

MERCURY GENERAL CORP  
Form 8-K  
December 29, 2016

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 28, 2016**

**MERCURY GENERAL CORPORATION**

**(Exact Name of Registrant as Specified in Charter)**

**California**  
**(State or Other Jurisdiction**

**of Incorporation)**

**001-12257**  
**(Commission**

**File Number)**  
**4484 Wilshire Boulevard**

**95-221-1612**  
**(I.R.S. Employer**

**Identification No.)**

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**Los Angeles, California 90010**

**(Address of Principal Executive Offices)**

**(323) 937-1060**

**(Registrant's telephone number, including area code)**

**Not applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14.a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01. Entry into a Material Definitive Agreement**

On December 28, 2016, Mercury General Corporation and Mercury Casualty Company entered into a Fifth Amendment Agreement (the Fifth Amendment ) with Bank of America, N.A., as administrative agent, and the other lenders party thereto, which amends the existing Credit Agreement (the 2009 Credit Agreement ) by and among the parties, dated as of January 2, 2009 (as amended to date). The Fifth Amendment, among other things, extends the maturity date of the loan that is the subject of the 2009 Credit Agreement to December 3, 2018, incorporates provisions related to European Union bail-in laws and includes in the definition of Change of Control the removal of board members in response to actual or threatened hostile action. The foregoing description of the Fifth Amendment does not purport to be complete and is qualified in its entirety by reference to the Fifth Amendment, a copy of which is filed as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated herein by this reference.

**Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of Registrant**

The information set forth in Item 1.01 of this Current Report on Form 8-K is incorporated into this Item 2.03 by reference.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits.

- 10.1 Fifth Amendment Agreement among Mercury Casualty Corporation, Mercury General Corporation, Bank of America, N.A., as administrative agent, and the other lenders party thereto

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 29, 2016

**MERCURY GENERAL CORPORATION**

By: /s/ THEODORE STALICK

Name: Theodore Stalick

Its: Senior Vice President and Chief Financial Officer