the Schwab Select Annuity contract, equal to an annual rate of 0.85%, and an amount, computed and accrued daily, from the unit value of each Investment Division of the Schwab OneSource Annuity contract, equal to an annual rate of 0.65% to 0.85%, depending on the benefit option chosen. These charges compensate the Company for its assumption of certain mortality, death benefit, and expense risks. The charges are recorded as Mortality and expense risk in the Statement of Operations of the applicable Investment Divisions.

If the above charges prove insufficient to cover actual costs and assumed risks, the loss will be borne by the Company; conversely, if the amounts deducted prove more than sufficient, the excess will be a profit to the Company.

4. FINANCIAL HIGHLIGHTS

The financial highlights for the Series Account are presented by contract by Investment Division. For each Investment Division available to Schwab Select Annuity contracts, the accumulation units outstanding, net assets, investment income ratio, expense ratio (excluding expenses of the underlying funds), total return and accumulation unit fair values for each year or period ended December 31 are included on the following pages. The unit values in the Financial Highlights are calculated based on the net assets and accumulation units outstanding as of December 31 of each year presented and may differ from the unit value reflected on the Statement of Assets and Liabilities due to rounding. For each Investment Division available to Schwab OneSource Annuity contracts, the accumulation units outstanding, net assets, investment income ratio, and the range of the lowest to highest expense ratio (excluding expenses of the underlying funds), total return and accumulation unit fair values for each year or period ended December 31 are included on the following pages. As the unit fair value for the Investment Divisions of the Schwab OneSource Annuity contract are presented as a range of minimum to maximum values, based on the product grouping representing the minimum and maximum expense ratio amounts, some unit values shown on the Statement of Assets and Liabilities which are calculated on an aggregated basis, may not be within the ranges presented.

The Expense Ratios represent the annualized contract expenses of the respective Investment Divisions of the Series Account, consisting of mortality and expense charges, for each period indicated. The ratios include only those expenses that result in a direct reduction to unit values. Charges made directly to contract owner accounts through the redemption of units and expenses of the underlying fund have been excluded.

The Total Return amounts represent the total return for the periods indicated, including changes in the value of the underlying fund, and expenses assessed through the reduction of unit values. These returns do not include any expenses assessed through the redemption of units. Investment Divisions with a date notation indicate the effective date that the investment option was available in the Series Account. The total return is calculated for each period indicated or from the effective date through the end of the reporting period and are not annualized for periods less than one year. As the total returns for the Investment Divisions of the Schwab OneSource Annuity contract are presented as a range of minimum to maximum values, based on the product grouping representing the minimum and maximum expense ratio amounts, some individual contract total returns are not within the ranges presented.

The Investment Income Ratio represents the dividends, excluding distributions of capital gains, received by the Investment Division from the underlying mutual fund divided by average net assets during the period. It is not annualized for periods less than one year. The ratio excludes those expenses, such as mortality and expense charges, that result in direct reductions in the unit values. The recognition of investment income by the Investment Division is affected by the timing of the declaration of dividends by the underlying fund in which the Investment Division invests.

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31					For the year or period ended December 31				
	Units (000s)	Unit Fair Value		Net Assets (000s)		Investment Income Ratio	Expense Ratio lowest to highest		Total Return	
		(a)	(b)						(a)	(b)
INVESTMENT DIVISIONS										
ALGER BALANCED PORTFOLIO										
2011	80	\$ 12.83	to \$ 12.33	\$ 1,018	2.83 %	0.65 %	to 0.85 %	(0.77) %	to	(0.56) %
2010	88	\$ 12.93	to \$ 12.40	\$ 1,125	2.53 %	0.65 %	to 0.85 %	9.39 %	to	9.64 %
2009	101	\$ 11.82	to \$ 11.31	\$ 1,161	3.26 %	0.65 %	to 0.85 %	28.20 %	to	28.38 %
2008	136	\$ 9.22	to \$ 8.81	\$ 1,214	2.64 %	0.65 %	to 0.85 %	(32.36) %	to	(32.23) %
2007	167	\$ 13.63	to \$ 13.00	\$ 2,185	2.18 %	0.65 %	to 0.85 %	11.36 %	to	11.68 %
ALGER LARGE CAP GROWTH PORTFOLIO										
2011	702	\$ 14.28	to \$ 10.11	\$ 7,665	1.02 %	0.65 %	to 0.85 %	(1.18) %	to	(0.98) %
2010	752	\$ 14.45	to \$ 10.21	\$ 8,254	0.79 %	0.65 %	to 0.85 %	12.45 %	to	12.69 %
2009	773	\$ 12.85	to \$ 9.06	\$ 7,777	0.63 %	0.65 %	to 0.85 %	46.36 %	to	46.60 %
2008	947	\$ 8.78	to \$ 6.18	\$ 6,282	0.23 %	0.65 %	to 0.85 %	(46.63) %	to	(46.49) %
2007	1,021	\$ 16.45	to \$ 11.55	\$ 12,798	0.29 %	0.65 %	to 0.85 %	18.94 %	to	19.20 %
ALGER MID CAP GROWTH PORTFOLIO										
2011	222	\$ 13.95	to \$ 14.19	\$ 3,177	0.37 %	0.65 %	to 0.85 %	(9.06) %	to	(8.92) %
2010	346	\$ 15.34	to \$ 15.58	\$ 5,402	0.00 %	0.65 %	to 0.85 %	18.36 %	to	18.66 %
2009	388	\$ 12.96	to \$ 13.13	\$ 5,085	0.00 %	0.65 %	to 0.85 %	50.35 %	to	50.75 %
2008	386	\$ 8.62	to \$ 8.71	\$ 3,375	0.17 %	0.65 %	to 0.85 %	(58.70) %	to	(58.64) %
2007	447	\$ 20.87	to \$ 21.06	\$ 9,415	0.00 %	0.65 %	to 0.85 %	30.44 %	to	30.73 %
ALLIANCEBERNSTEIN VPS GROWTH & INCOME PORTFOLIO										
2011	439	\$ 13.01	to \$ 11.30	\$ 5,389	1.35 %	0.65 %	to 0.85 %	5.34 %	to	5.61 %
2010	538	\$ 12.35	to \$ 10.70	\$ 6,223	0.00 %	0.65 %	to 0.85 %	12.17 %	to	12.39 %
2009	696	\$ 11.01	to \$ 9.52	\$ 7,062	4.01 %	0.65 %	to 0.85 %	19.80 %	to	20.05 %
2008	1,061	\$ 9.19	to \$ 7.93	\$ 9,098	2.12 %	0.65 %	to 0.85 %	(41.09) %	to	(41.00) %
2007	1,111	\$ 15.60	to \$ 13.44	\$ 15,825	1.43 %	0.65 %	to 0.85 %	4.21 %	to	4.43 %
ALLIANCEBERNSTEIN VPS GROWTH PORTFOLIO										
2011	111	\$ 13.72	to \$ 10.02	\$ 1,192	0.00 %	0.65 %	to 0.85 %	0.37 %	to	0.60 %
2010	167	\$ 13.67	to \$ 9.96	\$ 1,790	0.30 %	0.65 %	to 0.85 %	14.11 %	to	14.35 %
2009	224	\$ 11.98	to \$ 8.71	\$ 2,107	0.00 %	0.65 %	to 0.85 %	32.08 %	to	32.37 %
2008	290	\$ 9.07	to \$ 6.58	\$ 2,082	0.00 %	0.65 %	to 0.85 %	(42.96) %	to	(42.83) %
2007	367	\$ 15.90	to \$ 11.51	\$ 4,572	0.00 %	0.65 %	to 0.85 %	12.05 %	to	12.29 %
ALLIANCEBERNSTEIN VPS INTERNATIONAL GROWTH PORTFOLIO										
2011	1,006	\$ 11.79	to \$ 11.95	\$ 11,995	3.16 %	0.65 %	to 0.85 %	(16.56) %	to	(16.38) %
2010	1,275	\$ 14.13	to \$ 14.29	\$ 18,187	2.08 %	0.65 %	to 0.85 %	11.97 %	to	12.17 %
2009	1,461	\$ 12.62	to \$ 12.74	\$ 18,579	4.61 %	0.65 %	to 0.85 %	38.38 %	to	38.63 %
2008	1,730	\$ 9.12	to \$ 9.19	\$ 15,891	0.00 %	0.65 %	to 0.85 %	(49.31) %	to	(49.17) %
2007	1,800	\$ 17.99	to \$ 18.08	\$ 32,534	1.84 %	0.65 %	to 0.85 %	17.12 %	to	17.33 %
ALLIANCEBERNSTEIN VPS INTERNATIONAL VALUE PORTFOLIO										
(Effective date 05/01/2006)										
2011	636	\$ 6.09	to \$ 6.16	\$ 4,039	3.64 %	0.65 %	to 0.85 %	(19.97) %	to	(19.79) %
2010	905	\$ 7.61	to \$ 7.68	\$ 6,961	2.89 %	0.65 %	to 0.85 %	3.68 %	to	3.92 %
2009	1,316	\$ 7.34	to \$ 7.39	\$ 9,729	1.36 %	0.65 %	to 0.85 %	33.70 %	to	33.88 %
2008	1,602	\$ 5.49	to \$ 5.52	\$ 8,835	1.16 %	0.65 %	to 0.85 %	(53.63) %	to	(53.50) %
2007	1,644	\$ 11.84	to \$ 11.87	\$ 19,502	1.14 %	0.65 %	to 0.85 %	4.96 %	to	5.14 %

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31					For the year or period ended December 31									
	Units (000s)	Unit Fair Value			Net Assets (000s)	Investment Income Ratio	Expense Ratio lowest to highest			Total Return					
		(a)		(b)						(a)	(b)				
INVESTMENT DIVISIONS															
ALLIANCEBERNSTEIN VPS REAL ESTATE INVESTMENT PORTFOLIO															
2011	495	\$	22.84	to	\$	29.72	\$	14,395	1.48 %	0.65 %	to	0.85 %	8.09 %	to	8.31 %
2010	530	\$	21.13	to	\$	27.44	\$	14,012	1.34 %	0.65 %	to	0.85 %	25.33 %	to	25.53 %
2009	511	\$	16.86	to	\$	21.86	\$	10,824	2.86 %	0.65 %	to	0.85 %	28.31 %	to	28.66 %
2008	514	\$	13.14	to	\$	16.99	\$	8,520	1.76 %	0.65 %	to	0.85 %	(36.21) %	to	(36.13) %
2007	557	\$	20.60	to	\$	26.60	\$	14,252	1.34 %	0.65 %	to	0.85 %	(15.26) %	to	(15.07) %
ALLIANCEBERNSTEIN VPS SMALL/MID CAP VALUE PORTFOLIO (Effective date 05/01/2006)															
2011	231	\$	10.92	to	\$	11.04	\$	2,550	0.53 %	0.65 %	to	0.85 %	(9.15) %	to	(8.99) %
2010	315	\$	12.02	to	\$	12.13	\$	3,819	0.53 %	0.65 %	to	0.85 %	25.86 %	to	26.09 %
2009	303	\$	9.55	to	\$	9.62	\$	2,915	1.10 %	0.65 %	to	0.85 %	41.69 %	to	41.89 %
2008	250	\$	6.74	to	\$	6.78	\$	1,689	0.63 %	0.65 %	to	0.85 %	(36.17) %	to	(35.98) %
2007	239	\$	10.56	to	\$	10.59	\$	2,528	1.09 %	0.65 %	to	0.85 %	0.86 %	to	1.05 %
AMERICAN CENTURY VP BALANCED FUND															
2011	424	\$	14.38	to	\$	14.62	\$	6,170	1.99 %	0.65 %	to	0.85 %	4.43 %	to	4.65 %
2010	318	\$	13.77	to	\$	13.97	\$	4,430	1.90 %	0.65 %	to	0.85 %	10.69 %	to	10.87 %
2009	326	\$	12.44	to	\$	12.60	\$	4,094	5.24 %	0.65 %	to	0.85 %	14.55 %	to	14.75 %
2008	372	\$	10.86	to	\$	10.98	\$	4,074	2.56 %	0.65 %	to	0.85 %	(21.02) %	to	(20.84) %
2007	397	\$	13.75	to	\$	13.87	\$	5,497	1.71 %	0.65 %	to	0.85 %	4.09 %	to	4.21 %
AMERICAN CENTURY VP INCOME & GROWTH FUND															
2011	273	\$	13.36	to	\$	11.51	\$	3,268	1.54 %	0.65 %	to	0.85 %	2.22 %	to	2.49 %
2010	336	\$	13.07	to	\$	11.23	\$	3,913	1.50 %	0.65 %	to	0.85 %	13.16 %	to	13.43 %
2009	426	\$	11.55	to	\$	9.90	\$	4,421	4.73 %	0.65 %	to	0.85 %	17.14 %	to	17.30 %
2008	449	\$	9.86	to	\$	8.44	\$	3,962	2.01 %	0.65 %	to	0.85 %	(35.17) %	to	(35.03) %
2007	516	\$	15.21	to	\$	12.99	\$	7,019	1.83 %	0.65 %	to	0.85 %	(0.91) %	to	(0.69) %
AMERICAN CENTURY VP INTERNATIONAL FUND															
2011	200	\$	15.31	to	\$	10.86	\$	2,305	1.42 %	0.65 %	to	0.85 %	(12.76) %	to	(12.63) %
2010	234	\$	17.55	to	\$	12.43	\$	3,076	2.49 %	0.65 %	to	0.85 %	12.36 %	to	12.59 %
2009	301	\$	15.62	to	\$	11.04	\$	3,523	2.10 %	0.65 %	to	0.85 %	32.60 %	to	32.85 %
2008	361	\$	11.78	to	\$	8.31	\$	3,198	0.85 %	0.65 %	to	0.85 %	(45.29) %	to	(45.18) %
2007	463	\$	21.53	to	\$	15.16	\$	7,478	0.70 %	0.65 %	to	0.85 %	17.07 %	to	17.34 %
AMERICAN CENTURY VP MID CAP VALUE FUND (Effective date 05/01/2009)															
2011	140	\$	15.19	to	\$	15.27	\$	2,131	1.25 %	0.65 %	to	0.85 %	(1.68) %	to	(1.48) %
2010	94	\$	15.45	to	\$	15.50	\$	1,452	2.35 %	0.65 %	to	0.85 %	18.03 %	to	18.23 %
2009	42	\$	13.09	to	\$	13.11	\$	548	1.26 %	0.65 %	to	0.85 %	30.90 %	to	31.10 %
AMERICAN CENTURY VP VALUE FUND															
2011	870	\$	14.61	to	\$	14.86	\$	12,932	2.03 %	0.65 %	to	0.85 %	0.14 %	to	0.34 %
2010	918	\$	14.59	to	\$	14.81	\$	13,598	2.30 %	0.65 %	to	0.85 %	12.49 %	to	12.71 %
2009	768	\$	12.97	to	\$	13.14	\$	10,116	5.80 %	0.65 %	to	0.85 %	18.88 %	to	19.13 %
2008	835	\$	10.91	to	\$	11.03	\$	9,249	2.43 %	0.65 %	to	0.85 %	(27.41) %	to	(27.29) %
2007	922	\$	15.03	to	\$	15.17	\$	14,043	1.50 %	0.65 %	to	0.85 %	(5.94) %	to	(5.72) %
COLUMBIA VARIABLE PORTFOLIO - MARSICO 21ST CENTURY FUND (Effective date 05/01/2009)															
2011	92	\$	13.46	to	\$	13.53	\$	1,240	0.00 %	0.65 %	to	0.85 %	(12.88) %	to	(12.71) %
2010	104	\$	15.45	to	\$	15.50	\$	1,617	0.00 %	0.65 %	to	0.85 %	16.17 %	to	16.37 %
2009	26	\$	13.30	to	\$	13.32	\$	344	0.00 %	0.65 %	to	0.85 %	33.00 %	to	33.20 %

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**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31						For the year or period ended December 31								
	Units (000s)	Unit Fair Value				Net Assets (000s)	Investment Income Ratio	Expense Ratio lowest to highest				Total Return			
		(a)		(b)							(a)	(b)			
INVESTMENT DIVISIONS															
COLUMBIA VARIABLE PORTFOLIO - SELIGMAN GLOBAL															
TECHNOLOGY FUND															
(Effective date 03/11/2011)															
2011	329	\$	9.26	to	\$	9.27	\$	3,045	0.00 %	0.65 %	to	0.85 %	(7.40) %	to	(7.30) %
COLUMBIA VARIABLE PORTFOLIO - SMALL CAP VALUE FUND															
(Effective date 05/01/2009)															
2011	64	\$	14.74	to	\$	14.82	\$	946	0.86 %	0.65 %	to	0.85 %	(6.94) %	to	(6.73) %
2010	51	\$	15.84	to	\$	15.89	\$	807	1.00 %	0.65 %	to	0.85 %	25.42 %	to	25.61 %
2009	31	\$	12.63	to	\$	12.65	\$	393	0.47 %	0.65 %	to	0.85 %	26.30 %	to	26.50 %
DELAWARE VIP SMALL CAP VALUE SERIES															
2011	649	\$	19.68	to	\$	23.37	\$	14,657	0.52 %	0.65 %	to	0.85 %	(2.19) %	to	(1.97) %
2010	697	\$	20.12	to	\$	23.84	\$	16,073	0.66 %	0.65 %	to	0.85 %	31.16 %	to	31.42 %
2009	750	\$	15.34	to	\$	18.14	\$	13,108	0.97 %	0.65 %	to	0.85 %	30.78 %	to	30.97 %
2008	834	\$	11.73	to	\$	13.85	\$	11,112	0.77 %	0.65 %	to	0.85 %	(30.51) %	to	(30.33) %
2007	969	\$	16.88	to	\$	19.88	\$	18,578	0.51 %	0.65 %	to	0.85 %	(7.41) %	to	(7.23) %
DELAWARE VIP SMID CAP GROWTH SERIES															
2011	177	\$	17.46	to	\$	17.69	\$	3,112	1.08 %	0.65 %	to	0.85 %	7.18 %	to	7.41 %
2010	157	\$	16.29	to	\$	16.47	\$	2,570	0.00 %	0.65 %	to	0.85 %	35.19 %	to	35.44 %
2009	86	\$	12.05	to	\$	12.16	\$	1,048	0.00 %	0.65 %	to	0.85 %	44.14 %	to	44.42 %
2008	40	\$	8.36	to	\$	8.42	\$	338	0.00 %	0.65 %	to	0.85 %	(41.04) %	to	(40.91) %
2007	42	\$	14.18	to	\$	14.25	\$	603	0.00 %	0.65 %	to	0.85 %	12.01 %	to	12.20 %
DREYFUS IP MIDCAP STOCK PORTFOLIO															
2011	54	\$	15.30	to	\$	15.57	\$	857	0.51 %	0.65 %	to	0.85 %	(0.46) %	to	(0.26) %
2010	73	\$	15.37	to	\$	15.61	\$	1,135	1.11 %	0.65 %	to	0.85 %	25.98 %	to	26.29 %
2009	102	\$	12.20	to	\$	12.36	\$	1,254	1.67 %	0.65 %	to	0.85 %	34.36 %	to	34.64 %
2008	133	\$	9.08	to	\$	9.18	\$	1,214	0.91 %	0.65 %	to	0.85 %	(40.92) %	to	(40.81) %
2007	135	\$	15.37	to	\$	15.51	\$	2,096	0.41 %	0.65 %	to	0.85 %	0.65 %	to	0.85 %
DREYFUS VIF APPRECIATION PORTFOLIO															
2011	466	\$	13.65	to	\$	13.86	\$	6,430	1.58 %	0.65 %	to	0.85 %	8.08 %	to	8.28 %
2010	395	\$	12.63	to	\$	12.80	\$	5,031	1.75 %	0.65 %	to	0.85 %	14.40 %	to	14.59 %
2009	197	\$	11.04	to	\$	11.17	\$	2,192	2.37 %	0.65 %	to	0.85 %	21.45 %	to	21.81 %
2008	180	\$	9.09	to	\$	9.17	\$	1,650	1.84 %	0.65 %	to	0.85 %	(30.13) %	to	(30.05) %
2007	124	\$	13.01	to	\$	13.11	\$	1,621	1.36 %	0.65 %	to	0.85 %	6.20 %	to	6.50 %
DREYFUS VIF GROWTH & INCOME PORTFOLIO															
2011	130	\$	12.77	to	\$	10.08	\$	1,373	1.31 %	0.65 %	to	0.85 %	(3.62) %	to	(3.45) %
2010	98	\$	13.25	to	\$	10.44	\$	1,088	1.27 %	0.65 %	to	0.85 %	17.57 %	to	17.83 %
2009	93	\$	11.27	to	\$	8.86	\$	847	1.32 %	0.65 %	to	0.85 %	27.78 %	to	27.85 %
2008	105	\$	8.82	to	\$	6.93	\$	750	0.65 %	0.65 %	to	0.85 %	(40.96) %	to	(40.77) %
2007	121	\$	14.94	to	\$	11.70	\$	1,455	0.74 %	0.65 %	to	0.85 %	7.56 %	to	7.73 %
DREYFUS VIF OPPORTUNISTIC SMALL CAP PORTFOLIO															
2011	49	\$	10.68	to	\$	9.44	\$	467	0.42 %	0.65 %	to	0.85 %	(14.56) %	to	(14.42) %
2010	57	\$	12.50	to	\$	11.03	\$	635	0.73 %	0.65 %	to	0.85 %	30.07 %	to	30.22 %
2009	73	\$	9.61	to	\$	8.47	\$	622	1.73 %	0.65 %	to	0.85 %	24.97 %	to	25.30 %
2008	85	\$	7.69	to	\$	6.76	\$	579	0.96 %	0.65 %	to	0.85 %	(38.13) %	to	(37.98) %
2007	100	\$	12.43	to	\$	10.90	\$	1,096	0.77 %	0.65 %	to	0.85 %	(11.78) %	to	(11.67) %
DWS BLUE CHIP VIP PORTFOLIO															
2011	603	\$	11.88	to	\$	12.04	\$	7,242	1.05 %	0.65 %	to	0.85 %	(1.41) %	to	(1.15) %
2010	375	\$	12.05	to	\$	12.18	\$	4,576	1.48 %	0.65 %	to	0.85 %	12.83 %	to	12.99 %
2009	345	\$	10.68	to	\$	10.78	\$	3,728	1.90 %	0.65 %	to	0.85 %	32.84 %	to	33.09 %
2008	420	\$	8.04	to	\$	8.10	\$	3,406	1.92 %	0.65 %	to	0.85 %	(39.00) %	to	(38.87) %
2007	549	\$	13.18	to	\$	13.25	\$	7,281	0.94 %	0.65 %	to	0.85 %	2.65 %	to	2.79 %

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**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31						For the year or period ended December 31								
	Units	Unit Fair Value				Net Assets	Investment Income Ratio	Expense Ratio				Total Return			
	(000s)					(000s)		lowest to highest							
		(a)		(b)				(a)		(b)					
INVESTMENT DIVISIONS															
DWS CAPITAL GROWTH VIP PORTFOLIO															
2011	705	\$	14.16	to	\$	10.04	\$	7,582	0.65 %	0.65 %	to	0.85 %	(5.28) %	to	(5.10) %
2010	558	\$	14.95	to	\$	10.58	\$	6,541	0.91 %	0.65 %	to	0.85 %	15.71 %	to	16.01 %
2009	511	\$	12.92	to	\$	9.12	\$	5,051	1.24 %	0.65 %	to	0.85 %	25.80 %	to	25.97 %
2008	432	\$	10.27	to	\$	7.24	\$	3,449	0.93 %	0.65 %	to	0.85 %	(33.53) %	to	(33.39) %
2007	267	\$	15.45	to	\$	10.87	\$	3,182	0.58 %	0.65 %	to	0.85 %	11.63 %	to	11.83 %
DWS DREMAN SMALL MID CAP VALUE VIP PORTFOLIO (Effective date 05/01/2006)															
2011	423	\$	10.45	to	\$	10.56	\$	4,466	1.07 %	0.65 %	to	0.85 %	(6.86) %	to	(6.71) %
2010	513	\$	11.22	to	\$	11.32	\$	5,787	1.25 %	0.65 %	to	0.85 %	22.09 %	to	22.25 %
2009	472	\$	9.19	to	\$	9.26	\$	4,360	1.72 %	0.65 %	to	0.85 %	28.53 %	to	28.79 %
2008	411	\$	7.15	to	\$	7.19	\$	2,951	1.56 %	0.65 %	to	0.85 %	(33.98) %	to	(33.79) %
2007	294	\$	10.83	to	\$	10.86	\$	3,190	0.80 %	0.65 %	to	0.85 %	2.27 %	to	2.36 %
DWS LARGE CAP VALUE VIP PORTFOLIO															
2011	609	\$	11.46	to	\$	11.62	\$	7,049	1.88 %	0.65 %	to	0.85 %	(0.95) %	to	(0.68) %
2010	724	\$	11.57	to	\$	11.70	\$	8,438	1.94 %	0.65 %	to	0.85 %	9.88 %	to	10.07 %
2009	535	\$	10.53	to	\$	10.63	\$	5,666	2.08 %	0.65 %	to	0.85 %	24.32 %	to	24.47 %
2008	505	\$	8.47	to	\$	8.54	\$	4,295	1.37 %	0.65 %	to	0.85 %	(36.98) %	to	(36.79) %
2007	253	\$	13.44	to	\$	13.51	\$	3,407	1.50 %	0.65 %	to	0.85 %	12.19 %	to	12.40 %
DWS SMALL CAP INDEX VIP PORTFOLIO															
2011	385	\$	16.51	to	\$	15.70	\$	6,117	0.95 %	0.65 %	to	0.85 %	(5.17) %	to	(5.08) %
2010	434	\$	17.41	to	\$	16.54	\$	7,259	0.93 %	0.65 %	to	0.85 %	25.25 %	to	25.59 %
2009	453	\$	13.90	to	\$	13.17	\$	6,030	1.77 %	0.65 %	to	0.85 %	25.56 %	to	25.79 %
2008	535	\$	11.07	to	\$	10.47	\$	5,679	1.60 %	0.65 %	to	0.85 %	(34.69) %	to	(34.56) %
2007	492	\$	16.95	to	\$	16.00	\$	7,965	0.84 %	0.65 %	to	0.85 %	(2.75) %	to	(2.56) %
DWS SMALL MID CAP GROWTH VIP PORTFOLIO															
2011	42	\$	12.50	to	\$	8.34	\$	406	0.59 %	0.65 %	to	0.85 %	(4.73) %	to	(4.58) %
2010	65	\$	13.12	to	\$	8.74	\$	638	0.00 %	0.65 %	to	0.85 %	28.38 %	to	28.72 %
2009	81	\$	10.22	to	\$	6.79	\$	652	0.00 %	0.65 %	to	0.85 %	39.43 %	to	39.71 %
2008	95	\$	7.33	to	\$	4.86	\$	533	0.00 %	0.65 %	to	0.85 %	(49.97) %	to	(49.85) %
2007	112	\$	14.65	to	\$	9.69	\$	1,248	0.00 %	0.65 %	to	0.85 %	5.32 %	to	5.44 %
FEDERATED FUND FOR U.S. GOVERNMENT SECURITIES II															
2011	1,678	\$	13.25	to	\$	14.73	\$	24,202	4.22 %	0.65 %	to	0.85 %	4.91 %	to	5.06 %
2010	1,902	\$	12.63	to	\$	14.02	\$	26,227	4.57 %	0.65 %	to	0.85 %	4.29 %	to	4.47 %
2009	2,194	\$	12.11	to	\$	13.42	\$	28,953	4.98 %	0.65 %	to	0.85 %	4.31 %	to	4.52 %
2008	2,400	\$	11.61	to	\$	12.84	\$	30,142	4.38 %	0.65 %	to	0.85 %	3.38 %	to	3.63 %
2007	1,677	\$	11.23	to	\$	12.39	\$	20,544	4.23 %	0.65 %	to	0.85 %	5.45 %	to	5.63 %
FRANKLIN SMALL CAP VALUE SECURITIES FUND (Effective date 05/01/2006)															
2011	219	\$	10.17	to	\$	10.29	\$	2,248	0.70 %	0.65 %	to	0.85 %	(4.60) %	to	(4.37) %
2010	239	\$	10.66	to	\$	10.76	\$	2,561	0.78 %	0.65 %	to	0.85 %	27.06 %	to	27.34 %
2009	181	\$	8.39	to	\$	8.45	\$	1,530	1.77 %	0.65 %	to	0.85 %	28.09 %	to	28.42 %
2008	91	\$	6.55	to	\$	6.58	\$	598	1.13 %	0.65 %	to	0.85 %	(33.57) %	to	(33.47) %
2007	62	\$	9.86	to	\$	9.89	\$	612	0.64 %	0.65 %	to	0.85 %	(3.24) %	to	(3.04) %

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**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31					For the year or period ended December 31				
	Units (000s)	Unit Fair Value		Net Assets (000s)		Investment Income Ratio	Expense Ratio lowest to highest		Total Return	
		(a)	(b)						(a)	(b)
INVESTMENT DIVISIONS										
FRANKLIN TEMPLETON FOREIGN SECURITIES FUND (Effective date 04/30/2010)										
2011	243	\$ 9.57	to \$ 9.60	\$ 2,343	1.72 %	0.65 %	to 0.85 %	(11.39) %	to	(11.28) %
2010	108	\$ 10.80	to \$ 10.82	\$ 1,180	0.10 %	0.65 %	to 0.85 %	8.00 %	to	8.20 %
INVESCO V.I. HIGH YIELD FUND										
2011	26	\$ 17.07	to \$ 16.08	\$ 442	6.90 %	0.65 %	to 0.85 %	0.12 %	to	0.31 %
2010	26	\$ 17.05	to \$ 16.03	\$ 447	7.12 %	0.65 %	to 0.85 %	12.62 %	to	12.89 %
2009	57	\$ 15.14	to \$ 14.20	\$ 855	8.25 %	0.65 %	to 0.85 %	51.40 %	to	51.71 %
2008	73	\$ 10.00	to \$ 9.36	\$ 712	9.68 %	0.65 %	to 0.85 %	(26.31) %	to	(26.12) %
2007	81	\$ 13.57	to \$ 12.67	\$ 1,073	6.54 %	0.65 %	to 0.85 %	0.44 %	to	0.56 %
INVESCO V.I. INTERNATIONAL GROWTH FUND (Effective date 05/01/2006)										
2011	685	\$ 10.36	to \$ 10.47	\$ 7,151	1.55 %	0.65 %	to 0.85 %	(7.50) %	to	(7.35) %
2010	761	\$ 11.20	to \$ 11.30	\$ 8,580	2.38 %	0.65 %	to 0.85 %	11.89 %	to	12.10 %
2009	574	\$ 10.01	to \$ 10.08	\$ 5,779	2.13 %	0.65 %	to 0.85 %	34.18 %	to	34.40 %
2008	398	\$ 7.46	to \$ 7.50	\$ 2,986	0.46 %	0.65 %	to 0.85 %	(40.89) %	to	(40.81) %
2007	573	\$ 12.62	to \$ 12.67	\$ 7,250	0.76 %	0.65 %	to 0.85 %	13.69 %	to	14.04 %
INVESCO V.I. MID CAP CORE EQUITY FUND (Effective date 05/01/2009)										
2011	102	\$ 13.11	to \$ 13.18	\$ 1,346	0.31 %	0.65 %	to 0.85 %	(7.15) %	to	(6.99) %
2010	96	\$ 14.12	to \$ 14.17	\$ 1,357	0.74 %	0.65 %	to 0.85 %	13.14 %	to	13.36 %
2009	19	\$ 12.48	to \$ 12.50	\$ 238	2.02 %	0.65 %	to 0.85 %	24.80 %	to	25.00 %
INVESCO V.I. SMALL CAP EQUITY FUND (Effective date 05/01/2009)										
2011	48	\$ 15.30	to \$ 15.39	\$ 737	0.00 %	0.65 %	to 0.85 %	(1.61) %	to	(1.35) %
2010	31	\$ 15.55	to \$ 15.60	\$ 491	0.00 %	0.65 %	to 0.85 %	27.46 %	to	27.76 %
2009	17	\$ 12.20	to \$ 12.21	\$ 204	0.26 %	0.65 %	to 0.85 %	22.00 %	to	22.10 %
INVESCO V.I. TECHNOLOGY FUND										
2011	45	\$ 14.48	to \$ 6.66	\$ 326	0.18 %	0.65 %	to 0.85 %	(5.85) %	to	(5.67) %
2010	49	\$ 15.38	to \$ 7.06	\$ 376	0.00 %	0.65 %	to 0.85 %	20.34 %	to	20.48 %
2009	57	\$ 12.78	to \$ 5.86	\$ 365	0.00 %	0.65 %	to 0.85 %	56.04 %	to	56.27 %
2008	76	\$ 8.19	to \$ 3.75	\$ 315	0.00 %	0.65 %	to 0.85 %	(45.00) %	to	(44.85) %
2007	90	\$ 14.89	to \$ 6.80	\$ 679	0.00 %	0.65 %	to 0.85 %	6.81 %	to	7.09 %
INVESCO VAN KAMPEN VI COMSTOCK FUND										
2011	158	\$ 10.83	to \$ 10.98	\$ 1,725	1.76 %	0.65 %	to 0.85 %	(2.70) %	to	(2.49) %
2010	168	\$ 11.13	to \$ 11.26	\$ 1,887	0.12 %	0.65 %	to 0.85 %	14.98 %	to	15.25 %
2009	162	\$ 9.68	to \$ 9.77	\$ 1,577	4.79 %	0.65 %	to 0.85 %	27.70 %	to	28.05 %
2008	165	\$ 7.58	to \$ 7.63	\$ 1,258	2.39 %	0.65 %	to 0.85 %	(36.20) %	to	(36.15) %
2007	160	\$ 11.88	to \$ 11.95	\$ 1,903	1.96 %	0.65 %	to 0.85 %	(2.86) %	to	(2.61) %
INVESCO VAN KAMPEN VI GROWTH & INCOME FUND										
2011	647	\$ 11.65	to \$ 11.81	\$ 7,620	1.27 %	0.65 %	to 0.85 %	(2.84) %	to	(2.64) %
2010	672	\$ 11.99	to \$ 12.13	\$ 8,130	0.10 %	0.65 %	to 0.85 %	11.53 %	to	11.80 %
2009	790	\$ 10.75	to \$ 10.85	\$ 8,544	4.11 %	0.65 %	to 0.85 %	23.28 %	to	23.58 %
2008	699	\$ 8.72	to \$ 8.78	\$ 6,126	2.08 %	0.65 %	to 0.85 %	(32.61) %	to	(32.51) %
2007	521	\$ 12.94	to \$ 13.01	\$ 6,765	1.32 %	0.65 %	to 0.85 %	1.97 %	to	2.12 %

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**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31					For the year or period ended December 31				
	Units (000s)	Unit Fair Value		Net Assets (000s)		Investment Income Ratio	Expense Ratio lowest to highest		Total Return	
		(a)	(b)						(a)	(b)
INVESTMENT DIVISIONS										
JANUS ASPEN BALANCED PORTFOLIO INSTITUTIONAL SHARES										
2011	395	\$ 16.43	to \$ 16.72	\$ 6,566		2.63 %	0.65 %	to 0.85 %	0.80 %	to 1.03 %
2010	427	\$ 16.30	to \$ 16.55	\$ 7,042		2.81 %	0.65 %	to 0.85 %	7.45 %	to 7.68 %
2009	472	\$ 15.17	to \$ 15.37	\$ 7,224		2.99 %	0.65 %	to 0.85 %	24.86 %	to 25.06 %
2008	536	\$ 12.15	to \$ 12.29	\$ 6,568		2.57 %	0.65 %	to 0.85 %	(16.55) %	to (16.39) %
2007	730	\$ 14.56	to \$ 14.70	\$ 10,701		2.57 %	0.65 %	to 0.85 %	9.56 %	to 9.87 %
JANUS ASPEN BALANCED PORTFOLIO SERVICE SHARES (Effective date 05/01/2007)										
2011	2,338	\$ 11.64	to \$ 11.74	\$ 27,603		2.40 %	0.65 %	to 0.85 %	0.52 %	to 0.69 %
2010	2,309	\$ 11.58	to \$ 11.66	\$ 26,875		2.68 %	0.65 %	to 0.85 %	7.22 %	to 7.37 %
2009	1,762	\$ 10.80	to \$ 10.86	\$ 19,106		2.89 %	0.65 %	to 0.85 %	24.57 %	to 24.83 %
2008	1,357	\$ 8.67	to \$ 8.70	\$ 11,798		2.81 %	0.65 %	to 0.85 %	(16.79) %	to (16.59) %
2007	628	\$ 10.42	to \$ 10.43	\$ 6,549		2.62 %	0.65 %	to 0.85 %	4.20 %	to 4.30 %
JANUS ASPEN FLEXIBLE BOND PORTFOLIO INSTITUTIONAL SHARES										
2011	590	\$ 15.08	to \$ 18.77	\$ 11,136		7.38 %	0.65 %	to 0.85 %	5.82 %	to 6.11 %
2010	670	\$ 14.25	to \$ 17.69	\$ 11,914		5.96 %	0.65 %	to 0.85 %	7.06 %	to 7.28 %
2009	832	\$ 13.31	to \$ 16.49	\$ 13,496		4.35 %	0.65 %	to 0.85 %	12.32 %	to 12.48 %
2008	1,007	\$ 11.85	to \$ 14.66	\$ 14,482		4.20 %	0.65 %	to 0.85 %	5.15 %	to 5.32 %
2007	1,372	\$ 11.27	to \$ 13.92	\$ 18,229		4.72 %	0.65 %	to 0.85 %	6.12 %	to 6.34 %
JANUS ASPEN FLEXIBLE BOND PORTFOLIO SERVICE SHARES (Effective date 05/01/2007)										
2011	2,093	\$ 13.78	to \$ 13.91	\$ 29,176		6.93 %	0.65 %	to 0.85 %	5.43 %	to 5.70 %
2010	1,980	\$ 13.07	to \$ 13.16	\$ 26,158		5.79 %	0.65 %	to 0.85 %	6.87 %	to 6.99 %
2009	1,800	\$ 12.23	to \$ 12.30	\$ 22,205		4.33 %	0.65 %	to 0.85 %	12.00 %	to 12.23 %
2008	1,071	\$ 10.92	to \$ 10.96	\$ 11,781		4.37 %	0.65 %	to 0.85 %	4.80 %	to 5.08 %
2007	589	\$ 10.42	to \$ 10.43	\$ 6,193		4.64 %	0.65 %	to 0.85 %	4.20 %	to 4.30 %
JANUS ASPEN WORLDWIDE PORTFOLIO										
2011	53	\$ 11.69	to \$ 8.02	\$ 445		0.59 %	0.65 %	to 0.85 %	(14.48) %	to (14.32) %
2010	55	\$ 13.67	to \$ 9.36	\$ 548		0.53 %	0.65 %	to 0.85 %	14.87 %	to 15.13 %
2009	86	\$ 11.90	to \$ 8.13	\$ 791		1.42 %	0.65 %	to 0.85 %	36.47 %	to 36.87 %
2008	91	\$ 8.72	to \$ 5.94	\$ 613		1.19 %	0.65 %	to 0.85 %	(45.12) %	to (45.05) %
2007	103	\$ 15.89	to \$ 10.81	\$ 1,249		0.72 %	0.65 %	to 0.85 %	8.76 %	to 8.86 %
JPMORGAN INSURANCE TRUST SMALL CAP CORE PORTFOLIO										
2011	49	\$ 16.47	to \$ 14.08	\$ 716		0.13 %	0.65 %	to 0.85 %	(5.62) %	to (5.38) %
2010	64	\$ 17.45	to \$ 14.88	\$ 977		0.00 %	0.65 %	to 0.85 %	26.08 %	to 26.32 %
2009	70	\$ 13.84	to \$ 11.78	\$ 847		0.79 %	0.65 %	to 0.85 %	21.51 %	to 21.82 %
2008	83	\$ 11.39	to \$ 9.67	\$ 822		0.19 %	0.65 %	to 0.85 %	(32.56) %	to (32.47) %
2007	124	\$ 16.89	to \$ 14.32	\$ 1,823		0.01 %	0.65 %	to 0.85 %	(6.43) %	to (6.28) %
LAZARD RETIREMENT EMERGING MARKETS EQUITY PORTFOLIO (Effective date 05/01/2009)										
2011	571	\$ 14.48	to \$ 14.56	\$ 8,302		2.02 %	0.65 %	to 0.85 %	(18.70) %	to (18.52) %
2010	582	\$ 17.81	to \$ 17.87	\$ 10,381		1.80 %	0.65 %	to 0.85 %	21.65 %	to 21.90 %
2009	192	\$ 14.64	to \$ 14.66	\$ 2,814		5.33 %	0.65 %	to 0.85 %	46.40 %	to 46.60 %

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**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31					For the year or period ended December 31									
	Units (000s)	Unit Fair Value			Net Assets (000s)	Investment Income Ratio	Expense Ratio lowest to highest			Total Return					
		(a)		(b)						(a)	(b)				
INVESTMENT DIVISIONS															
LVIP BARON GROWTH OPPORTUNITIES FUND															
2011	462	\$	18.74	to	\$	19.06	\$	8,787	0.00 %	0.65 %	to	0.85 %	3.14 %	to	3.36 %
2010	511	\$	18.17	to	\$	18.44	\$	9,413	0.00 %	0.65 %	to	0.85 %	25.31 %	to	25.53 %
2009	561	\$	14.50	to	\$	14.69	\$	8,219	0.00 %	0.65 %	to	0.85 %	37.18 %	to	37.42 %
2008	575	\$	10.57	to	\$	10.69	\$	6,136	0.00 %	0.65 %	to	0.85 %	(39.63) %	to	(39.50) %
2007	642	\$	17.51	to	\$	17.67	\$	11,306	0.00 %	0.65 %	to	0.85 %	2.52 %	to	2.73 %
MFS INTERNATIONAL VALUE FUND (Effective date 05/01/2009)															
2011	495	\$	13.77	to	\$	13.84	\$	6,835	1.13 %	0.65 %	to	0.85 %	(2.62) %	to	(2.40) %
2010	444	\$	14.14	to	\$	14.18	\$	6,298	0.86 %	0.65 %	to	0.85 %	7.86 %	to	8.08 %
2009	96	\$	13.11	to	\$	13.12	\$	1,256	0.00 %	0.65 %	to	0.85 %	31.10 %	to	31.20 %
MFS UTILITIES FUND															
2011	322	\$	9.89	to	\$	9.96	\$	3,203	3.08 %	0.65 %	to	0.85 %	5.66 %	to	5.84 %
2010	189	\$	9.36	to	\$	9.41	\$	1,778	2.66 %	0.65 %	to	0.85 %	12.50 %	to	12.69 %
2009	154	\$	8.32	to	\$	8.35	\$	1,284	3.64 %	0.65 %	to	0.85 %	(16.80) %	to	(16.50) %
2008	54	\$	6.31	to	\$	6.32	\$	341	0.00 %	0.65 %	to	0.85 %	(36.90) %	to	(36.80) %
NEUBERGER BERMAN AMT REGENCY PORTFOLIO (Effective date 05/01/2006)															
2011	15	\$	9.36	to	\$	9.47	\$	139	0.31 %	0.65 %	to	0.85 %	(7.51) %	to	(7.34) %
2010	22	\$	10.12	to	\$	10.22	\$	227	0.31 %	0.65 %	to	0.85 %	24.94 %	to	25.25 %
2009	31	\$	8.10	to	\$	8.16	\$	256	0.66 %	0.65 %	to	0.85 %	44.90 %	to	45.20 %
2008	76	\$	5.59	to	\$	5.62	\$	425	1.15 %	0.65 %	to	0.85 %	(46.40) %	to	(46.32) %
2007	64	\$	10.43	to	\$	10.47	\$	667	0.40 %	0.65 %	to	0.85 %	2.15 %	to	2.45 %
NVIT MID CAP INDEX FUND															
2011	375	\$	17.93	to	\$	18.23	\$	6,830	0.66 %	0.65 %	to	0.85 %	(3.50) %	to	(3.34) %
2010	386	\$	18.58	to	\$	18.86	\$	7,275	0.99 %	0.65 %	to	0.85 %	24.78 %	to	25.07 %
2009	430	\$	14.89	to	\$	15.08	\$	6,466	0.73 %	0.65 %	to	0.85 %	35.36 %	to	35.61 %
2008	503	\$	11.00	to	\$	11.12	\$	5,583	1.10 %	0.65 %	to	0.85 %	(37.14) %	to	(37.03) %
2007	512	\$	17.50	to	\$	17.66	\$	9,034	1.21 %	0.65 %	to	0.85 %	6.45 %	to	6.71 %
OPPENHEIMER GLOBAL SECURITIES FUND/VA															
2011	994	\$	17.82	to	\$	14.99	\$	15,476	1.29 %	0.65 %	to	0.85 %	(9.04) %	to	(8.88) %
2010	1,029	\$	19.59	to	\$	16.45	\$	17,611	1.48 %	0.65 %	to	0.85 %	14.96 %	to	15.20 %
2009	1,162	\$	17.04	to	\$	14.28	\$	17,317	2.21 %	0.65 %	to	0.85 %	38.65 %	to	38.91 %
2008	1,297	\$	12.29	to	\$	10.28	\$	13,981	1.60 %	0.65 %	to	0.85 %	(40.71) %	to	(40.58) %
2007	1,589	\$	20.73	to	\$	17.30	\$	28,844	1.26 %	0.65 %	to	0.85 %	5.44 %	to	5.62 %
OPPENHEIMER INTERNATIONAL GROWTH FUND/VA															
2011	596	\$	14.04	to	\$	14.23	\$	8,460	0.98 %	0.65 %	to	0.85 %	(7.93) %	to	(7.78) %
2010	573	\$	15.25	to	\$	15.43	\$	8,822	1.29 %	0.65 %	to	0.85 %	13.81 %	to	14.04 %
2009	669	\$	13.40	to	\$	13.53	\$	9,053	1.38 %	0.65 %	to	0.85 %	38.00 %	to	38.34 %
2008	618	\$	9.71	to	\$	9.78	\$	6,033	1.14 %	0.65 %	to	0.85 %	(43.12) %	to	(43.01) %
2007	820	\$	17.07	to	\$	17.16	\$	14,056	0.80 %	0.65 %	to	0.85 %	11.64 %	to	11.86 %
PIMCO VIT HIGH YIELD PORTFOLIO															
2011	1,237	\$	16.20	to	\$	20.56	\$	23,694	6.95 %	0.65 %	to	0.85 %	2.47 %	to	2.65 %
2010	1,260	\$	15.81	to	\$	20.03	\$	23,461	7.25 %	0.65 %	to	0.85 %	13.50 %	to	13.74 %
2009	1,273	\$	13.93	to	\$	17.61	\$	21,027	8.70 %	0.65 %	to	0.85 %	39.02 %	to	39.32 %
2008	1,171	\$	10.02	to	\$	12.64	\$	13,817	7.84 %	0.65 %	to	0.85 %	(24.09) %	to	(23.99) %
2007	1,301	\$	13.20	to	\$	16.63	\$	20,373	7.00 %	0.65 %	to	0.85 %	2.64 %	to	2.91 %

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**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31					For the year or period ended December 31				
	Units (000s)	Unit Fair Value		Net Assets (000s)		Investment Income Ratio	Expense Ratio lowest to highest		Total Return	
		(a)	(b)						(a)	(b)
INVESTMENT DIVISIONS										
PIMCO VIT LOW DURATION PORTFOLIO										
2011	4,269	\$	12.78	to	\$ 13.00	\$ 55,772	1.68 %	0.65 % to 0.85 %	0.24 % to	0.46 %
2010	4,066	\$	12.75	to	\$ 12.94	\$ 52,772	1.62 %	0.65 % to 0.85 %	4.42 % to	4.61 %
2009	3,675	\$	12.21	to	\$ 12.37	\$ 45,562	3.49 %	0.65 % to 0.85 %	12.33 % to	12.56 %
2008	2,968	\$	10.87	to	\$ 10.99	\$ 32,729	4.08 %	0.65 % to 0.85 %	(1.18) % to	(1.08) %
2007	2,813	\$	11.00	to	\$ 11.11	\$ 31,297	4.76 %	0.65 % to 0.85 %	6.38 % to	6.72 %
PIMCO VIT TOTAL RETURN PORTFOLIO										
2011	7,465	\$	14.45	to	\$ 14.65	\$ 109,598	2.62 %	0.65 % to 0.85 %	2.70 % to	2.95 %
2010	7,860	\$	14.07	to	\$ 14.23	\$ 112,113	2.41 %	0.65 % to 0.85 %	7.16 % to	7.40 %
2009	7,130	\$	13.13	to	\$ 13.25	\$ 94,556	5.20 %	0.65 % to 0.85 %	13.09 % to	13.34 %
2008	6,123	\$	11.61	to	\$ 11.69	\$ 71,611	4.46 %	0.65 % to 0.85 %	3.94 % to	4.10 %
2007	4,609	\$	11.17	to	\$ 11.23	\$ 51,766	4.82 %	0.65 % to 0.85 %	7.82 % to	8.08 %
PIONEER EMERGING MARKETS VCT PORTFOLIO (Effective date 05/01/2008)										
2011	149	\$	6.62	to	\$ 6.67	\$ 994	0.00 %	0.65 % to S585 %	(24.26) % to	(24.12) %
2010	253	\$	8.74	to	\$ 8.79	\$ 2,217	0.28 %	0.65 % to S585 %	14.55 % to	14.90 %
2009	564	\$	7.63	to	\$ 7.65	\$ 4,313	0.87 %	0.65 % to 0.85 %	72.62 % to	72.69 %
2008	155	\$	4.42	to	\$ 4.43	\$ 684	0.01 %	0.65 % to 0.85 %	(55.80) % to	(55.70) %
PIONEER FUND VCT PORTFOLIO										
2011	168	\$	13.21	to	\$ 10.47	\$ 1,822	1.54 %	0.65 % to 0.85 %	(5.17) % to	(4.90) %
2010	187	\$	13.93	to	\$ 11.01	\$ 2,123	1.38 %	0.65 % to 0.85 %	15.03 % to	15.29 %
2009	191	\$	12.11	to	\$ 9.55	\$ 1,882	1.74 %	0.65 % to 0.85 %	24.21 % to	24.35 %
2008	266	\$	9.75	to	\$ 7.68	\$ 2,101	1.94 %	0.65 % to 0.85 %	(34.83) % to	(34.69) %
2007	197	\$	14.96	to	\$ 11.76	\$ 2,473	1.29 %	0.65 % to 0.85 %	4.11 % to	4.35 %
PIONEER GROWTH OPPORTUNITIES VCT PORTFOLIO (Effective date 05/01/2006)										
2011	91	\$	9.83	to	\$ 9.94	\$ 905	0.00 %	0.65 % to 0.85 %	(3.06) % to	(2.93) %
2010	104	\$	10.14	to	\$ 10.24	\$ 1,059	0.00 %	0.65 % to 0.85 %	19.15 % to	19.49 %
2009	95	\$	8.51	to	\$ 8.57	\$ 812	0.00 %	0.65 % to 0.85 %	43.51 % to	43.55 %
2008	39	\$	5.93	to	\$ 5.97	\$ 235	0.00 %	0.65 % to 0.85 %	(36.10) % to	(35.88) %
2007	36	\$	9.28	to	\$ 9.31	\$ 331	0.00 %	0.65 % to 0.85 %	(4.62) % to	(4.51) %
PIONEER MID CAP VALUE VCT PORTFOLIO (Effective date 05/01/2006)										
2011	144	\$	9.88	to	\$ 10.00	\$ 1,452	0.63 %	0.65 % to 0.85 %	(6.62) % to	(6.37) %
2010	158	\$	10.58	to	\$ 10.68	\$ 1,703	0.84 %	0.65 % to 0.85 %	16.91 % to	17.11 %
2009	166	\$	9.05	to	\$ 9.12	\$ 1,530	1.24 %	0.65 % to 0.85 %	24.14 % to	24.42 %
2008	129	\$	7.29	to	\$ 7.33	\$ 947	0.97 %	0.65 % to 0.85 %	(34.32) % to	(34.20) %
2007	113	\$	11.10	to	\$ 11.14	\$ 1,253	0.78 %	0.65 % to 0.85 %	4.42 % to	4.70 %
PRUDENTIAL SERIES FUND EQUITY PORTFOLIO (Effective date 05/01/2009)										
2011	94	\$	13.90	to	\$ 13.98	\$ 1,306	0.18 %	0.65 % to 0.85 %	(4.73) % to	(4.44) %
2010	81	\$	14.59	to	\$ 14.63	\$ 1,180	0.13 %	0.65 % to 0.85 %	10.61 % to	10.75 %
2009	1	\$	13.19	to	\$ 13.21	\$ 19	0.00 %	0.65 % to 0.85 %	31.90 % to	32.10 %

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31						For the year or period ended December 31								
	Units (000s)	Unit Fair Value				Net Assets (000s)	Investment Income Ratio	Expense Ratio lowest to highest				Total Return			
		(a)		(b)							(a)	(b)			
INVESTMENT DIVISIONS															
PRUDENTIAL SERIES FUND NATURAL RESOURCES PORTFOLIO (Effective date 05/01/2009)															
2011	174	\$	14.53	to	\$	14.61	\$	2,545	0.00 %	0.65 %	to	0.85 %	(20.03) %	to	(19.86) %
2010	289	\$	18.17	to	\$	18.23	\$	5,264	0.05 %	0.65 %	to	0.85 %	26.44 %	to	26.69 %
2009	86	\$	14.37	to	\$	14.39	\$	1,239	0.07 %	0.65 %	to	0.85 %	43.70 %	to	43.90 %
PUTNAM VT AMERICAN GOVERNMENT INCOME IB PORTFOLIO (Effective date 04/30/2010)															
2011	207	\$	10.84	to	\$	10.87	\$	2,250	2.36 %	0.65 %	to	0.85 %	5.96 %	to	6.05 %
2010	67	\$	10.23	to	\$	10.25	\$	683	0.00 %	0.65 %	to	0.85 %	2.30 %	to	2.50 %
PUTNAM VT EQUITY INCOME IB PORTFOLIO (Effective date 04/30/2010)															
2011	142	\$	10.72	to	\$	10.75	\$	1,529	1.54 %	0.65 %	to	0.85 %	1.04 %	to	1.22 %
2010	76	\$	10.61	to	\$	10.62	\$	803	0.00 %	0.65 %	to	0.85 %	6.10 %	to	6.20 %
PUTNAM VT GLOBAL HEALTHCARE IB PORTFOLIO (Effective date 05/02/2011)															
2011	90	\$	8.57	to	\$	8.58	\$	768	0.00 %	0.65 %	to	0.85 %	(14.30) %	to	(14.20) %
ROYCE SMALL-CAP PORTFOLIO (Effective date 05/01/2009)															
2011	295	\$	14.93	to	\$	15.01	\$	4,421	0.31 %	0.65 %	to	0.85 %	(4.42) %	to	(4.21) %
2010	244	\$	15.62	to	\$	15.67	\$	3,819	0.16 %	0.65 %	to	0.85 %	19.24 %	to	19.53 %
2009	83	\$	13.10	to	\$	13.11	\$	1,085	0.00 %	0.65 %	to	0.85 %	31.00 %	to	31.10 %
SCHWAB MARKETTRACK GROWTH PORTFOLIO II															
2011	1,402	\$	14.52	to	\$	13.08	\$	18,976	1.72 %	0.65 %	to	0.85 %	(1.89) %	to	(1.65) %
2010	1,383	\$	14.80	to	\$	13.30	\$	19,049	2.38 %	0.65 %	to	0.85 %	12.72 %	to	12.90 %
2009	1,355	\$	13.13	to	\$	11.78	\$	16,502	2.98 %	0.65 %	to	0.85 %	22.94 %	to	23.22 %
2008	1,389	\$	10.68	to	\$	9.56	\$	13,703	2.54 %	0.65 %	to	0.85 %	(31.93) %	to	(31.81) %
2007	1,461	\$	15.69	to	\$	14.02	\$	21,017	2.61 %	0.65 %	to	0.85 %	4.74 %	to	5.02 %
SCHWAB MONEY MARKET PORTFOLIO															
2011	6,908	\$	10.84	to	\$	11.28	\$	77,750	0.01 %	0.65 %	to	0.85 %	(0.82) %	to	(0.62) %
2010	7,426	\$	10.93	to	\$	11.35	\$	83,971	0.01 %	0.65 %	to	0.85 %	(0.82) %	to	(0.61) %
2009	7,958	\$	11.02	to	\$	11.42	\$	90,474	0.12 %	0.65 %	to	0.85 %	(0.72) %	to	(0.52) %
2008	13,814	\$	11.10	to	\$	11.48	\$	158,169	2.04 %	0.65 %	to	0.85 %	1.19 %	to	1.41 %
2007	10,419	\$	10.97	to	\$	11.32	\$	117,373	4.59 %	0.65 %	to	0.85 %	3.88 %	to	4.04 %
SCHWAB S&P 500 INDEX PORTFOLIO															
2011	5,681	\$	13.90	to	\$	11.34	\$	67,168	1.78 %	0.65 %	to	0.85 %	1.02 %	to	1.25 %
2010	5,479	\$	13.76	to	\$	11.20	\$	64,041	1.98 %	0.65 %	to	0.85 %	13.72 %	to	13.94 %
2009	5,908	\$	12.10	to	\$	9.83	\$	61,045	2.80 %	0.65 %	to	0.85 %	25.13 %	to	25.38 %
2008	5,794	\$	9.67	to	\$	7.84	\$	47,658	2.20 %	0.65 %	to	0.85 %	(37.13) %	to	(36.98) %
2007	5,398	\$	15.38	to	\$	12.44	\$	70,526	1.57 %	0.65 %	to	0.85 %	4.48 %	to	4.63 %
SENTINEL VARIABLE PRODUCTS BOND FUND (Effective date 05/01/2009)															
2011	178	\$	11.95	to	\$	12.01	\$	2,132	4.12 %	0.65 %	to	0.85 %	6.22 %	to	6.38 %
2010	145	\$	11.25	to	\$	11.29	\$	1,639	4.99 %	0.65 %	to	0.85 %	6.33 %	to	6.61 %
2009	70	\$	10.58	to	\$	10.59	\$	746	9.85 %	0.65 %	to	0.85 %	5.80 %	to	5.90 %

(Continued)

**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab OneSource Annuity:	At December 31						For the year or period ended December 31					
	Units (000s)	Unit Fair Value				Net Assets (000s)	Investment Income Ratio	Expense Ratio lowest to highest				Total Return
		(a)		(b)							(a)	(b)
INVESTMENT DIVISIONS												
SENTINEL VARIABLE PRODUCTS COMMON STOCK FUND (Effective date 05/01/2009)												
2011	252	\$	14.67	to	\$	14.75	\$	3,704	1.64 %	0.65 %	to	0.85 %
2010	208	\$	14.49	to	\$	14.54	\$	3,026	2.41 %	0.65 %	to	0.85 %
2009	43	\$	12.62	to	\$	12.64	\$	537	1.78 %	0.65 %	to	0.85 %
SENTINEL VARIABLE PRODUCTS SMALL COMPANY FUND (Effective date 05/01/2009)												
2011	84	\$	15.81	to	\$	15.90	\$	1,341	0.00 %	0.65 %	to	0.85 %
2010	47	\$	15.48	to	\$	15.53	\$	725	0.10 %	0.65 %	to	0.85 %
2009	12	\$	12.62	to	\$	12.63	\$	155	0.83 %	0.65 %	to	0.85 %
THIRD AVENUE VALUE PORTFOLIO (Effective date 05/01/2006)												
2011	548	\$	6.92	to	\$	6.99	\$	3,824	1.67 %	0.65 %	to	0.85 %
2010	762	\$	8.86	to	\$	8.95	\$	6,804	3.77 %	0.65 %	to	0.85 %
2009	958	\$	7.84	to	\$	7.89	\$	7,557	0.00 %	0.65 %	to	0.85 %
2008	1,245	\$	5.44	to	\$	5.47	\$	6,798	0.90 %	0.65 %	to	0.85 %
2007	1,109	\$	9.73	to	\$	9.77	\$	10,827	2.41 %	0.65 %	to	0.85 %
TOUCHSTONE MID CAP GROWTH FUND (Effective date 05/01/2009)												
2011	106	\$	13.92	to	\$	13.99	\$	1,495	0.27 %	0.65 %	to	0.85 %
2010	112	\$	15.83	to	\$	15.88	\$	1,792	0.30 %	0.65 %	to	0.85 %
2009	52	\$	13.13	to	\$	13.14	\$	679	0.69 %	0.65 %	to	0.85 %
VAN ECK VIP GLOBAL BOND FUND (Effective date 05/01/2009)												
2011	695	\$	12.29	to	\$	12.36	\$	8,603	6.52 %	0.65 %	to	0.85 %
2010	501	\$	11.47	to	\$	11.50	\$	5,839	2.31 %	0.65 %	to	0.85 %
2009	218	\$	10.89	to	\$	10.90	\$	2,463	0.00 %	0.65 %	to	0.85 %
VAN ECK VIP GLOBAL HARD ASSETS FUND (Effective date 05/01/2009)												
2011	326	\$	14.22	to	\$	14.30	\$	4,655	0.94 %	0.65 %	to	0.85 %
2010	326	\$	17.22	to	\$	17.28	\$	5,622	0.23 %	0.65 %	to	0.85 %
2009	145	\$	13.50	to	\$	13.51	\$	1,962	0.00 %	0.65 %	to	0.85 %
WELLS FARGO ADVANTAGE VT DISCOVERY FUND												
2011	346	\$	19.88	to	\$	12.28	\$	4,585	0.00 %	0.65 %	to	0.85 %
2010	351	\$	19.97	to	\$	12.31	\$	4,789	0.00 %	0.65 %	to	0.85 %
2009	326	\$	14.86	to	\$	9.14	\$	3,207	0.00 %	0.65 %	to	0.85 %
2008	394	\$	10.68	to	\$	6.56	\$	2,780	0.00 %	0.65 %	to	0.85 %
2007	431	\$	19.36	to	\$	11.86	\$	5,492	0.00 %	0.65 %	to	0.85 %
WELLS FARGO ADVANTAGE VT OPPORTUNITY FUND												
2011	247	\$	17.15	to	\$	14.10	\$	3,766	0.14 %	0.65 %	to	0.85 %
2010	279	\$	18.31	to	\$	15.02	\$	4,521	0.76 %	0.65 %	to	0.85 %
2009	296	\$	14.92	to	\$	12.22	\$	3,875	0.00 %	0.65 %	to	0.85 %
2008	278	\$	10.19	to	\$	8.32	\$	2,568	1.95 %	0.65 %	to	0.85 %
2007	281	\$	17.15	to	\$	13.99	\$	4,270	0.62 %	0.65 %	to	0.85 %

(a) The amounts in these columns are associated with the highest Expense Ratio.

(b) The amounts in these columns are associated with the lowest Expense Ratio.

(Concluded)

**VARIABLE ANNUITY-I SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
ALGER LARGE CAP GROWTH PORTFOLIO						
2011	510	\$ 20.43	\$ 10,545	1.01 %	0.85 %	(1.21) %
2010	595	\$ 20.68	\$ 12,357	0.75 %	0.85 %	12.43 %
2009	691	\$ 18.39	\$ 12,760	0.66 %	0.85 %	46.30 %
2008	759	\$ 12.57	\$ 9,580	0.23 %	0.85 %	(46.62) %
2007	881	\$ 23.55	\$ 20,797	0.33 %	0.85 %	18.94 %
ALGER MID CAP GROWTH PORTFOLIO						
2011	147	\$ 14.31	\$ 2,101	0.34 %	0.85 %	(9.03) %
2010	178	\$ 15.73	\$ 2,792	0.00 %	0.85 %	18.37 %
2009	221	\$ 13.29	\$ 2,939	0.00 %	0.85 %	50.51 %
2008	223	\$ 8.83	\$ 1,968	0.17 %	0.85 %	(58.46) %
2007	314	\$ 21.40	\$ 6,717	0.00 %	0.85 %	30.49 %
ALLIANCEBERNSTEIN VPS GROWTH & INCOME PORTFOLIO (Effective date 05/01/2006)						
2011	41	\$ 9.68	\$ 395	1.40 %	0.85 %	5.45 %
2010	60	\$ 9.18	\$ 551	0.00 %	0.85 %	12.08 %
2009	66	\$ 8.19	\$ 544	4.10 %	0.85 %	19.74 %
2008	85	\$ 6.84	\$ 580	2.15 %	0.85 %	(41.09) %
2007	114	\$ 11.61	\$ 1,319	1.70 %	0.85 %	4.22 %
ALLIANCEBERNSTEIN VPS GROWTH PORTFOLIO (Effective date 05/01/2006)						
2011	57	\$ 9.59	\$ 549	0.00 %	0.85 %	0.42 %
2010	59	\$ 9.55	\$ 561	0.27 %	0.85 %	14.07 %
2009	60	\$ 8.37	\$ 504	0.00 %	0.85 %	32.02 %
2008	72	\$ 6.34	\$ 458	0.00 %	0.85 %	(42.93) %
2007	81	\$ 11.11	\$ 899	0.00 %	0.85 %	12.11 %
ALLIANCEBERNSTEIN VPS INTERNATIONAL GROWTH PORTFOLIO						
2011	262	\$ 11.79	\$ 3,114	3.20 %	0.85 %	(16.56) %
2010	350	\$ 14.13	\$ 4,977	2.06 %	0.85 %	11.92 %
2009	412	\$ 12.63	\$ 5,224	4.62 %	0.85 %	38.49 %
2008	539	\$ 9.12	\$ 4,922	0.00 %	0.85 %	(49.31) %
2007	630	\$ 17.99	\$ 11,324	1.84 %	0.85 %	17.12 %
ALLIANCEBERNSTEIN VPS INTERNATIONAL VALUE PORTFOLIO (Effective date 05/01/2006)						
2011	200	\$ 6.09	\$ 1,220	3.57 %	0.85 %	(19.97) %
2010	309	\$ 7.61	\$ 2,353	2.88 %	0.85 %	3.73 %
2009	472	\$ 7.34	\$ 3,464	1.45 %	0.85 %	33.70 %
2008	570	\$ 5.49	\$ 3,129	1.18 %	0.85 %	(53.63) %
2007	643	\$ 11.84	\$ 7,607	1.19 %	0.85 %	4.96 %

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**VARIABLE ANNUITY-I SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
ALLIANCEBERNSTEIN VPS SMALL/MID CAP VALUE PORTFOLIO (Effective date 05/01/2006)						
2011	136	\$ 10.92	\$ 1,488	0.47 %	0.85 %	(9.15) %
2010	160	\$ 12.02	\$ 1,929	0.61 %	0.85 %	25.82 %
2009	173	\$ 9.55	\$ 1,650	1.01 %	0.85 %	41.69 %
2008	135	\$ 6.74	\$ 913	0.59 %	0.85 %	(36.17) %
2007	114	\$ 10.56	\$ 1,199	1.30 %	0.85 %	0.86 %
AMERICAN CENTURY VP BALANCED FUND						
2011	138	\$ 14.61	\$ 2,015	1.86 %	0.85 %	4.43 %
2010	160	\$ 13.99	\$ 2,237	1.89 %	0.85 %	10.71 %
2009	161	\$ 12.64	\$ 2,035	5.01 %	0.85 %	14.49 %
2008	152	\$ 11.04	\$ 1,682	2.60 %	0.85 %	(20.97) %
2007	167	\$ 13.97	\$ 2,327	2.08 %	0.85 %	4.02 %
AMERICAN CENTURY VP INTERNATIONAL FUND						
2011	138	\$ 17.63	\$ 2,511	1.49 %	0.85 %	(12.77) %
2010	178	\$ 20.21	\$ 3,685	2.39 %	0.85 %	12.31 %
2009	218	\$ 17.99	\$ 4,005	2.16 %	0.85 %	32.57 %
2008	273	\$ 13.57	\$ 3,792	0.86 %	0.85 %	(45.28) %
2007	370	\$ 24.80	\$ 9,178	0.70 %	0.85 %	17.04 %
AMERICAN CENTURY VP MID CAP VALUE FUND (Effective date 05/01/2009)						
2011	24	\$ 15.19	\$ 358	1.29 %	0.85 %	(1.68) %
2010	16	\$ 15.45	\$ 243	2.30 %	0.85 %	17.99 %
2009	8	\$ 13.09	\$ 105	1.33 %	0.85 %	30.90 %
AMERICAN CENTURY VP VALUE FUND						
2011	276	\$ 14.74	\$ 4,081	2.01 %	0.85 %	0.20 %
2010	298	\$ 14.71	\$ 4,395	2.23 %	0.85 %	12.44 %
2009	323	\$ 13.08	\$ 4,239	5.91 %	0.85 %	18.80 %
2008	395	\$ 11.01	\$ 4,352	2.56 %	0.85 %	(27.37) %
2007	548	\$ 15.16	\$ 8,314	1.59 %	0.85 %	(5.96) %
COLUMBIA VARIABLE PORTFOLIO - MARSICO 21ST CENTURY FUND (Effective date 05/01/2009)						
2011	11	\$ 13.46	\$ 152	0.00 %	0.85 %	(12.88) %
2010	7	\$ 15.45	\$ 107	0.00 %	0.85 %	16.15 %
2009	12	\$ 13.30	\$ 158	0.00 %	0.85 %	33.00 %
COLUMBIA VARIABLE PORTFOLIO - SELIGMAN GLOBAL TECHNOLOGY FUND (Effective date 03/11/2011)						
2011	119	\$ 9.26	\$ 1,099	0.00 %	0.85 %	(7.40) %

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**VARIABLE ANNUITY-I SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
COLUMBIA VARIABLE PORTFOLIO - SMALL CAP VALUE FUND						
(Effective date 05/01/2009)						
2011	3	\$ 14.74	\$ 51	0.96 %	0.85 %	(6.94) %
2010	31	\$ 15.84	\$ 495	0.57 %	0.85 %	25.39 %
2009	2	\$ 12.63	\$ 26	0.38 %	0.85 %	26.30 %
DELAWARE VIP SMALL CAP VALUE SERIES						
2011	147	\$ 20.12	\$ 2,976	0.52 %	0.85 %	(2.19) %
2010	190	\$ 20.57	\$ 3,936	0.64 %	0.85 %	31.15 %
2009	200	\$ 15.68	\$ 3,144	0.97 %	0.85 %	30.67 %
2008	217	\$ 12.00	\$ 2,606	0.82 %	0.85 %	(30.48) %
2007	279	\$ 17.26	\$ 4,808	0.52 %	0.85 %	(7.40) %
DELAWARE VIP SMID CAP GROWTH SERIES						
(Effective date 05/01/2006)						
2011	155	\$ 13.49	\$ 2,111	1.10 %	0.85 %	7.23 %
2010	145	\$ 12.58	\$ 1,842	0.00 %	0.85 %	35.16 %
2009	56	\$ 9.31	\$ 522	0.00 %	0.85 %	44.12 %
2008	13	\$ 6.46	\$ 86	0.00 %	0.85 %	(41.00) %
2007	25	\$ 10.95	\$ 272	0.00 %	0.85 %	11.96 %
DREYFUS IP MIDCAP STOCK PORTFOLIO						
2011	22	\$ 15.40	\$ 334	0.56 %	0.85 %	(0.45) %
2010	34	\$ 15.47	\$ 521	1.08 %	0.85 %	26.03 %
2009	48	\$ 12.28	\$ 583	1.65 %	0.85 %	34.35 %
2008	70	\$ 9.14	\$ 636	0.91 %	0.85 %	(40.88) %
2007	75	\$ 15.46	\$ 1,167	0.43 %	0.85 %	0.59 %
DREYFUS VIF APPRECIATION PORTFOLIO						
2011	437	\$ 12.49	\$ 5,617	1.63 %	0.85 %	8.14 %
2010	427	\$ 11.55	\$ 5,071	2.13 %	0.85 %	14.30 %
2009	403	\$ 10.10	\$ 4,164	2.70 %	0.85 %	21.39 %
2008	501	\$ 8.32	\$ 4,271	2.05 %	0.85 %	(30.08) %
2007	625	\$ 11.90	\$ 7,591	1.58 %	0.85 %	6.16 %
DREYFUS VIF GROWTH & INCOME PORTFOLIO						
2011	93	\$ 10.13	\$ 948	1.23 %	0.85 %	(3.62) %
2010	124	\$ 10.51	\$ 1,303	1.17 %	0.85 %	17.63 %
2009	157	\$ 8.93	\$ 1,402	1.32 %	0.85 %	27.57 %
2008	187	\$ 7.00	\$ 1,311	0.65 %	0.85 %	(40.88) %
2007	213	\$ 11.84	\$ 2,527	0.74 %	0.85 %	7.54 %

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**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
DREYFUS VIF OPPORTUNISTIC SMALL CAP PORTFOLIO						
2011	3	\$ 10.78	\$ 37	0.40 %	0.85 %	(14.51) %
2010	4	\$ 12.61	\$ 47	0.80 %	0.85 %	30.00 %
2009	5	\$ 9.70	\$ 48	1.67 %	0.85 %	25.00 %
2008	6	\$ 7.76	\$ 45	0.96 %	0.85 %	(38.12) %
2007	11	\$ 12.54	\$ 140	0.79 %	0.85 %	(11.81) %
DWS BLUE CHIP VIP PORTFOLIO						
(Effective date 05/01/2006)						
2011	150	\$ 9.97	\$ 1,506	1.12 %	0.85 %	(1.38) %
2010	170	\$ 10.11	\$ 1,717	1.55 %	0.85 %	12.85 %
2009	171	\$ 8.96	\$ 1,530	1.85 %	0.85 %	32.94 %
2008	103	\$ 6.74	\$ 692	1.79 %	0.85 %	(39.06) %
2007	102	\$ 11.06	\$ 1,133	0.98 %	0.85 %	2.60 %
DWS CAPITAL GROWTH VIP PORTFOLIO						
2011	247	\$ 10.16	\$ 2,554	0.66 %	0.85 %	(5.31) %
2010	225	\$ 10.73	\$ 2,440	0.87 %	0.85 %	15.77 %
2009	258	\$ 9.27	\$ 2,410	1.41 %	0.85 %	25.78 %
2008	295	\$ 7.37	\$ 2,205	1.05 %	0.85 %	(33.54) %
2007	228	\$ 11.09	\$ 2,573	0.63 %	0.85 %	11.68 %
DWS DREMAN SMALL MID CAP VALUE VIP PORTFOLIO						
(Effective date 05/01/2006)						
2011	100	\$ 10.45	\$ 1,062	1.16 %	0.85 %	(6.86) %
2010	150	\$ 11.22	\$ 1,708	1.29 %	0.85 %	22.06 %
2009	146	\$ 9.19	\$ 1,345	1.91 %	0.85 %	28.53 %
2008	160	\$ 7.15	\$ 1,151	1.66 %	0.85 %	(33.98) %
2007	124	\$ 10.83	\$ 1,341	1.15 %	0.85 %	2.27 %
DWS GROWTH & INCOME VIP PORTFOLIO						
2011	42	\$ 9.10	\$ 388	1.28 %	0.85 %	(0.98) %
2010	45	\$ 9.19	\$ 421	1.71 %	0.85 %	13.38 %
2009	65	\$ 8.11	\$ 535	2.28 %	0.85 %	33.17 %
2008	70	\$ 6.09	\$ 429	1.98 %	0.85 %	(38.86) %
2007	74	\$ 9.96	\$ 735	1.20 %	0.85 %	0.50 %
DWS LARGE CAP VALUE VIP PORTFOLIO						
2011	186	\$ 11.46	\$ 2,138	1.26 %	0.85 %	(0.95) %
2010	97	\$ 11.57	\$ 1,125	1.93 %	0.85 %	9.83 %
2009	98	\$ 10.53	\$ 1,036	2.46 %	0.85 %	24.32 %
2008	146	\$ 8.47	\$ 1,235	1.87 %	0.85 %	(36.98) %
2007	64	\$ 13.44	\$ 857	1.75 %	0.85 %	12.19 %

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**VARIABLE ANNUITY-I SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
DWS SMALL CAP INDEX VIP PORTFOLIO						
2011	340	\$ 17.11	\$ 5,861	0.89 %	0.85 %	(5.21) %
2010	368	\$ 18.05	\$ 6,675	0.92 %	0.85 %	25.32 %
2009	389	\$ 14.40	\$ 5,626	1.81 %	0.85 %	25.44 %
2008	456	\$ 11.48	\$ 5,237	1.64 %	0.85 %	(34.66) %
2007	523	\$ 17.57	\$ 9,193	0.90 %	0.85 %	(2.71) %
FEDERATED CAPITAL APPRECIATION FUND II						
2011	172	\$ 15.05	\$ 2,616	0.73 %	0.85 %	(6.11) %
2010	195	\$ 16.03	\$ 3,152	2.09 %	0.85 %	12.08 %
2009	242	\$ 14.30	\$ 3,479	2.78 %	0.85 %	13.76 %
2008	374	\$ 12.57	\$ 4,729	1.93 %	0.85 %	(34.36) %
2007	459	\$ 19.15	\$ 8,839	1.52 %	0.85 %	(10.43) %
FEDERATED FUND FOR U.S. GOVERNMENT SECURITIES II						
2011	1,204	\$ 19.26	\$ 23,445	4.16 %	0.85 %	4.84 %
2010	1,324	\$ 18.37	\$ 24,387	4.51 %	0.85 %	4.30 %
2009	1,554	\$ 17.61	\$ 27,428	5.14 %	0.85 %	4.32 %
2008	1,772	\$ 16.88	\$ 29,978	4.92 %	0.85 %	3.37 %
2007	1,881	\$ 16.33	\$ 30,802	4.40 %	0.85 %	5.42 %
FEDERATED MANAGED VOLATILITY FUND II						
2011	41	\$ 15.57	\$ 639	3.96 %	0.85 %	3.94 %
2010	45	\$ 14.98	\$ 681	6.04 %	0.85 %	11.10 %
2009	51	\$ 13.48	\$ 681	6.27 %	0.85 %	27.17 %
2008	55	\$ 10.60	\$ 583	5.72 %	0.85 %	(21.07) %
2007	61	\$ 13.43	\$ 815	4.98 %	0.85 %	3.15 %
FRANKLIN SMALL CAP VALUE SECURITIES FUND (Effective date 05/01/2006)						
2011	85	\$ 10.18	\$ 866	0.72 %	0.85 %	(4.50) %
2010	103	\$ 10.66	\$ 1,100	0.77 %	0.85 %	27.10 %
2009	94	\$ 8.39	\$ 790	1.64 %	0.85 %	28.09 %
2008	54	\$ 6.55	\$ 355	1.14 %	0.85 %	(33.57) %
2007	52	\$ 9.86	\$ 515	0.62 %	0.85 %	(3.24) %
FRANKLIN TEMPLETON FOREIGN SECURITIES FUND (Effective date 04/30/2010)						
2011	41	\$ 9.57	\$ 396	1.97 %	0.85 %	(11.39) %
2010	17	\$ 10.80	\$ 184	0.34 %	0.85 %	8.00 %
INVESCO V.I. CORE EQUITY FUND						
2011	231	\$ 19.65	\$ 4,545	0.96 %	0.85 %	(0.91) %
2010	255	\$ 19.83	\$ 5,053	0.97 %	0.85 %	8.65 %
2009	278	\$ 18.25	\$ 5,082	1.73 %	0.85 %	27.18 %
2008	340	\$ 14.35	\$ 4,877	2.08 %	0.85 %	(30.71) %
2007	396	\$ 20.71	\$ 8,202	1.03 %	0.85 %	7.19 %

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**VARIABLE ANNUITY-I SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
INVESCO V.I. HIGH YIELD FUND						
2011	141	\$ 18.29	\$ 2,587	7.18 %	0.85 %	0.11 %
2010	172	\$ 18.27	\$ 3,133	9.74 %	0.85 %	12.64 %
2009	207	\$ 16.22	\$ 3,357	8.14 %	0.85 %	51.45 %
2008	261	\$ 10.71	\$ 2,799	8.75 %	0.85 %	(26.29) %
2007	351	\$ 14.53	\$ 5,105	6.46 %	0.85 %	0.35 %
INVESCO V.I. INTERNATIONAL GROWTH FUND (Effective date 05/01/2006)						
2011	172	\$ 10.36	\$ 1,793	1.56 %	0.85 %	(7.50) %
2010	197	\$ 11.20	\$ 2,220	2.47 %	0.85 %	11.92 %
2009	195	\$ 10.01	\$ 1,947	1.88 %	0.85 %	34.18 %
2008	149	\$ 7.46	\$ 1,110	0.44 %	0.85 %	(40.89) %
2007	230	\$ 12.62	\$ 2,909	0.50 %	0.85 %	13.69 %
INVESCO V.I. MID CAP CORE EQUITY FUND (Effective date 05/01/2009)						
2011	18	\$ 13.11	\$ 239	0.32 %	0.85 %	(7.15) %
2010	16	\$ 14.12	\$ 225	0.66 %	0.85 %	13.12 %
2009	11	\$ 12.48	\$ 135	1.95 %	0.85 %	24.80 %
INVESCO V.I. SMALL CAP EQUITY FUND (Effective date 05/01/2009)						
2011	31	\$ 15.30	\$ 472	0.00 %	0.85 %	(1.61) %
2010	22	\$ 15.55	\$ 344	0.00 %	0.85 %	27.49 %
2009	6	\$ 12.20	\$ 73	0.13 %	0.85 %	22.00 %
INVESCO V.I. TECHNOLOGY FUND						
2011	537	\$ 2.73	\$ 1,470	0.17 %	0.85 %	(5.86) %
2010	674	\$ 2.90	\$ 1,959	0.00 %	0.85 %	20.35 %
2009	750	\$ 2.41	\$ 1,811	0.00 %	0.85 %	56.49 %
2008	966	\$ 1.54	\$ 1,498	0.00 %	0.85 %	(45.20) %
2007	1,575	\$ 2.81	\$ 4,429	0.00 %	0.85 %	6.84 %
INVESCO VAN KAMPEN VI COMSTOCK FUND						
2011	60	\$ 10.83	\$ 655	1.82 %	0.85 %	(2.70) %
2010	82	\$ 11.13	\$ 911	0.13 %	0.85 %	15.01 %
2009	77	\$ 9.68	\$ 743	4.61 %	0.85 %	27.70 %
2008	56	\$ 7.58	\$ 427	2.69 %	0.85 %	(36.20) %
2007	75	\$ 11.88	\$ 892	1.84 %	0.85 %	(2.86) %

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**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
INVESCO VAN KAMPEN VI GROWTH & INCOME FUND						
2011	147	\$ 11.66	\$ 1,728	1.20 %	0.85 %	(2.83) %
2010	159	\$ 12.00	\$ 1,909	0.10 %	0.85 %	11.59 %
2009	190	\$ 10.75	\$ 2,052	4.02 %	0.85 %	23.28 %
2008	185	\$ 8.72	\$ 1,621	2.45 %	0.85 %	(32.61) %
2007	190	\$ 12.94	\$ 2,462	1.39 %	0.85 %	1.89 %
JANUS ASPEN BALANCED PORTFOLIO INSTITUTIONAL SHARES						
2011	122	\$ 16.69	\$ 2,081	2.55 %	0.85 %	0.79 %
2010	143	\$ 16.56	\$ 2,426	2.78 %	0.85 %	7.45 %
2009	167	\$ 15.41	\$ 2,569	2.91 %	0.85 %	24.78 %
2008	226	\$ 12.35	\$ 2,791	2.64 %	0.85 %	(16.55) %
2007	290	\$ 14.80	\$ 4,289	2.41 %	0.85 %	9.63 %
JANUS ASPEN BALANCED PORTFOLIO SERVICE SHARES (Effective date 05/01/2007)						
2011	452	\$ 11.64	\$ 5,255	2.41 %	0.85 %	0.52 %
2010	455	\$ 11.58	\$ 5,263	2.66 %	0.85 %	7.23 %
2009	436	\$ 10.80	\$ 4,713	2.83 %	0.85 %	24.57 %
2008	318	\$ 8.67	\$ 2,754	2.78 %	0.85 %	(16.79) %
2007	140	\$ 10.42	\$ 1,457	2.34 %	0.85 %	4.20 %
JANUS ASPEN FLEXIBLE BOND PORTFOLIO INSTITUTIONAL SHARES						
2011	581	\$ 19.80	\$ 11,586	7.31 %	0.85 %	5.83 %
2010	716	\$ 18.71	\$ 13,471	6.13 %	0.85 %	7.08 %
2009	836	\$ 17.47	\$ 14,655	4.36 %	0.85 %	12.28 %
2008	997	\$ 15.56	\$ 15,582	4.22 %	0.85 %	5.06 %
2007	1,239	\$ 14.81	\$ 18,413	4.62 %	0.85 %	6.16 %
JANUS ASPEN FLEXIBLE BOND PORTFOLIO SERVICE SHARES (Effective date 05/01/2007)						
2011	581	\$ 13.78	\$ 8,013	6.79 %	0.85 %	5.43 %
2010	581	\$ 13.07	\$ 7,586	5.56 %	0.85 %	6.85 %
2009	522	\$ 12.23	\$ 6,391	4.33 %	0.85 %	12.00 %
2008	311	\$ 10.92	\$ 3,395	3.97 %	0.85 %	4.80 %
2007	245	\$ 10.42	\$ 2,551	4.38 %	0.85 %	4.20 %
JANUS ASPEN JANUS PORTFOLIO						
2011	401	\$ 16.79	\$ 6,768	0.59 %	0.85 %	(6.10) %
2010	437	\$ 17.88	\$ 7,851	1.09 %	0.85 %	13.55 %
2009	497	\$ 15.75	\$ 7,849	0.54 %	0.85 %	35.19 %
2008	581	\$ 11.65	\$ 6,790	0.74 %	0.85 %	(40.23) %
2007	664	\$ 19.49	\$ 12,976	0.70 %	0.85 %	14.11 %

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**VARIABLE ANNUITY-I SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
Schwab Select Annuity:						
INVESTMENT DIVISIONS						
JANUS ASPEN OVERSEAS PORTFOLIO INSTITUTIONAL SHARES						
2011	341	\$ 21.63	\$ 7,398	0.47 %	0.85 %	(32.74) %
2010	504	\$ 32.16	\$ 16,251	0.69 %	0.85 %	24.25 %
2009	586	\$ 25.88	\$ 15,202	0.56 %	0.85 %	77.99 %
2008	699	\$ 14.54	\$ 10,186	2.81 %	0.85 %	(52.51) %
2007	941	\$ 30.62	\$ 28,860	0.63 %	0.85 %	27.27 %
JANUS ASPEN OVERSEAS PORTFOLIO SERVICE SHARES (Effective date 05/01/2007)						
2011	365	\$ 8.32	\$ 3,036	0.39 %	0.85 %	(32.96) %
2010	571	\$ 12.41	\$ 7,085	0.51 %	0.85 %	23.95 %
2009	660	\$ 10.01	\$ 6,609	0.46 %	0.85 %	77.48 %
2008	343	\$ 5.64	\$ 1,935	2.90 %	0.85 %	(52.61) %
2007	491	\$ 11.90	\$ 5,841	0.26 %	0.85 %	19.00 %
JANUS ASPEN WORLDWIDE PORTFOLIO						
2011	397	\$ 15.70	\$ 6,293	0.57 %	0.85 %	(14.49) %
2010	446	\$ 18.36	\$ 8,248	0.61 %	0.85 %	14.85 %
2009	522	\$ 15.99	\$ 8,403	1.40 %	0.85 %	36.55 %
2008	599	\$ 11.71	\$ 7,070	1.19 %	0.85 %	(45.13) %
2007	677	\$ 21.34	\$ 14,544	0.74 %	0.85 %	8.71 %
LAZARD RETIREMENT EMERGING MARKETS EQUITY PORTFOLIO (Effective date 05/01/2009)						
2011	181	\$ 14.48	\$ 2,617	1.59 %	0.85 %	(18.70) %
2010	226	\$ 17.81	\$ 4,018	1.49 %	0.85 %	21.65 %
2009	149	\$ 14.64	\$ 2,188	4.36 %	0.85 %	46.40 %
LVIP BARON GROWTH OPPORTUNITIES FUND						
2011	378	\$ 21.56	\$ 8,203	0.00 %	0.85 %	3.16 %
2010	426	\$ 20.90	\$ 8,953	0.00 %	0.85 %	25.29 %
2009	461	\$ 16.68	\$ 7,717	0.00 %	0.85 %	37.17 %
2008	555	\$ 12.16	\$ 6,785	0.00 %	0.85 %	(39.65) %
2007	679	\$ 20.15	\$ 13,749	0.00 %	0.85 %	2.54 %
MFS INTERNATIONAL VALUE FUND (Effective date 05/01/2009)						
2011	126	\$ 13.77	\$ 1,741	1.19 %	0.85 %	(2.62) %
2010	93	\$ 14.14	\$ 1,313	0.98 %	0.85 %	7.89 %
2009	28	\$ 13.11	\$ 365	0.00 %	0.85 %	31.10 %
MFS UTILITIES FUND (Effective date 05/01/2008)						
2011	167	\$ 9.89	\$ 1,652	3.28 %	0.85 %	5.66 %
2010	117	\$ 9.36	\$ 1,097	2.83 %	0.85 %	12.51 %
2009	297	\$ 8.32	\$ 2,468	1.92 %	0.85 %	31.85 %
2008	31	\$ 6.31	\$ 195	0.00 %	0.85 %	(36.90) %

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**VARIABLE ANNUITY-1 SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
NEUBERGER BERMAN AMT REGENCY PORTFOLIO						
(Effective date 05/01/2006)						
2011	8	\$ 9.37	\$ 74	0.40 %	0.85 %	(7.41) %
2010	8	\$ 10.12	\$ 85	0.32 %	0.85 %	24.87 %
2009	9	\$ 8.10	\$ 73	0.62 %	0.85 %	44.90 %
2008	34	\$ 5.59	\$ 189	0.59 %	0.85 %	(46.40) %
2007	23	\$ 10.43	\$ 237	0.33 %	0.85 %	2.15 %
NVIT MID CAP INDEX FUND						
2011	117	\$ 18.17	\$ 2,178	0.65 %	0.85 %	(3.51) %
2010	132	\$ 18.83	\$ 2,514	1.00 %	0.85 %	24.80 %
2009	133	\$ 15.09	\$ 2,017	0.73 %	0.85 %	35.34 %
2008	160	\$ 11.15	\$ 1,780	1.06 %	0.85 %	(37.15) %
2007	200	\$ 17.74	\$ 3,544	1.20 %	0.85 %	6.48 %
OPPENHEIMER GLOBAL SECURITIES FUND/VA						
2011	425	\$ 18.32	\$ 7,847	1.27 %	0.85 %	(9.04) %
2010	478	\$ 20.14	\$ 9,701	1.44 %	0.85 %	14.97 %
2009	514	\$ 17.52	\$ 9,061	2.30 %	0.85 %	38.61 %
2008	596	\$ 12.64	\$ 7,598	1.63 %	0.85 %	(40.69) %
2007	750	\$ 21.31	\$ 16,096	1.38 %	0.85 %	5.39 %
PIMCO VIT HIGH YIELD PORTFOLIO						
2011	437	\$ 16.54	\$ 7,243	6.95 %	0.85 %	2.48 %
2010	483	\$ 16.14	\$ 7,814	7.24 %	0.85 %	13.48 %
2009	577	\$ 14.22	\$ 8,222	8.67 %	0.85 %	39.00 %
2008	349	\$ 10.23	\$ 3,576	7.70 %	0.85 %	(24.11) %
2007	451	\$ 13.48	\$ 6,084	6.99 %	0.85 %	2.67 %
PIMCO VIT LOW DURATION PORTFOLIO						
2011	1,432	\$ 12.83	\$ 18,529	1.68 %	0.85 %	0.23 %
2010	1,368	\$ 12.80	\$ 17,653	1.63 %	0.85 %	4.41 %
2009	1,272	\$ 12.26	\$ 15,741	3.54 %	0.85 %	12.37 %
2008	1,186	\$ 10.91	\$ 13,061	4.08 %	0.85 %	(1.27) %
2007	1,428	\$ 11.05	\$ 15,891	4.77 %	0.85 %	6.45 %
PIMCO VIT TOTAL RETURN PORTFOLIO						
2011	1,952	\$ 14.46	\$ 28,272	2.63 %	0.85 %	2.77 %
2010	2,103	\$ 14.07	\$ 29,633	2.41 %	0.85 %	7.18 %
2009	2,209	\$ 13.13	\$ 29,048	5.17 %	0.85 %	13.09 %
2008	1,691	\$ 11.61	\$ 19,691	4.46 %	0.85 %	3.94 %
2007	1,373	\$ 11.17	\$ 15,341	4.82 %	0.85 %	7.82 %

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**VARIABLE ANNUITY-I SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
PIONEER FUND VCT PORTFOLIO						
2011	140	\$ 13.71	\$ 1,922	1.54 %	0.85 %	(5.12) %
2010	164	\$ 14.45	\$ 2,364	1.37 %	0.85 %	15.06 %
2009	190	\$ 12.56	\$ 2,386	1.78 %	0.85 %	24.11 %
2008	234	\$ 10.12	\$ 2,370	5.96 %	0.85 %	(34.79) %
2007	280	\$ 15.52	\$ 4,351	1.20 %	0.85 %	4.09 %
PIONEER GROWTH OPPORTUNITIES VCT PORTFOLIO						
2011	224	\$ 14.93	\$ 3,349	0.00 %	0.85 %	(3.11) %
2010	249	\$ 15.41	\$ 3,851	0.00 %	0.85 %	19.20 %
2009	310	\$ 12.93	\$ 4,009	0.00 %	0.85 %	43.35 %
2008	299	\$ 9.02	\$ 2,701	0.00 %	0.85 %	(36.03) %
2007	352	\$ 14.10	\$ 4,972	0.00 %	0.85 %	(4.67) %
PIONEER MID CAP VALUE VCT PORTFOLIO						
(Effective date 05/01/2006)						
2011	33	\$ 9.88	\$ 329	0.60 %	0.85 %	(6.62) %
2010	61	\$ 10.58	\$ 643	0.91 %	0.85 %	16.85 %
2009	68	\$ 9.05	\$ 614	1.42 %	0.85 %	24.14 %
2008	34	\$ 7.29	\$ 251	0.89 %	0.85 %	(34.32) %
2007	24	\$ 11.10	\$ 269	0.98 %	0.85 %	4.42 %
PRUDENTIAL SERIES FUND EQUITY PORTFOLIO						
2011	35	\$ 11.07	\$ 396	0.18 %	0.85 %	(4.65) %
2010	40	\$ 11.61	\$ 468	0.17 %	0.85 %	10.51 %
2009	32	\$ 10.51	\$ 333	0.85 %	0.85 %	36.49 %
2008	40	\$ 7.70	\$ 308	0.82 %	0.85 %	(38.94) %
2007	88	\$ 12.61	\$ 1,106	0.57 %	0.85 %	7.96 %
PUTNAM VT AMERICAN GOVERNMENT INCOME IB PORTFOLIO						
(Effective date 04/30/2010)						
2011	122	\$ 10.84	\$ 1,321	2.42 %	0.85 %	5.96 %
2010	40	\$ 10.23	\$ 411	0.00 %	0.85 %	2.30 %
PUTNAM VT EQUITY INCOME IB PORTFOLIO						
(Effective date 04/30/2010)						
2011	49	\$ 10.72	\$ 525	1.22 %	0.85 %	1.04 %
2010	8	\$ 10.61	\$ 81	0.00 %	0.85 %	6.10 %
PUTNAM VT GLOBAL HEALTHCARE IB PORTFOLIO						
(Effective date 05/02/2011)						
2011	27	\$ 8.57	\$ 237	0.00 %	0.85 %	(14.30) %
ROYCE SMALL-CAP PORTFOLIO						
(Effective date 05/01/2009)						
2011	88	\$ 14.93	\$ 1,311	0.27 %	0.85 %	(4.42) %
2010	85	\$ 15.62	\$ 1,322	0.17 %	0.85 %	19.27 %
2009	24	\$ 13.10	\$ 318	0.00 %	0.85 %	31.00 %

(Continued)

**VARIABLE ANNUITY-I SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

Schwab Select Annuity:	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
INVESTMENT DIVISIONS						
SCHWAB MARKETTRACK GROWTH PORTFOLIO II						
2011	418	\$ 19.74	\$ 8,285	1.73 %	0.85 %	(1.84) %
2010	475	\$ 20.11	\$ 9,585	2.46 %	0.85 %	12.67 %
2009	491	\$ 17.85	\$ 8,790	2.79 %	0.85 %	22.93 %
2008	562	\$ 14.52	\$ 8,156	2.32 %	0.85 %	(31.89) %
2007	674	\$ 21.32	\$ 14,375	2.28 %	0.85 %	4.72 %
SCHWAB MONEY MARKET PORTFOLIO						
2011	3,217	\$ 13.36	\$ 43,164	0.01 %	0.85 %	(0.82) %
2010	3,213	\$ 13.47	\$ 43,313	0.01 %	0.85 %	(0.82) %
2009	3,521	\$ 13.58	\$ 47,858	0.12 %	0.85 %	(0.73) %
2008	5,003	\$ 13.68	\$ 68,637	2.11 %	0.85 %	1.26 %
2007	4,866	\$ 13.51	\$ 65,967	4.62 %	0.85 %	3.84 %
SCHWAB S&P 500 INDEX PORTFOLIO						
2011	2,449	\$ 19.76	\$ 48,841	1.76 %	0.85 %	1.02 %
2010	2,692	\$ 19.56	\$ 52,929	2.02 %	0.85 %	13.72 %
2009	2,900	\$ 17.20	\$ 50,105	2.57 %	0.85 %	25.09 %
2008	3,334	\$ 13.75	\$ 46,082	1.98 %	0.85 %	(37.10) %
2007	3,628	\$ 21.86	\$ 79,551	1.44 %	0.85 %	4.49 %
SENTINEL VARIABLE PRODUCTS BOND FUND (Effective date 05/01/2009)						
2011	15	\$ 11.95	\$ 176	2.36 %	0.85 %	6.13 %
2010	61	\$ 11.26	\$ 688	5.43 %	0.85 %	6.46 %
2009	7	\$ 10.58	\$ 77	8.41 %	0.85 %	5.80 %
SENTINEL VARIABLE PRODUCTS COMMON STOCK FUND (Effective date 05/01/2009)						
2011	17	\$ 14.67	\$ 250	1.90 %	0.85 %	1.24 %
2010	6	\$ 14.49	\$ 94	1.46 %	0.85 %	14.80 %
2009	6	\$ 12.62	\$ 71	5.07 %	0.85 %	26.20 %
SENTINEL VARIABLE PRODUCTS SMALL COMPANY FUND (Effective date 05/01/2009)						
2011	13	\$ 15.81	\$ 203	0.00 %	0.85 %	2.13 %
2010	8	\$ 15.48	\$ 117	0.14 %	0.85 %	22.74 %
2009	2	\$ 12.61	\$ 29	1.14 %	0.85 %	26.10 %
THIRD AVENUE VALUE PORTFOLIO (Effective date 05/01/2006)						
2011	107	\$ 6.92	\$ 740	1.56 %	0.85 %	(21.90) %
2010	183	\$ 8.86	\$ 1,625	3.84 %	0.85 %	13.06 %
2009	222	\$ 7.84	\$ 1,741	0.00 %	0.85 %	44.12 %
2008	283	\$ 5.44	\$ 1,539	0.85 %	0.85 %	(44.09) %
2007	363	\$ 9.73	\$ 3,531	2.29 %	0.85 %	(5.63) %

(Continued)

**VARIABLE ANNUITY-I SERIES ACCOUNT OF
GREAT-WEST LIFE & ANNUITY INSURANCE COMPANY**

	At December 31			For the year or period ended December 31		
	Units (000s)	Unit Fair Value	Net Assets (000s)	Investment Income Ratio	Expense Ratio	Total Return
Schwab Select Annuity:						
INVESTMENT DIVISIONS						
TOUCHSTONE MID CAP GROWTH FUND						
(Effective date 05/01/2009)						
2011	19	\$ 13.92	\$ 260	0.23 %	0.85 %	(12.07) %
2010	25	\$ 15.83	\$ 388	0.34 %	0.85 %	20.60 %
2009	4	\$ 13.13	\$ 51	0.20 %	0.85 %	31.30 %
UNIVERSAL INSTITUTIONAL FUND U.S. REAL ESTATE PORTFOLIO						
2011	267	\$ 30.80	\$ 8,269	0.87 %	0.85 %	5.01 %
2010	299	\$ 29.33	\$ 8,761	2.20 %	0.85 %	28.86 %
2009	308	\$ 22.76	\$ 7,002	3.28 %	0.85 %	27.29 %
2008	339	\$ 17.88	\$ 6,068	3.44 %	0.85 %	(38.43) %
2007	401	\$ 29.04	\$ 11,659	1.06 %	0.85 %	(17.78) %
VAN ECK VIP GLOBAL BOND FUND						
(Effective date 05/01/2009)						
2011	203	\$ 12.29	\$ 2,497	5.63 %	0.85 %	7.15 %
2010	131	\$ 11.47	\$ 1,499	2.20 %	0.85 %	5.34 %
2009	47	\$ 10.89	\$ 507	0.00 %	0.85 %	8.90 %
WELLS FARGO ADVANTAGE VT OPPORTUNITY FUND						
(Effective date 05/01/2006)						
2011	134	\$ 11.01	\$ 1,514	0.14 %	0.85 %	(6.30) %
2010	126	\$ 11.75	\$ 1,509	0.76 %	0.85 %	22.69 %
2009	118	\$ 9.58	\$ 1,142	0.00 %	0.85 %	46.48 %
2008	91	\$ 6.54	\$ 593	2.13 %	0.85 %	(40.60) %
2007	53	\$ 11.01	\$ 584	0.63 %	0.85 %	5.76 %
WELLS FARGO ADVANTAGE VT SMALL CAP VALUE FUND						
2011	164	\$ 14.07	\$ 2,346	0.68 %	0.85 %	(8.04) %
2010	198	\$ 15.30	\$ 3,057	1.48 %	0.85 %	16.27 %
2009	223	\$ 13.16	\$ 2,963	1.22 %	0.85 %	58.75 %
2008	283	\$ 8.29	\$ 2,378	0.00 %	0.85 %	(44.99) %
2007	362	\$ 15.07	\$ 5,544	0.02 %	0.85 %	(1.50) %

(Concluded)