

HORACE MANN EDUCATORS CORP /DE/
Form 8-K
December 10, 2018

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: December 10, 2018

HORACE MANN EDUCATORS CORPORATION
(Exact name of registrant as specified in its charter)

Delaware 1-10890 37-0911756
(State of incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

1 Horace Mann Plaza, Springfield, Illinois 62715 0001
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: 217 789 2500

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)

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

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

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

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2).

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Forward-looking Information

Statements included in the accompanying news release that state Horace Mann Educators Corporation's (the "Company") or its management's intentions, hopes, beliefs, expectations or predictions of future events or the Company's future financial performance are forward-looking statements and involve known and unknown risks, uncertainties and other factors. The Company is not under any obligation to (and expressly disclaims any such obligation to) update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. It is important to note that the Company's actual results could differ materially from those projected in such forward-looking statements. Please refer to the Company's Quarterly Report on Form 10-Q for the quarter ended September 30, 2018 and the Company's past and future filings and reports filed with the Securities and Exchange Commission for information concerning the important factors that could cause actual results to differ materially from those in forward-looking statements.

Item 1.01: Entry into a Material Definitive Agreement

On December 10, 2018, Horace Mann Educators Corporation, a Delaware corporation (the "Company"), announced that it entered into a Purchase Agreement (the "Agreement"), by and among the Company and Ellard Family Holdings, Inc., Brian M. Ellard and The JCE Exempt Trust who collectively own all of the equity interests in NTA Life Enterprises, LLC and Ellard Enterprises, Inc. (collectively, "NTA"). The Agreement provides, among other things, that, upon the terms and subject to the conditions set forth in the Agreement, the Company will acquire all of the equity interests in NTA (the "Acquisition") for \$405 million. The Agreement and the consummation of the transactions contemplated by the Agreement have been approved by the Company's Board of Directors. The closing of the Acquisition is expected to occur during the second quarter of 2019, subject to the satisfaction or waiver of applicable closing conditions as well as approval by certain regulators.

Item 9.01: Financial Statements and Exhibits

(d) Exhibits.

99.1 Horace Mann Educators Corporation news release dated December 10, 2018.

SIGNATURE

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.

HORACE MANN EDUCATORS
CORPORATION

By: /s/ Kimberly A. Johnson
Name: Kimberly A. Johnson
Title: Vice President & Controller
(Principal Accounting Officer)

Date: December 10, 2018